(Please scan this QR Code to view the Draft Red Herring Prospectus and Draft Abridged Prospectus)

DRAFT RED HERRING PROSPECTUS
Dated September 28, 2026
(Please read Section 32 of the Companies Act, 2013)
(This Draft Red Herring Prospectus will be updated upon filing with the RoC)
100% Book Built Offer

TECHNOPAINTS AND CHEMICALS LIMITED

(Formerly known as Fortune Paints Private Limited)

CORPORATE IDENTITY NUMBER: U20220TG2008PLC058787

REGISTERED AND CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V. Rangareddy), K.V. Rangareddy Serilingampally – 500 084, Telangana, India	Deevi Madhavi Latha *Company Secretary and Compliance Officer*	**E-mail**: cs@technopaints.in **Telephone**: 040-23125571	www.technopaints.in

PROMOTERS OF OUR COMPANY: AKURI SRINIVASA REDDY AND A SANDHYA

DETAILS OF OFFER TO THE PUBLIC

TYPE OF OFFER	FRESH ISSUE SIZE^	OFFER FOR SALE SIZE	TOTAL OFFER SIZE^	ELIGIBILITY AND SHARE RESERVATION AMONG QIBs, NIBs & RIBs
Fresh Issue and Offer for Sale	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹3,250.00 million	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹ 1,750.00 million	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹5,000.00 million	The Offer is being made pursuant to Regulation 6(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"). For details, see "*Other Regulatory and Statutory Disclosures – Eligibility for the Offer*" on page 486. For details in relation to the share allocation and reservation among Qualified Institutional Buyers, Non-Institutional Investors, Retail Individual Investors and Eligible Employees, see *"Offer Structure"* on page 506.

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE

NAME OF THE SELLING SHAREHOLDERS	TYPE	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT (₹ IN MILLION)	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE* (IN ₹)
Akuri Srinivasa Reddy	Promoter Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹ 900.00 million	4.62
A Sandhya	Promoter Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹ 300.00 million	0.10
Akuri Sakesh Reddy	Promoter Group Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 50.00 million	Nil
Akuri Deepthi	Promoter Group Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 50.00 million	Nil
K Sivareddy	Promoter Group Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 40.00 million	0.30
Satyanarayana Reddy Akuri	Individual Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 120.00 million	0.30
Anil Kondoth	Individual Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 120.00 million	0.30
Dantuluri Krishna Harish Varma	Individual Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 112.00 million	46.43
Venkata Lakshmi Narasimha Murthy Chilla	Individual Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 aggregating up to ₹ 40.00 million	0.30
Arjun Nagulapally	Individual Selling Shareholder	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹10.00 million	46.43

**As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.*
For the complete list of Selling Shareholders and their details, see "The Offer" on page 76

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹5 each. The Offer Price, Floor Price and Cap Price determined by our Company in consultation with the BRLM, and on the basis of assessment of market demand for the Equity Shares of face value of ₹5 each by way of the Book Building Process, as stated under "*Basis for Offer Price*" on page 152 in accordance with the SEBI ICDR Regulations, 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 nor 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 Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares of face value of ₹5 each in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to "*Risk Factors*" on page 23.

ISSUER'S AND SELLING SHAREHOLDERS' ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Offer, which is material in the context of the Offer, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission or inclusion of which make this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect. Further, each Selling Shareholder, severally and not jointly, accepts responsibility for and confirms only the statements specifically made or confirmed by such Selling Shareholder in this Draft Red Herring Prospectus solely in relation to itself and its respective portion of the Offered Shares and assumes responsibility that such statements are true and correct in all material respects and are not misleading in any material respect. No Selling Shareholder, severally or jointly, assumes responsibility for any other statements, disclosures or undertakings in this Draft Red Herring Prospectus, including, inter alia, any of the statements, disclosures or undertakings made or confirmed by or relating to our Company or its business or any other Selling Shareholder or any other persons.

LISTING

The Equity Shares of face value of ₹5 each to be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges being BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**" together with BSE, the "**Stock Exchanges**"). For the purposes of the Offer, the Designated Stock Exchange shall be [●].

BOOK RUNNING LEAD MANAGER

NAME AND LOGO OF THE BOOK RUNNING LEAD MANAGER	CONTACT PERSON	TELEPHONE AND E-MAIL
ANAND RATHI INVESTMENT BANKING **ANAND RATHI ADVISORS LIMITED**	Pranav Nagar / Dhruv Goswamy	**Telephone:** +91 22 4047 7000 **E-mail:** technopaints.ipo@rathi.com

REGISTRAR TO THE OFFER

NAME OF THE REGISTRAR	CONTACT PERSON	TELEPHONE AND E-MAIL
KFin Technologies Limited	M. Murali Krishna / Williams R	**Telephone**: +91 40 6716 2222 / 1800 309 400 **E-mail:** technopaints.ipo@kfintech.com

BID/ OFFER PROGRAMME

ANCHOR INVESTOR BID/OFFER PERIOD*	[●]	**BID/OFFER OPENS ON***	[●]	**BID/OFFER CLOSES ON**#**	[●]

**Our Company, in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investors Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date.*

***Our Company, in consultation with the BRLM, 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.*

*˙Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).*

#UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date.

DRAFT RED HERRING PROSPECTUS
Dated September 28, 2026
(Please read Section 32 of the Companies Act, 2013)
(The Draft Red Herring Prospectus will be updated upon filing with the RoC)
100% Book Built Offer

TECHNOPAINTS AND CHEMICALS LIMITED

Our Company was originally incorporated as 'Fortune Paint Products (India) Private Limited' as a private limited company under the Companies Act, 1956, pursuant to the certificate of incorporation dated April 23, 2008, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad. Thereafter, Company changed its name to 'Fortune Paints Private Limited' pursuant to the resolution passed by our Board of Directors on March 10, 2011, and a special resolution passed by our Shareholders on April 8, 2011 and a fresh certificate of incorporation dated April 13, 2011 was issued by the Registrar of Companies, Andhra Pradesh at Hyderabad. Subsequently, pursuant to a resolution passed by our Board of Directors on December 21, 2024, and a special resolution passed by our Shareholders on December 23, 2024, the name of our Company was changed to 'Technopaints and Chemicals Private Limited' to align the Company's name with the brand of 'Technopaints' for stronger identity and brand visibility, and a fresh certificate of incorporation dated January 13, 2025 was issued by Registrar of Companies, Central Processing Centre. Our Company was subsequently converted into a public limited company pursuant to the resolution passed by our Board of Directors on February 22, 2025, and a special resolution passed by our Shareholders on March 17, 2025, and consequently the name of our Company was changed from 'Technopaints and Chemicals Private Limited' to 'Technopaints and Chemicals Limited' and a fresh certificate of incorporation dated April 19, 2025, was issued by the Registrar of Companies, Central Processing Centre. For details regarding the change of name and registered office of our Company, please see "*History and Certain Corporate Matters*" on page 309.

Corporate Identity Number: U20220TG2008PLC058787
Registered and Corporate Office: Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V. Rangareddy), K.V. Rangareddy Serilingampally – 500 084, Telangana, India
Contact Person: Deevi Madhavi Latha, Company Secretary and Compliance Officer; **Telephone**: 040 23125571
E-mail: cs@technopaints.in; **Website**: www.technopaints.in

OUR PROMOTERS: AKURI SRINIVASA REDDY AND A SANDHYA

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹5,000.00 MILLION, ("OFFER") COMPRISING OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹3,250.00 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("OFFERED SHARES") AGGREGATING UP TO ₹1,750.00 MILLION, COMPRISING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹900.00 MILLION BY AKURI SRINIVASA REDDY, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹300.00 MILLION BY A SANDHYA ("PROMOTER SELLING SHAREHOLDERS") AND UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹50.00 MILLION BY AKURI SAKESH REDDY, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹50.00 MILLION BY AKURI DEEPTHI, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹40.00 MILLION BY K SIVAREDDY ("PROMOTER GROUP SELLING SHAREHOLDERS") AND UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹120.00 MILLION BY SATYANARAYANA REDDY AKURI, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹120.00 MILLION BY ANIL KONDOTH, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹ 112.00 MILLION BY DANTULURI KRISHNA HARISH VARMA, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹40.00 MILLION BY VENKATA LAKSHMI NARASIMHA MURTHY CHILLA, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹10.00 MILLION BY ARJUN NAGULAPALLY, UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹8.00 MILLION BY AMBATI SREEDHAR (THE "INDIVIDUAL SELLING SHAREHOLDERS" AND COLLECTIVELY WITH THE PROMOTER SELLING SHAREHOLDERS AND PROMOTER GROUP SELLING SHAREHOLDERS, THE "SELLING SHAREHOLDERS" AND SUCH OFFER FOR SALE OF EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE").

THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH, AGGREGATING UP TO ₹ [●] MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL) FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. OUR COMPANY MAY IN CONSULTATION WITH THE BRLM, OFFER A DISCOUNT OF ₹[●] ON THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

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

THE FACE VALUE OF THE EQUITY SHARES IS ₹5 EACH. THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND, AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN ALL EDITIONS OF [●], AN ENGLISH NATIONAL DAILY NEWSPAPER, ALL EDITIONS OF [●], A HINDI NATIONAL DAILY NEWSPAPER AND [●] EDITIONS OF [●], A TELUGU DAILY NEWSPAPER, TELUGU BEING THE REGIONAL LANGUAGE OF TELANGANA WHERE OUR REGISTERED AND CORPORATE OFFICE IS LOCATED, EACH WITH WIDE CIRCULATION AT LEAST TWO WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE", AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES, IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

In case of any revision in the Price Band, the Bid/ Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLM, and for reasons to be recorded in writing, extend the Bid/ Offer Period for a minimum of one Working Day, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLM and at the terminals of the Syndicate Members and by intimation to the Designated Intermediaries and the Sponsor Banks, as applicable.

This Offer is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process and is in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein in terms of Regulation 32(1) of the SEBI ICDR Regulations, not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("**QIBs**", and such portion, the "**QIB Portion**") provided that our Company in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("**Anchor Investor Portion**"), out of which 40% will be reserved in the following manner (i) 33.33% shall be reserved for domestic Mutual Funds and (ii) 6.67% for life insurance companies and pension funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds, as applicable, at or above the Anchor Investor Allocation Price. In case of any under-subscription in the portion reserved for life insurance companies and pension funds the allocation shall be made to domestic Mutual Funds, in accordance with SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the 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 QIB Bidders (other than Anchor Investors) including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders ("**NIBs**") out of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹ 0.20 million and up to ₹ 1.00 million; and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹ 1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of NIBs and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders ("**RIBs**") in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("**ASBA**") process by providing details of their respective bank accounts (including UPI ID for UPI Bidders using UPI Mechanism) (*as defined hereinafter*) in which the Bid amount will be blocked by the SCSBs or the Sponsor Banks, as applicable, to the extent of the respective Bid amounts to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion of the Offer through the ASBA process. For details, please refer to the section titled "*Offer Procedure*" on page 511

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of the Equity Shares of our Company, there has been no formal market for Equity Shares. The face value of the Equity Shares is ₹5 each. The Offer Price, Floor Price and Cap Price determined by our Company, in consultation with the BRLM, on the basis of assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "*Basis for Offer Price*" on page 152, in accordance with the SEBI ICDR Regulations, 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 active and/or sustained trading in the Equity Shares nor 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 Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to "*Risk Factors*" on page 23.

ISSUER'S AND SELLING SHAREHOLDERS' ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Offer, which is material in the context of the Offer, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission or inclusion of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect. Further, each Selling Shareholder, severally and not jointly, accepts responsibility for and confirms the statements specifically made or confirmed by such Selling Shareholder in this Draft Red Herring Prospectus solely in relation to itself and its respective portion of the Offered Shares, and assumes responsibility that such statements are true and correct in all material respects and are not misleading in any material respect.

LISTING

The Equity Shares of face value of ₹5 each offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received 'in-principle' approvals from BSE and NSE for the listing of the Equity Shares pursuant to their letters dated [●] and [●], respectively. For the purposes of the Offer, the Designated Stock Exchange shall be [●]. A signed copy of the Red Herring Prospectus and the Prospectus shall be filed with the RoC in accordance with Sections 26(4) and 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, please refer to the section titled "*Material Contracts and Documents for Inspection*" on page 557.

BOOK RUNNING LEAD MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
ANANDRATHI INVESTMENT BANKING	KFINTECH EXPERIENCE TRANSFORMATION

DRAFT RED HERRING PROSPECTUS

Dated September 28, 2026

(Please read Section 32 of the Companies Act, 2013)

(The Draft Red Herring Prospectus will be updated upon filing with the RoC)

100% Book Built Offer

Anand Rathi Advisors Limited 11th Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India **Telephone:** +91 22 4047 7000 **E-mail:** technopaints.ipo@rathi.com **Investor grievance email:** grievance.ecm@rathi.com **Website:** www.anandrathiib.com **Contact person:** Pranav Nagar / Dhruv Goswamy **SEBI registration no.:** INM000010478	**KFin Technologies Limited** 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Maharashtra, India, 400070 **Telephone:** + 91 40 6716 2222 / 1800 309 400 **Email:** technopaints.ipo@kfintech.com **Investor grievance email**: einward.ris@kfintech.com **Website**: www.kfintech.com **Contact person**: M. Murali Krishna / Williams R **SEBI Registration No**: INR000000221

BID/ OFFER PERIOD					
ANCHOR INVESTOR BID/ OFFER PERIOD	[●]	**BID/ OFFER OPENS ON**	[●]*	**BID/ OFFER CLOSES ON**	[●]**#

**Our Company, in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.*

***Our Company, in consultation with the BRLM, 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.*

#UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date.

(This page is intentionally left blank)

TABLE OF CONTENTS

SECTION I: GENERAL **1**
DEFINITIONS AND ABBREVIATIONS 1
CERTAIN CONVENTIONS, PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION 18
FORWARD-LOOKING STATEMENTS 22
SECTION II: RISK FACTORS **23**
SECTION III: INTRODUCTION **76**
THE OFFER 76
SUMMARY OF RESTATED FINANCIAL INFORMATION 79
SUMMARY OF CONTINGENT LIABILITIES 83
SUMMARY OF RELATED PARTY TRANSACTIONS 84
GENERAL INFORMATION 87
CAPITAL STRUCTURE 95
SECTION IV: PARTICULARS OF THE OFFER **125**
OBJECTS OF THE OFFER 125
BASIS FOR OFFER PRICE 152
STATEMENT OF SPECIAL TAX BENEFITS 165
SECTION V: ABOUT OUR COMPANY **171**
INDUSTRY OVERVIEW 171
OUR BUSINESS 244
KEY REGULATIONS AND POLICIES IN INDIA 299
HISTORY AND CERTAIN CORPORATE MATTERS 309
OUR MANAGEMENT 316
OUR PROMOTERS AND PROMOTER GROUP 333
OUR GROUP COMPANIES 339
DIVIDEND POLICY 342
SECTION VI: FINANCIAL INFORMATION **343**
RESTATED FINANCIAL INFORMATION 343
OTHER FINANCIAL INFORMATION 424
FINANCIAL INDEBTEDNESS 426
CAPITALIZATION STATEMENT 428
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS 429
SECTION VII: LEGAL AND OTHER INFORMATION **471**
OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS 471
GOVERNMENT AND OTHER APPROVALS 479
OTHER REGULATORY AND STATUTORY DISCLOSURES 485
SECTION VIII: OFFER RELATED INFORMATION **499**
TERMS OF THE OFFER 499
OFFER STRUCTURE 506
OFFER PROCEDURE 511
RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES 535
SECTION IX: DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION **537**
SECTION X: OTHER INFORMATION **557**
MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION 557
DECLARATION **560**

SECTION I: GENERAL

DEFINITIONS AND ABBREVIATIONS

This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, or unless otherwise specified, shall have the meanings as provided below. References to any legislation, act, regulation, rule, guideline, policy, circular, notification, direction or clarification shall be to such legislation, act, regulation, rule, guideline, policy, circular, notification, direction or clarification as amended, updated, supplemented, re-enacted or modified from time to time, under such provisions.

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

Notwithstanding the foregoing, terms in the sections titled "Statement of Special Tax Benefits", "Industry Overview", "Our Business", "Capital Structure", "Objects of the Offer", "Other Regulatory and Statutory Disclosures" "Key Regulations and Policies in India", "Basis for Offer Price", "History and Certain Corporate Matters", "Financial Information", "Outstanding Litigation and Material Developments", "Offer Procedure", and "Description of Equity Shares and Terms of the Articles of Association" on pages 165, 171, 244, 95,125, 485, 299, 152, 309, 343, 471, 511 and 537 will have the meaning ascribed to such terms in these respective sections.

General terms

Term	Description
"our Company"/ "the Company" / "the Issuer"	Technopaints and Chemicals Limited *(Formerly known as Fortune Paints Private Limited)*, a company incorporated under the Companies Act, 1956, and having its registered and corporate office at Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V. Rangareddy), K.V. Rangareddy Serilingampally – 500 084, Telangana, India
"we" / "us" / "our"	Unless the context otherwise indicates or implies, refers to our Company and our Subsidiary, on consolidated basis, as applicable

Company related terms

Term	Description
"Articles"/ "Articles of Association" / "AoA"	The articles of association of our Company, as amended from time to time
Audit Committee	The audit committee of our Board, constituted in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, and as described in "*Our Management – Committees of our Board – Audit Committee*" on page 323
"Auditors" / "Statutory Auditors"	The current statutory auditors of our Company, namely, VASG & Associates, Chartered Accountants, firm registration number 006070S
"Board" / "Board of Directors"	The board of directors of our Company or Committee(s) thereof. For details, see "*Our Management – Board of Directors*" on page 316
Chairman and Managing Director	The chairman and managing director of our Company, being Akuri Srinivasa Reddy. For details, see "*Our Management - Board of Directors*" on page 316
"Chief Executive Officer" / "CEO"	The chief executive officer of our Company, being Anil Kondoth. For details, see "*Our Management - Key Managerial Personnel*" on page 330
"Chief Financial Officer" / "CFO"	The chief financial officer of our Company, being Srikanth Reddy Sanikommu. For details, see "*Our Management - Key Managerial Personnel*" on page 330
Committee(s)	Duly constituted committee(s) of our Board of Directors
Company Secretary and Compliance Officer	The company secretary and compliance officer of our Company, being Deevi Madhavi Latha. For details, see "*Our Management- Key Managerial Personnel*" on page 330
"Corporate Social Responsibility Committee" / "CSR Committee"	The corporate social responsibility committee of our Board, constituted in accordance with the applicable provisions of the Companies Act and as described in "*Our Management – Committees of our Board – Corporate Social Responsibility Committee*" on page 327
Director(s)	The directors on our Board, as appointed from time to time. For details, see "*Our Management – Board of Directors*" on page 316

Term	Description
Equity Shares	Equity shares of our Company of face value of ₹5 each
ESOP Scheme	Technopaints Employee Stock Option Scheme 2026
Executive Directors	Executive directors of our Company. For details of the Executive Directors, see "*Our Management – Board of Directors*" on page 316
Group Companies	The group companies of our Company in accordance with Regulation 2(1)(t) of SEBI ICDR Regulations, as disclosed in "*Our Group Companies*" on page 339
Independent Chartered Engineer	The independent chartered engineer, K B Chandra Sekhar. For details, see "*Other Regulatory and Statutory Disclosures - Experts to the Offer*" on page 492
Independent Director(s)	Non-executive independent director(s) on our Board who are eligible to be appointed as independent directors under the provisions of the Companies Act, 2013 and the SEBI Listing Regulations. For details of the Independent Directors, see "*Our Management – Board of Directors*" on page 316
Individual Selling Shareholder(s)	Collectively, Satyanarayana Reddy Akuri, Arjun Nagulapally, Dantuluri Krishna Harish Varma, Ambati Sreedhar, Anil Kondoth and Venkata Lakshmi Narasimha Murthy Chilla
IPO Committee	The IPO Committee of our Board comprising of Akuri Srinivasa Reddy (Chairperson), Venkata Lakshmi Narasimha Murthy Chilla (Member), and Guntaka Dhanalakshmi (Member).
Joint Operation	HIPL – FPPL (JV)
"Key Managerial Personnel"/ "KMP"	Key managerial personnel of our Company in terms of Regulation 2(1)(bb) of the SEBI ICDR Regulations and Section 2(51) of the Companies Act and as disclosed in "*Our Management – Key Managerial Personnel*" on page 330
Managing Director	The managing director of our Company, being Akuri Srinivasa Reddy. For details, see "*Our Management - Board of Directors*" on page 316
Materiality Policy	The materiality policy adopted by our Board on September 9, 2026, for identification of: (a) material outstanding litigation involving our Company, our Subsidiary, our Promoters, our Directors, our KMPs and SMPs; (b) Group Companies; and (c) outstanding dues to material creditors, pursuant to the requirements of the SEBI ICDR Regulations and for the purposes of disclosure in this Draft Red Herring Prospectus, the Red Herring Prospectus and Prospectus
"Memorandum of Association" / "MoA"	Memorandum of association of our Company, as amended from time to time
Nomination and Remuneration Committee	The nomination and remuneration committee of our Board, constituted in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, and as described in "*Our Management – Committees of our Board – Nomination and Remuneration Committee*" on page 325
Non-Executive Director(s)	Non-executive director(s) and non-independent director(s) on our Board appointed as per the Companies Act and the SEBI Listing Regulations, as described in "*Our Management – Board of Directors*" on page 316
Promoter Group	Individuals and entities constituting the promoter group of our Company in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations, as disclosed in "*Our Promoters and Promoter Group – Promoter Group*" on page 337
Promoter(s)	Promoters of our Company namely, Akuri Srinivasa Reddy and A Sandhya. For details, please see "*Our Promoters and Promoter Group*" on page 333
Promoter Selling Shareholders	Akuri Srinivasa Reddy and A Sandhya
Promoter Group Selling Shareholders	Akuri Sakesh Reddy, Akuri Deepthi and K Sivareddy
Proposed Greenfield Project	The proposed greenfield paints manufacturing and innovation facility to be established by our Company at Ibrahimpatnam, Telangana, into which our existing manufacturing operations at Cheriyal and Pashamylaram, Telangana are proposed to be consolidated.
Registered and Corporate Office	Registered and corporate office of our Company located at Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V. Rangareddy), K.V. Rangareddy Serilingampally – 500 084, Telangana, India
"Registrar of Companies" / "RoC"	Registrar of Companies, Telangana at Hyderabad
Restated Financial Information	The restated standalone financial statements of our Company as of and for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, comprising the restated statements of assets and liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024, the restated statements of profit and loss (including other comprehensive income), the restated statement of changes in equity, the restated cash flow statement for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, the summary of material accounting policies and other explanatory information, the notes and schedules thereon, prepared in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, as amended from time to time
Selling Shareholder(s)	Collectively, the Promoter Selling Shareholders, Promoter Group Selling Shareholders and Individual Selling Shareholders

Term	Description
"Senior Management Personnel" / "Senior Management"/ "SMP"	Senior management personnel of our Company in accordance with Regulation 2(1)(bbbb) of the SEBI ICDR Regulations, as described in "*Our Management – Senior Management*" on page 330
Shareholders	The equity shareholders of our Company whose names are entered into (i) the register of members of our Company; or (ii) the records of a depository as a beneficial owner of Equity Shares, from time to time
Stakeholders' Relationship Committee	The stakeholders' relationship committee of our Board, constituted in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, and as described in "*Our Management – Committees of our Board – Stakeholders' Relationship Committee*" on page 326
"Subsidiary" / "Richwaves"	The wholly-owned subsidiary of our Company, Richwaves Specialities Private Limited. For details, see "*History and Certain Corporate Matters – Our Subsidiary*" on page 313
Turnkey Paint Projects	Turnkey paint supply and application projects undertaken by our Company for real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments, including projects undertaken under various government programmes.

Offer related terms

Term	Description
Abridged Prospectus	The memorandum containing such salient features of a prospectus as may be specified by SEBI in this regard
Acknowledgement Slip	The slip or document to be issued by a Designated Intermediary to a Bidder as proof of registration of the Bid cum Application Form
"Allot" / "Allotment" / "Allotted"	Unless the context otherwise requires, allotment of the Equity Shares pursuant to the Fresh Issue and transfer of the Offered Shares by the Selling Shareholders pursuant to the Offer for Sale, in each case to the successful Bidders
Allotment Advice	Note or advice or intimation of Allotment sent to each successful Bidder who has been or is to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange
Allottee(s)	Successful Bidder(s) to whom the Equity Shares are Allotted
"Anand Rathi" / "ARAL"	Anand Rathi Advisors Limited
Anchor Investor(s)	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the SEBI ICDR Regulations and the Red Herring Prospectus and who has Bid for an amount of at least ₹100.00 million
Anchor Investor Allocation Price	The price at which Equity Shares will be allocated to Anchor Investors at the end of the Anchor Investor Bidding Date, in terms of the Red Herring Prospectus and Prospectus. The Anchor Investor Allocation Price shall be determined by our Company in consultation with the BRLM
Anchor Investor Application Form	The application form used by an Anchor Investor to make a Bid in the Anchor Investor Portion, and which will be considered as an application for Allotment in accordance with the requirements specified under the SEBI ICDR Regulations and in terms of the Red Herring Prospectus and the Prospectus
"Anchor Investor Bidding Date" / "Anchor Investor Bid/ Offer Period"	The day, one Working Day prior to the Bid/Offer Opening Date, on which Bids by Anchor Investors shall be submitted prior to and after which the BRLM will not accept any Bids from Anchor Investor and allocation to Anchor Investors shall be completed
Anchor Investor Offer Price	Final price at which the Equity Shares will be Allotted to Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which price will be equal to or higher than the Offer Price but not higher than the Cap Price The Anchor Investor Offer Price will be decided by our Company in consultation with the BRLM
Anchor Investor Pay-In Date	With respect to Anchor Investor(s), it shall be the Anchor Investor Bidding Date, and in the event the Anchor Investor Allocation Price is lower than the Offer Price, not later than two Working Days after the Bid/Offer Closing Date no later than the time on such day specified in the revised CAN
Anchor Investor Portion	Up to 60% of the QIB Portion, which may be allocated by our Company, in consultation with the BRLM, to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, out of which 40% will be reserved for allocation in the following manner (i) 33.33% shall be reserved for domestic Mutual Funds and (ii) 6.67% for life insurance companies and pension funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations. In case of any under-subscription in the portion reserved for life insurance companies and pension funds the allocation shall be made to domestic Mutual Funds,

Term	Description
	subject to valid Bids being received at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations.
"Application Supported by Blocked Amount" / "ASBA"	An application, whether physical or electronic, used by Bidders (other than Anchor Investors) to make a Bid and authorising an SCSB to block the Bid Amount in the ASBA Account and will include applications made by UPI Bidders using the UPI Mechanism where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by UPI Bidders using the UPI Mechanism
ASBA Account	A bank account maintained with an SCSB by an ASBA Bidder as specified in the ASBA Form submitted by ASBA Bidders for blocking the Bid Amount mentioned in the relevant ASBA Form, which may be blocked by such SCSB or the account of the UPI Bidders blocked upon acceptance of UPI Mandate Request by the UPI Bidders using the UPI Mechanism, to the extent of the Bid Amount of the ASBA Bidder
ASBA Bid	A Bid made by an ASBA Bidder
ASBA Bidder(s)	All Bidders except Anchor Investors
ASBA Form	An application form, whether physical or electronic, used by ASBA Bidders, which will be considered as the application for Allotment in terms of the Red Herring Prospectus and the Prospectus
Banker(s) to the Offer	Collectively, Escrow Collection Bank(s), Refund Bank(s), Public Offer Account Bank(s) and the Sponsor Banks, as the case may be.
Basis of Allotment	The basis on which the Equity Shares will be Allotted to successful Bidders under the Offer, as described in "*Offer Procedure*" on page 511
Bid(s)	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 as per the terms of the Red Herring Prospectus and the Bid Cum Application Form. The term "Bidding" shall be construed accordingly. Eligible Employees applying in the Employee Reservation Portion can apply at the Cut Off Price and the Bid amount shall be Cap Price, multiplied by the number of Equity Shares Bid for such Eligible Employee and mentioned in the Bid cum Application Form.
Bid Amount	The highest value of the optional Bids as indicated in the Bid cum Application Form and payable by the Bidder and, in the case of RIBs Bidding at the Cut off Price, the Cap Price multiplied by the number of Equity Shares Bid for by such RIB and mentioned in the Bid cum Application Form and payable by the Bidder or as blocked in the ASBA Account of the Bidder, as the case may be, upon submission of the Bid in the Offer The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹0.50 million (net of employee discount, if any). However, the initial Allotment to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹0.20 million (net of employee discount, if any). Only in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹0.20 million (net of employee discount, if any), subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹0.50 million (net of employee discount, if any).
Bid cum Application Form	The Anchor Investor Application Form or the ASBA Form, as the context requires
Bid Lot	[●] Equity Shares of face value ₹ 5 each and in multiples of [●] Equity Shares of face value ₹ 5 each 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 [●], which shall be published in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper and [●] editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located) each with wide circulation, which shall also be notified in an advertisement in same newspapers in which the Bid/ Offer Opening Date was published. In case of any revision, the extended Bid/ Offer Closing shall also be notified on the websites of the BRLM and at the terminals of the Members of the Syndicate as required under the SEBI ICDR Regulations and also intimated to the Designated Intermediaries and the Sponsor Bank(s) and shall also be notified in an advertisement in the same newspapers in which the Bid/ Offer Opening Date was published, as required under the SEBI ICDR Regulations. Our Company in consultation with the BRLM, may consider closing the Bid/Offer Period for the QIB Category one Working Day prior to the Bid/Offer Closing Date, in accordance with the

Term	Description
	SEBI ICDR Regulations which shall also be notified by advertisement in the same newspapers where the Bid/ Offer Opening Date was published, in accordance with 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 [●], which shall be published in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper and [●] edition of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located) each with wide circulation
Bid / Offer Period	Except in relation to any Bids received from 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. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the BRLM, may for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of one Working Day, subject to the Bid/Offer Period not exceeding ten Working Days. Our Company in consultation with the BRLM, may consider closing the Bid/Offer Period for QIBs 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 SEBI ICDR Regulations.
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, and includes an ASBA Bidder or an Anchor Investor
Bidding Centres	Centres at which the Designated Intermediaries shall accept the ASBA Forms, i.e., Designated Branches for SCSBs, Specified Locations for Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs
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
"BRLM" / "Book Running Lead Manager"	The book running lead manager to the Offer namely, Anand Rathi Advisors Limited
Broker Centres	Broker centres of the Registered Brokers notified by the Stock Exchanges where Bidders can submit the ASBA Forms to a Registered Broker, provided that UPI Bidders may only submit ASBA Forms at such broker centres if they are Bidding using the UPI Mechanism. The details of such Broker Centres, along with the names and contact details of the Registered Brokers are available on the respective websites of the Stock Exchanges, www.bseindia.com and www.nseindia.com, as updated from time to time.
"CAN" / "Confirmation of Allocation Note"	Notice or intimation of allocation of the Equity Shares to be sent to Successful Anchor Investors, who have been allocated the Equity Shares, on/after the Anchor Investor Bidding Date
Cap Price	The higher end of the Price Band, above which the Offer Price and the Anchor Investor Offer Price will not be finalised and above which no Bids will be accepted. The Cap Price shall not be more than 120% of the Floor Price, provided that the Cap Price shall be at least 105% of the Floor Price
CRISIL	CRISIL Intelligence (a division of CRISIL Limited)
CRISIL Report	The industry report titled "*Paint Products and Paint Applications Industry*" dated September, 2026, prepared by CRISIL, appointed by our Company pursuant to an engagement letter dated March 2, 2026, commissioned and paid for by our Company.
Cash Escrow and Sponsor Bank Agreement	Agreement to be entered into amongst our Company, the Selling Shareholders, the Registrar to the Offer, the BRLM, the Syndicate Members, the Bankers to the Offer in accordance with UPI Circulars, for *inter alia*, the appointment of the Banker(s) to the Offer for the collection of the Bid Amounts from Anchor Investors, transfer of funds to the Public Offer Account(s) and where applicable, refunds of the amounts collected from Bidders, on the terms and conditions thereof
Client ID	Client identification number of the Bidder's beneficiary account maintained with one of the Depositories in relation to the demat account
"Collecting Depository Participant(s)" / "CDP(s)"	A depository participant as defined under the Depositories Act, 1996 registered with SEBI and who is eligible to procure Bids from relevant Bidders at the Designated CDP Locations in terms of the SEBI ICDR Master Circular and other applicable circulars issued by SEBI as per the list available on the respective websites of the Stock Exchanges, as updated from time to time
Cut-off Price	The Offer Price, finalized by our Company in consultation with the BRLM, which shall be any price within the Price Band.

Term	Description
	Only RIBs Bidding in the Retail Portion and Eligible Employees Bidding in the Employee Reservation Portion (subject to the Bid Amount being up to ₹0.20 million (net of employee discount, if any)) are entitled to Bid at the Cut-off Price. QIBs (including Anchor Investors) and Non-Institutional Bidders are not entitled to Bid at the Cut-off Price
Demographic Details	The demographic details of the Bidders including the Bidder's address, name of the Bidder's father/husband, investor status, occupation, PAN, bank account details and UPI ID wherever applicable
Designated Branches	Such branches of the SCSBs which may collect the Bid cum Application Form used by Bidders (other than Anchor Investors), a list of which is available at the website of the SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time
Designated CDP Locations	Such centres of the Collecting Depository Participants where Bidders (other than Anchor Investors) can submit the Bid cum Application Forms. The details of such Designated CDP Locations, along with the names and contact details of the CDPs are available on the respective websites of the Stock Exchanges and updated from time to time
Designated Date	The date on which the Escrow Collection Bank(s) transfer funds from the Escrow Account to the Public Offer Account or the Refund Account, as the case may be, and/or the instructions are issued to the SCSBs (in case of a UPI Bidder, instruction issued through the Sponsor Bank) for the transfer of amounts blocked by the SCSBs in the ASBA Accounts to the Public Offer Account or are unblocked, as the case may be, in terms of the Red Herring Prospectus and the Prospectus after finalization of the Basis of Allotment in consultation with the Designated Stock Exchange, following which Equity Shares will be Allotted in the Offer
Designated Intermediaries	Collectively, the members of the Syndicate, sub-syndicate or agents, SCSBs (other than in relation to RIBs using the UPI Mechanism), Registered Brokers, CDPs and RTAs, who are authorised to collect Bid cum Application Forms from the relevant Bidders, in relation to the Offer. In relation to ASBA Forms submitted by RIBs Bidding in the Retail Portion, Eligible Employees Bidding in the Employee Reservation Portion by authorising an SCSB to block the Bid Amount in the ASBA Account and HNIs bidding with an application size of up to ₹0.50 million (not using the UPI Mechanism) by authorising an SCSB to block the Bid Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA Forms submitted by UPI Bidders where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by such UPI Bidders, Designated Intermediaries shall mean Syndicate, sub-syndicate/agents, Registered Brokers, CDPs, SCSBs and RTAs. In relation to ASBA Forms submitted by QIBs (excluding Anchor Investors) and Non-Institutional Bidders (not using the UPI mechanism), Designated Intermediaries shall mean Syndicate, sub-Syndicate/ agents, SCSBs, Registered Brokers, the CDPs and RTAs
Designated RTA Locations	Such centres of the RTAs where Bidders (other than Anchor Investors) can submit the Bid cum Application Forms, and in case of UPI Bidders only ASBA Forms with UPI. The details of such Designated RTA Locations, along with the names and contact details of the RTAs eligible to accept ASBA Forms are available on the respective websites of the Stock Exchanges (www.nseindia.com and www.bseindia.com) and updated from time to time
Designated Branches of the SCSBs	Such branches of the SCSBs which shall collect the ASBA Forms, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes or at such other website as may be prescribed by SEBI from time to time
Designated Stock Exchange	[●]
Draft Abridged Prospectus	The memorandum dated September 28, 2026 containing such salient features of this Draft Red Herring Prospectus as may be specified by SEBI in this regard
"Draft Red Herring Prospectus" / "DRHP"	This draft red herring prospectus dated September 28, 2026, filed with SEBI and the Stock Exchanges, issued in accordance with the SEBI ICDR Regulations, which does not contain complete particulars, including of the Offer Price and the size of the Offer, including any addendum and corrigendum thereto
Eligible Employees	Permanent employees of our Company or our Subsidiary (excluding such employees not eligible to invest in the Offer under applicable laws, rules, regulations and guidelines), as on the date of filing the Red Herring Prospectus with the RoC and who continue to be a permanent employee of our Company or our Subsidiary until the submission of the ASBA Form and is based, working and present in India or abroad as on the date of submission of the ASBA Form; and a Director of our Company, whether whole time or not, who is eligible to apply under the Employee Reservation Portion under applicable law as on the date of filing of the Red Herring Prospectus with the RoC and who continues to be a Director of our Company, until the submission of the

Term	Description
	Bid cum Application Form, but not including Directors who either themselves or through their relatives or through any body corporate, directly or indirectly, hold more than 10% of the outstanding Equity Shares of our Company. The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹0.50 million (net of employee discount, if any). However, the initial allocation to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹0.20 million (net of employee discount, if any). Only in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹0.20 million (net of employee discount, if any), subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹0.50 million (net of employee discount, if any). An Eligible Employee Bidding in the Employee Reservation Portion can also Bid in Non-Institutional Portion or Retail Portion and such Bids will not be treated as multiple Bids, subject to applicable limits. The unsubscribed portion, if any, in the Employee Reservation Portion (after allocation up to ₹0.50 million) shall be added back to the Net Offer. In case of under-subscription in the Net Offer, spill-over to the extent of such under-subscription shall be permitted from the Employee Reservation Portion. The Employee Reservation Portion shall not exceed 5% of our post-Offer paid-up Equity Share capital. For details, see "*Offer Structure*" on page 506.
Eligible FPI(s)	FPIs that are eligible to participate in the Offer in terms of applicable law and from such jurisdictions outside India where it is not unlawful to make an offer/ invitation under the Offer and in relation to whom the Bid cum Application Form and the Red Herring Prospectus constitutes an invitation to purchase the Equity Shares offered thereby
Eligible NRI(s)	A non-resident Indian, eligible to invest under Schedule 3 and Schedule 4 of the FEMA Rules, resident in a jurisdiction outside India where it is not unlawful to make an offer or invitation under the Offer and in relation to whom the ASBA Form and the Red Herring Prospectus constitutes an invitation to subscribe for the Equity Shares
Employee Discount	A discount of up to [●]% to the Offer Price (equivalent of ₹ [●] per Equity Share) as may be offered by our Company, in consultation with the BRLM, to Eligible Employees and which shall be announced at least two Working Days prior to the Bid/Issue Opening Date
Employee Reservation Portion	The portion of the Offer being up to [●] Equity Shares of face value of ₹5 each (comprising up to [●]% of our post Offer Equity Share capital), aggregating up to ₹[●] million available for allocation to Eligible Employees, on a proportionate basis. Such portion shall not exceed 5.00% of the post-Offer Equity Share capital of our Company.
Escrow Account(s)	The 'no-lien' and 'non-interest bearing' account(s) opened with the Escrow Collection Bank(s) and in whose favour the Anchor Investors will transfer money through direct credit/NEFT/RTGS/NACH in respect of the Bid Amount when submitting a Bid
Escrow Collection Bank(s)	The bank(s) which are clearing members and registered with SEBI as bankers to an issue under the SEBI BTI Regulations and with whom the Escrow Account(s) will be opened, in this case being [●]
"First Bidder" / "Sole Bidder"	Bidder whose name appears first in the Bid cum Application Form or the Revision Form and in case of joint Bids, whose name shall also appear as the first holder of the beneficiary account held in joint names
Floor Price	The lower end of the Price Band, subject to any revision thereto, at or above which the Offer Price and the Anchor Investor Offer Price will be finalised and below which no Bids will be accepted, and which shall not be less than the face value of the Equity Shares
Fraudulent Borrower	Fraudulent Borrower as defined under Regulation 2(1)(lll) of the SEBI ICDR Regulations
Fresh Issue	The fresh issue of up to [●] Equity Shares of face value ₹5 each by our Company aggregating up to ₹3,250.00 million, to be issued by our Company as part of the Offer Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).

Term	Description
	For further information, see "*The Offer*" on page 76.
Fugitive Economic Offender	A fugitive economic offender as defined under Section 12 of the Fugitive Economic Offenders Act, 2018 and Regulation 2(1)(p) of the SEBI ICDR Regulations
"General Information Document" / "GID"	The General Information Document for investing in public issues prepared and issued in accordance with the SEBI circular no. SEBI / HO / CFD / DIL1 / CIR / P / 2020 / 37 dated March 17, 2020 and the UPI Circulars, as amended from time to time. The General Information Document shall be available on the websites of the Stock Exchanges and the BRLM
Gross Proceeds	The Offer proceeds from the Fresh Issue that will be available to our Company
Minimum NIB Application Size	Bid Amount of more than ₹0.20 million in the specified lot size
Monitoring Agency	Monitoring agency appointed pursuant to the Monitoring Agency Agreement
Monitoring Agency Agreement	Agreement to be entered into between our Company and the Monitoring Agency prior to the filing of Red Herring Prospectus
Mutual Fund Portion	Up to 5% of the Net QIB Portion or [●] Equity Shares of face value ₹5 each which shall be available for allocation to Mutual Funds only on a proportionate basis, subject to valid Bids being received at or above the Offer Price
Net Offer	The Offer, less the Employee Reservation Portion
Net Proceeds	The proceeds of the Fresh Issue less our Company's share of the Offer related expenses. For details regarding the use of the Net Proceeds and the Offer expenses, see "*Objects of the Offer*" on page 125
Net QIB Portion	The portion of the QIB Portion less the number of Equity Shares Allotted to the Anchor Investors.
"Non-Institutional Bidders" / "NIBs"	All Bidders that are not QIBs (including Anchor Investors) and Retail Individual Bidders who have Bid for Equity Shares for an amount of more than ₹0.20 million (but not including NRIs other than Eligible NRIs)
Non-Institutional Portion	The portion of the Offer being not less than 15% of the Net Offer comprising [●] Equity Shares of face value of ₹5 each which shall be available for allocation to Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price, in the following manner: (a) One-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹0.20 million and up to ₹1.00 million; and (b) Two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹1.00 million. Provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of Non-Institutional Bidders
"Non-Resident Indians" / "NRI(s)"	A person resident outside India, as defined under FEMA and includes a non-resident Indians (NRIs), FPIs and FVCIs
Offer	The initial public offering of up to [●] Equity Shares of face value ₹5 each for cash at a price of ₹[●] each (including a premium of ₹[●] per Equity Share), aggregating up to ₹5,000.00 million, comprising the Fresh Issue and the Offer for Sale. Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). For further information, see "*The Offer*" on page 76.
Offer Agreement	The agreement dated September 28, 2026, entered into amongst our Company, the Selling Shareholders and the BRLM, pursuant to the SEBI ICDR Regulations, based on which certain arrangements are agreed to in relation to the Offer

Term	Description
Offer for Sale	The offer for sale of up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹1,750.00 million being offered for sale by the Selling Shareholders in the Offer. For details, see "*The Offer*" on page 76.
Offer Price	₹[●] per Equity Share of face value of ₹5 each, being the final price at which Equity Shares will be Allotted to the successful Bidders (other than Anchor Investors), as determined in accordance with the Book Building Process and determined by our Company in consultation with the BRLM in terms of the Red Herring Prospectus on the Pricing Date Equity Shares will be Allotted to Anchor Investors at the Anchor Investor Offer Price in terms of the Red Herring Prospectus and Prospectus. A discount of up to [●]% on the Offer Price (equivalent of ₹ [●] per Equity Share) may be offered to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required. The Employee Discount, if any, will be decided by our Company, in consultation with the BRLM.
Offer Proceeds	The proceeds of the Fresh Issue which shall be available to our Company and the proceeds of the Offer for Sale which shall be available to the respective Selling Shareholders. For information about use of the Offer Proceeds, see "*Objects of the Offer*" on page 125
Offered Shares	Up to [●] Equity Shares of face value ₹5 each, aggregating up to ₹1,750.00 million being offered for sale by the Selling Shareholders in the Offer for Sale component of the Offer.
Pre-IPO Placement	Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).
Price Band	Price band of a minimum price of ₹[●] per Equity Share of face value of ₹ 5 each (i.e., the Floor Price) and the maximum price of ₹[●] per Equity Share of face value of ₹ 5 each (i.e., the Cap Price) including any revisions thereof. The Cap Price shall be at least 105% of the Floor Price and shall be less than or equal to 120% of the Floor Price The Price Band and the minimum Bid Lot size for the Offer will be decided by our Company in consultation with the BRLM and will be advertised, at least two Working Days prior to the Bid/Offer Opening Date, in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper, and [●], editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana where our Registered and Corporate Office is located), each with wide circulation, along with the relevant financial ratios calculated at the Floor price and at the Cap Price. It shall also be made available to the Stock Exchanges for the purpose of uploading on their websites
Pricing Date	The date on which our Company in consultation with the BRLM, shall finalize the Offer Price in compliance with the SEBI ICDR Regulations.
Promoters' Contribution	Aggregate of 20% of the fully diluted post-Offer Equity Share capital of our Company that is eligible to form part of the minimum promoters' contribution, as required under the provisions of the SEBI ICDR Regulations, held by our Promoters, which shall be locked-in for a period of three years from the date of Allotment
Prospectus	The Prospectus of our Company to be filed with the RoC for this Offer after the Pricing Date, in accordance with Section 26 of the Companies Act, 2013 and the SEBI ICDR Regulations, containing, inter alia, the Offer Price that is determined at the end of the Book Building Process, the size of the Offer and certain other information including any addenda or corrigenda thereto
Public Offer Account Bank	The bank with which the Public Offer Account(s) shall be opened and maintained for collection of Bid Amounts from Escrow Account(s) and ASBA Accounts on the Designated Date
Public Offer Account(s)	'No-lien' and 'non-interest-bearing' bank account(s) opened under Section 40(3) of the Companies Act, 2013 with the Public Offer Account Bank(s) to receive monies from the Escrow Account and ASBA Accounts maintained with the SCSBs on the Designated Date

Term	Description
"QIB Category" / "QIB Portion"	The portion of the Offer, being not more than 50% of the Net Offer or [●] Equity Shares of face value of ₹5 each, to be Allotted to QIBs on a proportionate basis, including the Anchor Investor Portion (in which allocation shall be on a discretionary basis, as determined by our Company in consultation with the BRLM, subject to valid Bids being received at or above the Offer Price)
"Qualified Institutional Buyers" / "QIBs" / "QIB Bidders"	Qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations
"Red Herring Prospectus"/ "RHP"	The red herring prospectus of our Company to be issued in accordance with Section 32 of the Companies Act and the provisions of the SEBI ICDR Regulations, which will not have complete particulars of the price at which the Equity Shares will be issued and the size of the Offer including any addenda or corrigenda thereto The red herring prospectus shall be filed with the RoC at least three days before the Bid/Offer Opening Date and will become the Prospectus upon filing with the RoC after the Pricing Date, including any addenda or corrigenda thereto
Refund Account(s)	The 'no-lien' and 'non-interest bearing' account opened with the Refund Bank(s), from which refunds, if any, of the whole or part of the Bid Amount to the Anchor Bidders shall be made
Refund Bank(s)	The Bankers to the Offer which are a clearing member registered with SEBI under the SEBI BTI Regulations, with whom the Refund Account(s) will be opened
Registered Brokers	Stockbrokers registered with SEBI and the Stock Exchanges having nationwide terminals, other than the BRLM and the Syndicate Members and eligible to procure Bids in terms of Circular No. CIR/CFD/14/2012 dated October 4, 2012 and the UPI Circulars issued by SEBI and the Stock Exchanges
Registrar Agreement	The registrar agreement dated September 28, 2026 entered into amongst our Company, the Selling Shareholders and the Registrar to the Offer in relation to the responsibilities and obligations of the Registrar to the Offer pertaining to the Offer
"Registrar and Share Transfer Agents" / "RTAs"	Registrar and share transfer agents registered with SEBI and eligible to procure Bids at the Designated RTA Locations in terms of SEBI RTA Master Circular issued by SEBI, as per the list available on the websites of the Stock Exchanges, and the UPI Circulars
"Registrar to the Offer" / "Registrar"	KFin Technologies Limited
"Retail Individual Bidder(s)" / "RIB(s)"	Individual Bidders, who have Bid for the Equity Shares of face value ₹5 each for an amount not more than ₹0.20 million in any of the Bidding options in the Offer (including HUFs applying through their Karta and Eligible NRIs and does not include NRIs other than Eligible NRIs)
Retail Portion	The portion of the Offer being not less than 35% of the Net Offer consisting of [●] Equity Shares of face value ₹5 each which shall be available for allocation to Retail Individual Bidder(s) in accordance with the SEBI ICDR Regulations which shall not be less than the Minimum Bid Lot, subject to valid Bids being received at or above the Offer Price
Resident Indian	A person resident in India, as defined under FEMA
Revision Form	Form used by the Bidders to modify the quantity of the Equity Shares or the Bid Amount in any of their ASBA Form(s) or any previous Revision Form(s), as applicable QIB Bidders and Non-Institutional Bidders are not allowed to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage. Retail Individual Bidders can revise their Bids during the Bid/Offer Period and withdraw their Bids until Bid/Offer Closing Date
SCORES	Securities and Exchange Board of India Complaints Redressal System, a centralized web-based complaints redressal system launched by SEBI
"Self-Certified Syndicate Bank(s)" / "SCSB(s)"	The banks registered with SEBI, offering services: (a) in relation to ASBA (other than using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35, as applicable or such other website as may be prescribed by SEBI from time to time; and (b) in relation to ASBA (using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40, or such other website as may be prescribed and updated by SEBI from time to time. In relation to Bids (other than Bids by Anchor Investor) submitted to a Member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the Members of the Syndicate is available on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35) and updated from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of the SEBI at

Term	Description
	https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 as updated from time to time. In accordance with the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, and SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, issued by SEBI, UPI Bidders using UPI Mechanism may apply through the SCSBs and mobile applications (apps) whose name appears on the SEBI website. The said list is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43, as updated from time to time
Share Escrow Agent	Share escrow agent to be appointed pursuant to the Share Escrow Agreement
Share Escrow Agreement	The share escrow agreement to be entered into amongst the Selling Shareholders, our Company and a share escrow agent, in connection with the transfer of the respective portion of Offered Shares and credit of such Equity Shares to the demat account of the Allottees
Specified Locations	Bidding centres where the Syndicate shall accept Bid cum Application Forms from the Bidders, a list of which is available on the website of SEBI (www.sebi.gov.in) and updated from time to time
Sponsor Bank(s)	The Bankers to the Offer registered with SEBI which is appointed by our Company to act as a conduit between the Stock Exchanges and the National Payments Corporation of India in order to push the UPI Mandate Requests and / or payment instructions of the UPI Bidders using the UPI Mechanism and carry out any other responsibilities in terms of the UPI Circulars
Stock Exchanges	Collectively, NSE and BSE
Sub-Syndicate Members	The sub-syndicate members, if any, appointed by the BRLM and the Syndicate Members, to collect ASBA Forms and Revision Forms
Syndicate Agreement	The syndicate agreement to be entered into amongst the BRLM, the Syndicate Members, our Company, the Selling Shareholders and the Registrar to the Offer in relation to collection of Bid cum Application Forms by the Syndicate
Syndicate Members	Intermediaries registered with SEBI who are permitted to carry out activities as an underwriter
"Syndicate" / "Members of the Syndicate"	Collectively, the BRLM and the Syndicate Members
Underwriters	[●]
Underwriting Agreement	The agreement to be entered into among the Underwriters, our Company, the Selling Shareholders to be entered into on or after the Pricing Date, but prior to the filing of the Prospectus
"Unified Payments Interface" / "UPI"	Unified payments interface, which is an instant payment mechanism, developed by NPCI
UPI Bidders	Collectively, individual investors applying as (i) Retail Individual Bidders in the Retail Portion, (ii) Individuals applying as Non-Institutional Bidders with an application size of up to ₹ 0.50 million in the Non-Institutional Portion and Bidding under the UPI Mechanism through ASBA Form(s) and (iii) Eligible Employees who applied in the Employee Reservation Portion and with an application size of up to ₹ 0.50 million (net of Employee Discount, if any) submitted with Syndicate Members, Registered Brokers, Collecting Depository Participants and Collecting Registrar and Share Transfer Agents. Pursuant to SEBI ICDR Master Circular, all individual investors applying in public issues where the application amount is up to ₹0.50 million shall use the UPI Mechanism and shall provide their UPI ID in the Bid cum Application Form submitted with: (i) a syndicate member, (ii) a stock broker registered with a recognized stock exchange (whose name is mentioned on the website of the stock exchange as eligible for such activity), (iii) a depository participant (whose name is mentioned on the website of the stock exchange as eligible for such activity), and (iv) a registrar to an issue and share transfer agent (whose name is mentioned on the website of the stock exchange as eligible for such activity)
UPI Circulars	SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI RTA Master Circular (to the extent it pertains to UPI), SEBI ICDR Master Circular (to the extent it pertains to UPI), and SEBI circular number SEBI/HO/DEPA-II/DEPA-II_SRG/P/CIR/2025/86 dated June 11, 2025, along with the circulars issued by the Stock Exchanges in this regard, including the circular issued by the NSE having reference no. 25/2022 dated August 3, 2022, and the circular issued by BSE having reference no. 20220803-40 dated July 22, 2022 and 20220803-40 dated August 3, 2022, and any subsequent circulars or notifications issued by SEBI or the Stock Exchanges in this regard
UPI ID	Identity document created on UPI for single-window mobile payment system developed by the NPCI
UPI Mandate Request	A request (intimating the UPI Bidders by way of a notification on the UPI application and by way of a SMS directing the UPI Bidders to such UPI application) to the UPI Bidders initiated

Term	Description
	by the Sponsor Bank to authorise blocking of funds in the relevant ASBA Account through the UPI application equivalent to Bid Amount and subsequent debit of funds in case of Allotment. In accordance with the SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, and SEBI Circular No. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&int mId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time
UPI Mechanism	The bidding mechanism that may be used by a UPI Bidder in accordance with the UPI Circulars to make an ASBA Bid in the Offer
UPI PIN	Password to authenticate UPI transaction
Wilful Defaulter	Wilful defaulter as defined under Regulation 2(1)(lll) of the SEBI ICDR Regulations
Working Day(s)	All days on which commercial banks in Mumbai are open for business; provided however, with reference to (a) announcement of Price Band; and (b) Bid/Offer Period, the term Working Day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in Mumbai (Maharashtra) and Hyderabad (Telangana) are open for business; and (c) the time period between the Bid/Offer Closing Date and the listing of the Equity Shares on the Stock Exchanges, "Working Day" shall mean all trading days of the Stock Exchanges, excluding Sundays and bank holidays, as per circulars issued by SEBI, including the UPI Circulars

Technical, industry and business-related terms/ abbreviations

Term	Description
ACCE	Association of Consulting Civil Engineers
AMRUT	Atal Mission for Rejuvenation and Urban Transformation
ASTM	American Society for Testing and Materials
B2B	Business-to-business
B2C	Business-to-consumer
BIS	Bureau of Indian Standards
BMR	Batch Manufacturing Record
CAGR	Compound Annual Growth Rate
CODM	Chief Operating Decision Maker
COGS	Cost of Goods Sold
CPCB	Central Pollution Control Board
CPI	Consumer Price Index
CREDAI	Confederation of Real Estate Developers' Associations of India
EIR	Effective Interest Rate
ERP	Enterprise Resource Planning
FDI	Foreign Direct Investment
FHTC	Functional Household Tap Connection
FIFO	First In, First Out
Fiscal / FY	Fiscal year
FVTOCI	Fair Value Through Other Comprehensive Income
FVTPL	Fair Value Through Profit or Loss
GDP	Gross Domestic Product
GFCF	Gross Fixed Capital Formation
GVA	Gross Value Added
IIP	Index of Industrial Production
ISO	International Organization for Standardization
JJM	Jal Jeevan Mission
KLPA	Kilolitres Per Annum
KPI	Key Performance Indicator
KYC	Know-your-customer
MAT	Minimum Alternate Tax
MIO	Micaceous Iron Oxide
MoHUA	Ministry of Housing and Urban Affairs
MoSPI	Ministry of Statistics and Programme Implementation
MTPA	Metric Tonnes Per Annum
NAREDCO	National Real Estate Development Council
NAV	Net Asset Value

Term	Description
NCI	Non-Controlling Interest
NCR	National Capital Region
NOC	No Objection Certificate
NSO	National Statistical Office
NSQF	National Skills Qualifications Framework
OCI	Other Comprehensive Income
OEM	Original Equipment Manufacturer
PBG	Performance Bank Guarantee
PAT	Profit After Tax
PF	Provident Fund
pH	Potential of hydrogen
PPE	Property, Plant and Equipment
PU	Polyurethane
PLI	Production Linked Incentive
PM-ABHIM	Pradhan Mantri Ayushman Bharat Health Infrastructure Mission
PMAY-G	Pradhan Mantri Awaas Yojana-Gramin
PMAY-U	Pradhan Mantri Awaas Yojana-Urban
PMGSY	Pradhan Mantri Gram Sadak Yojana
PMI	Purchasing Managers' Index
RERA	Real Estate (Regulation and Development) Act, 2016
SKU	Stock Keeping Unit
TDS	Tax Deducted at Source
TGIIC	Telangana Industrial Infrastructure Corporation Limited
UDISE	Unified District Information System for Education
UV	Ultraviolet
VOC	Volatile Organic Compound
WPI	Wholesale Price Index

Conventional and general terms or abbreviations

Term	Description
₹/ Rs. / Rupees / INR	Indian Rupees
AGM	Annual general meeting of shareholders under the Companies Act
"Alternative Investment Fund(s)" / "AIF(s)"	Alternative Investment Fund(s) as defined in and registered with SEBI under the SEBI AIF Regulations
"AS" / "Accounting Standards"	Accounting Standards issued by the Institute of Chartered Accountants of India
BSE	BSE Limited
CAGR	Compounded Annual Growth Rate
Category I AIFs	AIFs who are registered as "Category I Alternative Investment Funds" under the SEBI AIF Regulations
Category I FPIs	FPIs registered as "Category I foreign portfolio investors" under the SEBI FPI Regulations
Category II AIFs	AIFs who are registered as "Category II Alternative Investment Funds" under the SEBI AIF Regulations
Category II FPIs	FPIs registered as "Category II foreign portfolio investors" under the SEBI FPI Regulations
Category III AIFs	AIFs who are registered as "Category III Alternative Investment Funds" under the SEBI AIF Regulations
CBDT	Central Board of Direct Taxes
CCI	Competition Commission of India
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identification Number
"Companies Act" / "Companies Act, 2013"	Companies Act, 2013, as amended, together with the rules thereunder
Companies Act, 1956	Erstwhile Companies Act, 1956 and the rules thereunder
Consolidated FDI Policy	The consolidated FDI Policy, effective from October 15, 2020, issued by the DPIIT, and any modifications thereto or substitutions thereof, issued from time to time
CPC	Code of Civil Procedure, 1908, as amended
CSR	Corporate social responsibility
Demat	Dematerialised
Depositories	NSDL and CDSL
Depositories Act	Depositories Act, 1996, as amended
DIN	Director Identification Number
DP ID	Depository Participant's Identification

Term	Description
"DP" / "Depository Participant"	A depository participant as defined under the Depositories Act
DPDP Act	Digital Personal Data Protection Act, 2023
DPIIT	Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India
EBITDA	Earnings before interest tax depreciation and amortization
EBLR	External benchmark lending rate
EGM	Extraordinary General Meeting
EPF Act	Employees' Provident Fund and Miscellaneous Provisions Act, 1952, as amended
EPS	Earnings Per Share
ESIC	Employees' State Insurance Corporation
ESIS	Employees' State Insurance Scheme
FCNR	Foreign Currency Non-Resident
FDI	Foreign Direct Investment
FDI Policy	Consolidated Foreign Direct Investment Policy notified by the DPIIT through notification dated October 15, 2020 effective from October 15, 2020, as amended from time to time
FEMA	Foreign Exchange Management Act, 1999, as amended and the rules and regulations thereunder
"FEMA Non-debt Instruments Rules" / "FEMA NDI Rules" / "FEMA Rules"	Foreign Exchange Management (Non-debt Instruments) Rules, 2019 issued by the Ministry of Finance, Government of India, as amended
FIR	First Information Report
"Financial Year" / "Fiscal" / "fiscal" / "FY"	Unless stated otherwise, the period of 12 months ending March 31 of that particular year
FPI(s)	Foreign portfolio investor(s) as defined under the SEBI FPI Regulations
FVCI(s)	Foreign venture capital investor(s) as defined and registered under the SEBI FVCI Regulations
GAAR	General anti-avoidance rules
GDP	Gross Domestic Product
"GoI" / "Government" / "Central Government"	Government of India
GST	Goods and Services Tax
HUF	Hindu Undivided Family
IBC	Insolvency and Bankruptcy Code, 2016
ICAI	The Institute of Chartered Accountants of India
ICSI	The Institute of Company Secretaries of India
IFRS	International Financial Reporting Standards as adopted by the International Accounting Standards Board
Income Tax Act, 1961	The Income-tax Act, 1961, as amended
Income Tax Act	The Income-tax Act, 2025, as amended, read with the rules made thereunder.
Income Tax Rules, 2026	The Income-tax Rules, 2026, as amended.
Ind AS	Indian Accounting Standards
Ind AS 24	Indian Accounting Standard 24 on Related Party Disclosure issued by the MCA
India	Republic of India
Indian GAAP	Generally Accepted Accounting Principles in India
IPO	Initial public offering
IPR	Intellectual Property Rights
IRDAI	Insurance Regulatory and Development Authority of India
IST	Indian Standard Time
KYC	Know Your Customer
Life Insurance Company(ies)	An entity registered with the Insurance Regulatory and Development Authority of India under the provisions of the Insurance Act, 1938
MCA	Ministry of Corporate Affairs
MCLR	Marginal cost of lending rate
Mn.	Million
MSMEs	Micro, small and medium enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006, as amended
Mutual Fund(s)	Mutual funds registered under the SEBI (Mutual Funds) Regulations, 1996
"N.A."/ "NA"	Not applicable
NACH	National Automated Clearing House
"NAV" / "Net Asset Value per Equity Share"	Total equity / weighted average number of equity shares outstanding as at the end of year shares including effect of compulsorily convertible non-cumulative preference shares.
NBFC	Non-Banking Financial Company

Term	Description
NBFC-ND-SI	Non-Banking Financial Company – Non-Deposit - Systemically important
NEFT	National Electronic Fund Transfer
NPCI	National Payments Corporation of India
NR	A person resident outside India, as defined under FEMA and includes a Non-Resident Indian and FPIs
NRE Account	Non-Resident External Account
NRI	An individual resident outside India who is a citizen of India or is an 'Overseas Citizen of India' cardholder within the meaning of section 7(A) of the Citizenship Act, 1955, as amended
NRO Account	Non-Resident Ordinary Account
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
"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 trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA. OCBs are not allowed to invest in the Offer
OCI	Other Comprehensive Income
ODI	Overseas direct investment
p.a.	Per annum
P/E Ratio	Price/Earnings Ratio
PAN	Permanent Account Number
RBI	The Reserve Bank of India
Regulation S	Regulation S under the U.S. Securities Act
RoCE	Return on capital employed
RoNW	Return on net worth
RTGS	Real Time Gross Settlement
SCRA	Securities Contracts (Regulation) Act, 1956, as amended
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, as amended
SEBI BTI Regulations	Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, as amended
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000, as amended
SEBI ICDR Master Circular	SEBI master circular bearing reference number HO/49/14/14(2)2026-CFD-POD2/I/4518/2026 dated February 9, 2026, as amended from time to time
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
SEBI Merchant Banker Regulations	Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended
SEBI PIT Regulations	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, as amended
SEBI PFUTP Regulations	Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003, as amended
SEBI RTA Master Circular	SEBI master circular bearing number HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026
SEBI SBEB Regulations	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended
Stamp Act	The Indian Stamp Act, 1899, as amended
SEBI VCF Regulations	Securities and Exchange Board of India (Venture Capital Fund) Regulations, 1996, as amended
State Government	Government of a State of India
STT	Securities Transaction Tax
Systemically Important NBFCs	Systemically important non-banking financial company as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations
TAN	Tax deduction and collection account number
U.S. Securities Act	United States Securities Act of 1933, as amended

Term	Description
"U.S." / "USA" / "United States"	United States of America
US GAAP	Generally Accepted Accounting Principles in the United States of America
"USD" / "US$"	United States Dollars
VAT	Value Added Tax
VCFs	Venture Capital Funds as defined in and registered with SEBI under the SEBI VCF Regulations or the SEBI AIF Regulations, as the case may be
WACA	Weighted Average Cost of Acquisition
"Year" / "Calendar year" / "CY"	Unless the context otherwise requires, shall mean the twelve-month period ending December 31

Financial and operational Key Performance Indicators

Term	Description
"Basic EPS" or "Basic Earnings Per Share"	"Basic EPS" or "Basic Earnings Per Share" is calculated as restated profit for the year attributable to equity holders of the Company divided by the weighted average number of equity shares outstanding, as reported.
Debt to Equity Ratio	"Debt to Equity Ratio" is calculated as the sum of long term borrowings and short term borrowings including lease liabilities, divided by Total Equity.
Fixed Asset Turnover Ratio	"Fixed Asset Turnover Ratio" is calculated as revenue from operations divided by average fixed assets. "Average fixed assets" is calculated as the average of the opening and closing balance of fixed assets. "Fixed assets" comprise property, plant and equipment and right-of-use assets, and exclude capital work in progress, investment property and intangible assets.
Gross Profit	"Gross Profit" is calculated as revenue from operations minus Cost of Goods Sold. "Cost of Goods Sold" is calculated as the sum of cost of materials consumed, purchase of stock-in-trade, changes in inventory of work in progress and finished goods, manufacturing expenses and service and application expenses.
Gross Profit Margin	"Gross Profit Margin" is calculated as Gross Profit divided by revenue from operations, multiplied by 100.
Installed Capacity – Liquid Paints	"Installed Capacity – Liquid Paints" is calculated as the total annual installed manufacturing capacity for liquid paints, i.e., emulsions, primers and enamels, as at the end of the reporting period.
Installed Capacity – Powder Paints	"Installed Capacity – Powder Paints" is calculated as the total annual installed manufacturing capacity for powder paints, i.e., putties and textures, as at the end of the reporting period.
Inventory Turnover Ratio	"Inventory Turnover Ratio" is calculated as revenue from operations divided by average inventory. "Average inventory" is calculated as the average of the opening and closing balance of inventories.
"NAV per Share" or "Net Asset Value per Share"	"NAV per Share" or "Net Asset Value per Share" is calculated as Total Equity at the end of the period divided by the weighted average number of diluted equity shares outstanding.
Net Debt	"Net Debt" is calculated as the sum of long term borrowings and short term borrowings minus cash and cash equivalents and bank balances other than cash and cash equivalents.
Net Debt to Operating EBITDA	"Net Debt to Operating EBITDA" is calculated as Net Debt divided by Operating EBITDA.
Net Working Capital Days	"Net Working Capital Days" is calculated as net working capital divided by revenue from operations, multiplied by 365. "Net working capital" is calculated as total current assets (excluding cash and cash equivalents and bank balances other than cash and cash equivalents) minus total current liabilities (excluding short term borrowings).
Operating EBITDA	"Operating EBITDA" is calculated as Gross Profit minus employee benefits expense and other expense.
Operating EBITDA Margin	"Operating EBITDA Margin" is calculated as Operating EBITDA divided by revenue from operations, multiplied by 100.
Order Book	"Order Book" is calculated as the aggregate value of Turnkey Paint Projects for which the Company has entered into contracts with its customers, reduced by the revenue already recognized from such projects.
"PAT" or "Profit After Tax"	"PAT" or "Profit After Tax" is calculated as the restated profit for the year/period as per the Restated Financial Information without excluding other comprehensive income.
PAT Margin	"PAT Margin" is calculated as PAT divided by revenue from operations, multiplied by 100.
"PBT" or "Profit Before Tax"	"PBT" or "Profit Before Tax" is calculated as the restated earnings before exceptional items and tax as per the Restated Financial Information.
PBT Margin	"PBT Margin" is calculated as PBT divided by revenue from operations, multiplied by 100.
Revenue from operations	"Revenue from operations" is calculated as the sum of revenue from Turnkey Paint Projects and revenue from sale of products.
Revenue from Operations Growth	"Revenue from Operations Growth" is calculated as the increase in revenue from operations in the current period divided by revenue from operations for the previous period, multiplied

Term	Description
	by 100.
"ROCE" or "Return on Average Capital Employed"	"ROCE" or "Return on Average Capital Employed" is calculated as EBIT as a percentage of average capital employed. EBIT is calculated as Operating EBITDA minus depreciation and amortisation expense. "Average capital employed" is calculated as the average of the opening and closing balance of capital employed. "Capital employed" is calculated as Total Equity plus long term borrowings, short term borrowings and deferred tax liabilities, less intangible assets and deferred tax assets.
"ROE" or "Return on Average Equity"	"ROE" or "Return on Average Equity" is calculated as PAT divided by average total equity, multiplied by 100. "Average total equity" is calculated as the average of the opening and closing balances of Total Equity.
Total Equity	"Total Equity" is calculated as equity as per Restated Financial Information (including NCI) as reduced by share application money pending allotment.
Total Installed Capacity	"Total Installed Capacity" is calculated as the total annual installed manufacturing capacity of the Company as of the end of the reporting period, disclosed on a combined basis across liquid and powder products.
Total Production Volume – Liquid Paints	"Total Production Volume – Liquid Paints" is calculated as the total volume of liquid paints, i.e., emulsions, primers and enamels, manufactured by the Company during the reporting period, expressed in kilolitres per annum (KLPA).
Total Production Volume – Powder Paints	"Total Production Volume – Powder Paints" is calculated as the total volume of powder paints, i.e., putties and textures, manufactured by the Company during the reporting period, expressed in metric tonnes per annum (MTPA).

CERTAIN CONVENTIONS, PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION

Certain conventions

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

Unless otherwise specified, any time mentioned in this Draft Red Herring Prospectus is in Indian Standard Time ("**IST**"). Unless indicated otherwise, all references to a year in this Draft Red Herring Prospectus are to a calendar year.

Unless stated otherwise, all references to page numbers in this Draft Red Herring Prospectus are to the page numbers of this Draft Red Herring Prospectus.

Financial data

Our Company's financial year commences on April 1 and ends on March 31 of the immediately next calendar year. Unless stated otherwise, all references in this Draft Red Herring Prospectus to the terms Fiscal or Fiscal Year or Financial Year are to the 12-month period commencing on April 1 and ending on March 31 of the next calendar year.

Unless stated or the context requires otherwise, the financial information and financial ratios in this Draft Red Herring Prospectus is derived from our Restated Financial Information. For more information, please see "*Financial Information"* on page 343.

For the period up to and including the financial year ended March 31, 2025, our Company has prepared its financial statements in accordance with the accounting standards notified under the Companies (Accounting Standards) Rules, 2021 read with Section 133 of the Companies Act, 2013, together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("**Indian GAAP**").

Our Company adopted Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principles generally accepted in India ("**Ind AS**") for the financial year ended March 31, 2026, and prepared its first financial statements in accordance with Ind AS for the financial year ended March 31, 2026, with the transition date as April 1, 2025. Further, for the audited financial statements prepared in accordance with Ind AS for all three years that would be presented in the Restated Financial Information, our Company has prepared special purpose Ind AS financial statements for the financial year ended March 31, 2025 and March 31, 2024.

The special purpose Ind AS financial statements as of and for the years ended March 31, 2025 and March 31, 2024, have been prepared by translating the figures as per Indian GAAP financial statements as of and for the year ended March 31, 2025 and March 31, 2024 into figures as per Ind AS after incorporating Ind AS adjustments (both re-measurements and reclassifications) to the accounting heads from the Indian GAAP values, following the accounting policies consistent with Ind AS and mandatory exceptions and optional exemptions availed as per Ind AS 101 consistent with that used at the date of transition to Ind AS (April 1, 2023). Accordingly, the special purpose Ind AS financial statements comply in all material aspects with Ind AS.

The Restated Financial Information comprise of restated standalone financial statements of our Company as of and for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, comprising the restated statements of assets and liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024, the restated statements of profit and loss (including other comprehensive income), the restated statement of changes in equity, the restated cash flow statement for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, the statement of material accounting policies, and other explanatory information, the notes and schedules thereon, prepared in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, as amended from time to time. For further information on our Company's financial information, see "*Restated Financial Information*" on page 343.

There are significant differences between Indian GAAP, Ind AS, U.S. GAAP and IFRS. Our Company does not provide reconciliation of its financial information to IFRS or U.S. GAAP. Our Company has not attempted to explain those differences or quantify their impact on the financial data included in this Draft Red Herring Prospectus and it is urged that you consult your own advisors regarding such differences and their impact on our financial data. Accordingly, the degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting policies and practices, the Companies Act, Ind AS and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting policies and practices on the financial disclosures presented in this Draft Red Herring Prospectus should, accordingly, be limited. Further, any figures sourced from third-party industry sources may be rounded off to other than two decimal points to conform to their respective sources. For risks relating to significant differences between Ind AS and other accounting principles, see "*Risk Factors – We have included certain non-GAAP financial measures and certain statistical information related to our business, financial condition, results of operations and cash flows in this Draft Red Herring Prospectus. These non-GAAP financial measures and statistical information could vary from any standard methodology that is applicable across the manufacturing industry, and therefore may not be comparable with non-GAAP financial measures or statistical information of similar nomenclature computed and presented by other companies.*" on page 68.

All the figures in this Draft Red Herring Prospectus have been presented in million or in whole numbers where the numbers have been too small to present in million unless stated otherwise. One million represents 1,000,000 and one billion represents 1,000,000,000. Certain figures contained in this Draft Red Herring Prospectus, including financial information, have been subject to rounding adjustments. Any discrepancies in any table between the totals and the sum of the amounts listed are due to rounding off. All figures in decimals have been rounded off to the two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given, and (ii) the sum of the figures in a column or row in certain tables may not conform exactly to the total figure given for that column or row. However, figures sourced from third-party industry sources may be expressed in denominations other than million or may be rounded off to other than two decimal points in the respective sources, and such figures have been expressed in this Draft Red Herring Prospectus in such denominations or rounded-off to such number of decimal points as provided in such respective sources.

Unless the context otherwise indicates, any percentage amounts (except certain operational metrics), as set forth in '*Risk Factors'*, *'Industry Overview'*, *'Our Business'* and '*Management's Discussion and Analysis of Financial Condition and Results of Operations'* on pages 23, 171, 244 and 429, respectively, and elsewhere in this Draft Red Herring Prospectus have been calculated on the basis of amounts derived from the Restated Financial Information.

Non-GAAP financial measures

Certain measures like Revenue from Operations Growth, Gross Profit, Gross Profit Margin, Operating EBITDA, Operating EBITDA Margin, PBT Margin ,PAT Margin, Net debt, Net debt to Operating EBITDA, Debt to Equity, ROE, ROCE, Fixed Asset Turnover ratio, Inventory Turnover Ratio, Net working capital days and NAV per share (together the "**Non-GAAP Measures**") presented in this Draft Red Herring Prospectus are supplemental measure of our performance and liquidity that is not required by, or presented in accordance with, Ind AS, Indian GAAP, IFRS or US GAAP. Further, these non-GAAP measures are not a measurement of our financial performance or liquidity under Ind AS, Indian GAAP, IFRS or US GAAP and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the years/ period or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Ind AS, Indian GAAP, IFRS or US GAAP. We compute and disclose such non-Indian GAAP financial measures and such other statistical information relating to our operations and financial performance as we consider such information to be useful measures of our business and financial performance. In addition, these Non-GAAP Measures, are not standardised terms, hence a direct comparison of these Non-GAAP Measures between companies may not be possible. Other companies may calculate these Non-GAAP Measures differently from us, limiting its usefulness as a comparative measure. Although such Non-GAAP Measures are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that they are useful to an investor in evaluating us as they are widely used measures to evaluate a company's operating performance. For details, see "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 429.

For the risks relating to our Non-GAAP Measures, see "*Risk Factors – We have included certain non-GAAP financial measures and certain statistical information related to our business, financial condition, results of*

operations and cash flows in this Draft Red Herring Prospectus. These non-GAAP financial measures and statistical information could vary from any standard methodology that is applicable across the manufacturing industry, and therefore may not be comparable with non-GAAP financial measures or statistical information of similar nomenclature computed and presented by other companies." on page 68.

Currency and units of presentation

All references to:

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

Exchange rates

This Draft Red Herring Prospectus contains conversion of certain other currency amounts into Indian Rupees that have been presented solely to comply with the SEBI ICDR Regulations. These conversions should not be construed as a representation that these currency amounts could have been, or can be converted into Indian Rupees, at any particular rate or at all.

The following table sets forth, for the periods indicated, information with respect to the exchange rate between the Rupee and the USD (in Rupees per USD):

Currency	As on March 31, 2026	As on March 31, 2025	As on March 31, 2024
1 USD	94.65	85.58	83.37

Source: www.fbil.org.in
All Exchange rates are rounded off to the nearest two decimal places.
Note: If the RBI reference rate is not available on a particular date due to a public holiday, exchange rates of the previous Working Day have been disclosed

Industry and market data

Unless stated otherwise, industry and market data used in this Draft Red Herring Prospectus, including in the sections titled "*Risk Factors*", "*Industry Overview*", "*Our Business*" *and* "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 23, 171, 244 and 429, respectively, has been obtained or derived from the report titled "*Paint Products and Paint Applications Industry*" dated September, 2026 (the "**CRISIL Report**"), which has been prepared and issued by CRISIL, appointed by us pursuant to an engagement letter dated March 2, 2026 and exclusively commissioned and paid for by us to enable the investors to understand the industry in which we operate in connection with the Offer. CRISIL has, pursuant to their consent letter dated March 2, 2026 ("**Letter**") accorded their no objection and consent to use the CRISIL Report in connection with the Offer. Further, CRISIL has, pursuant to the letter also confirmed that it is an independent agency and has no conflict of interest while issuing the CRISIL Report, and that it does not have any direct/ indirect interest in or relationship with our Company, our Promoters, our Directors or Key Managerial Personnel or Senior Management or the Selling Shareholders or the BRLM.

Although the industry and market data used in this Draft Red Herring Prospectus is reliable, the data used in these sources may have been reclassified by us for the purposes of presentation. Data from these sources may also not be comparable. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. The excerpts of the industry report are disclosed in the Offer Documents and there are no parts, information, data (which may be relevant for the proposed Offer), left out or changed in any manner. Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those discussed in "*Risk Factors*" on page 23. Accordingly, investment decisions should not be based solely on such information.

The sections titled "*Risk Factors*", "*Industry Overview*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Conditions and Results of Operations*" on pages 23, 171, 244 and 429 contain data and statistics from the CRISIL Report which has been commissioned and paid for by our Company for an agreed fee and is available on the website of our Company at https://technopaints.in/investor-relations#offer-documents.

In accordance with the SEBI ICDR Regulations, "*Basis for Offer Price – Comparison of accounting ratios and KPIs of our Company and listed peers - Comparison of KPIs with listed industry peers*" on page 158 includes

information relating to our listed industry peers. Such information has been derived from publicly available sources specified herein.

The extent to which the market and industry data used in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which the business of our Company is conducted, and methodologies and assumptions may vary widely among different industry sources.

About CRISIL

CRISIL has required us to include the following in connection with the CRISIL Report:

"Crisil Intelligence, a division of Crisil Limited, provides independent research, consulting, risk solutions, and data & analytics to its clients. Crisil Intelligence operates independently of Crisil's other divisions and subsidiaries, including, Crisil Ratings Limited. Crisil Intelligence's informed insights and opinions on the economy, industry, capital markets and companies drive impactful decisions for clients across diverse sectors and geographies. Crisil Intelligence's strong benchmarking capabilities, granular grasp of sectors, proprietary analytical frameworks and risk management solutions backed by deep understanding of technology integration, makes it the partner of choice for public & private organisations, multi-lateral agencies, investors and governments for over three decades.
For the preparation of this report, Crisil Intelligence has relied on third party data and information obtained from sources which in its opinion are considered reliable. Any forward-looking statements contained in this report are based on certain assumptions, which in its opinion are true as on the date of this report and could fluctuate due to changes in factors underlying such assumptions or events that cannot be reasonably foreseen. This report does not consist of any investment advice and nothing contained in this report should be construed as a recommendation to invest/disinvest in any entity. This industry report is intended for use only within India."

FORWARD-LOOKING STATEMENTS

This Draft Red Herring Prospectus contains certain "forward-looking statements". All statements contained in this Draft Red Herring Prospectus that are not statements of historical fact constitute "forward-looking statements". All statements regarding our expected financial condition and results of operations, business, plans and prospects are "forward-looking statements". These forward-looking statements generally can be identified by words or phrases such as "aim", "anticipate", "believe", "expect", "estimate", "intend", "likely to", "may", "can", "could", "should", "seek to", "shall", "objective", "plan", "project", "will", "will continue", "will pursue" or other words or phrases of similar import. Similarly, statements that describe our Company's strategies, objectives, plans or goals are also forward-looking statements. However, these are not the exclusive means of identifying forward-looking statements. All forward-looking statements whether made by us or any third parties in this Draft Red Herring Prospectus are based on our current plans, estimates, presumptions and expectations and are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement, including but not limited to, regulatory changes pertaining to the industry in which our Company has businesses and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, our exposure to market risks, general economic and political conditions which have an impact on our business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic laws, regulations and taxes and changes in competition in its industry, incidence of any natural calamities and/or acts of violence.

For details of certain important factors that could cause actual results to differ materially from our expectations, see "*Risk Factors*" on page 23.

Certain information in "*Industry Overview*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 171, 244 and 429, respectively, of this Draft Red Herring Prospectus have been obtained from CRISIL Report, which has been commissioned and paid for by our Company.

For further discussion of factors that could cause the actual results to differ from the expectations, please refer to the sections titled "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 23, 244 and 429, respectively. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated and are not a guarantee of future performance.

Forward-looking statements reflect current views as of the date of this Draft Red Herring Prospectus and are not a guarantee of future performance. There can be no assurance to investors that the expectations reflected in these forward-looking statements will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements as a guarantee of our future performance.

These statements are based on our management's belief and assumptions, which in turn are based on currently available information. Although we believe the assumptions upon which these forward-looking statements are based on are reasonable, any of these assumptions could prove to be inaccurate and the forward-looking statements based on these assumptions could be incorrect. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements as a guarantee of future performance. Neither our Company, our Directors, the BRLM, the Selling Shareholders, nor any Syndicate member nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition.

In accordance with SEBI's requirements, our Company shall ensure that investors in India are informed of material developments from the date of the Red Herring Prospectus in relation to the statements and undertakings made by them in this Draft Red Herring Prospectus until the time of the grant of listing and trading permission by the Stock Exchanges for this Offer. The Selling Shareholders, severally and not jointly, shall ensure that investors are informed of material developments in relation to statements and undertakings specifically made or confirmed by them in this Draft Red Herring Prospectus, the Red Herring Prospectus and the Prospectus until the date of allotment of Equity Shares. Only the statements and undertakings which are specifically confirmed or undertaken by each of the Selling Shareholders about or in relation to themselves as Selling Shareholders and their respective portion of the Offered Shares, in this Draft Red Herring Prospectus shall be deemed to be statements and undertakings made by such Selling Shareholders.

SECTION II: RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. Prospective investors should carefully consider all the information in this Draft Red Herring Prospectus, including the risks and uncertainties described below, before evaluating our business and making an investment in the Equity Shares pursuant to the Offer.

This section should be read in conjunction with "Industry Overview", "Our Business", "Financial Information", "Key Regulations and Policies in India", "Outstanding Litigation and Material Developments" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 171, 244, 343, 299, 471 and 429, respectively, before making an investment decision in relation to the Equity Shares.

The risks and uncertainties described in this section are not the only risks that are relevant to us or the Equity Shares or the industry and segment in which we operate. Additional risks and uncertainties not currently known to us or that we currently believe to be immaterial could also have an adverse effect on our business, financial condition, results of operations and cash flows. If any of the following risks or other risks that are not currently known or are now deemed immaterial actually occur, our business, financial condition, results of operations and cash flows could be adversely affected, and the trading price of the Equity Shares could decline, and you could lose all or part of your investment. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors described below. However, there are certain risk factors where such implications are not quantifiable, and hence any quantification of the underlying risks has not been disclosed in such risk factors.

In making an investment decision, prospective investors must rely on their own examination of our Company and the terms of the Offer, including the merits and risks involved. You should consult your tax, financial and legal advisors about the particular consequences to you of an investment in the Equity Shares.

This section contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in such forward-looking statements. For details, see "Forward-Looking Statements" on page 22.

*Unless otherwise indicated, industry and market data used in this section has been derived from the report titled "Paint Products and Paint Applications Industry" released in September 2026 (the "**CRISIL Report**"), which was prepared and issued by Crisil Intelligence. We commissioned Crisil Intelligence to prepare the CRISIL Report specifically for the purpose of the Offer for an agreed fee pursuant to the engagement letter dated March 2, 2026. The data included herein includes excerpts from the CRISIL Report and may have been re-ordered by us for the purposes of presentation. The CRISIL Report forms part of the material contracts for inspection and will be accessible on our Company's website at https://www.technopaints.in/investor-relations#offer-documents. Unless otherwise indicated, all financial, operational, industry and other related information derived from the CRISIL Report and included herein with respect to any particular fiscal or calendar year, refers to such information for the relevant fiscal or calendar year. For further details on the CRISIL Report, see "Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation – Industry and Market Data" beginning on page 20.*

INTERNAL RISKS

1. *We derived 91.25%, 89.20% and 81.81% of our revenue from operations from the execution of Turnkey Paint Projects in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Any adverse developments in our ability to secure, execute or complete such projects could materially and adversely affect our business, results of operations, financial condition and cash flows.*

We derive a significant proportion of our revenue from operations from the execution of Turnkey Paint Projects, pursuant to which we supply paint products manufactured by us and undertake their application and on-site execution at customer sites. The table below sets forth a break-up of our revenue from execution of Turnkey Paint Projects and standalone sale of products for the periods indicated below.

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from Turnkey Paint Projects[(1)]	3,198.23	91.25%	1,856.29	89.20%	1,111.61	81.81%
Revenue from sale of products	306.81	8.75%	224.66	10.80%	247.17	18.19%
Revenue from operations	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Note:

(1) 'Revenue from Turnkey Paint Projects' includes revenue attributable to paint products supplied for use in the execution of such Turnkey Paint Projects.

Turnkey Paint Projects expose us to a number of risks that are distinct from, and in addition to, those associated with standalone product sales. The execution of Turnkey Paint Projects requires us to coordinate manufacture of paint, logistics, site-level application, quality assurance, and project completion within contractually stipulated timelines and cost parameters. Any failure or delay in project execution, whether attributable to labour shortages, adverse weather conditions, supply chain disruptions, site access issues, regulatory or permitting delays, or other factors beyond our control, may result in cost overruns, liquidated damages, contractual penalties, or disputes with customers, any of which could materially and adversely affect our profitability. For further details of risks relating to our fixed-price and competitive bidding arrangements for Turnkey Paint Projects, see "*– We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows.*" on page 33. Furthermore, Turnkey Paint Projects often require significant upfront investment in materials, mobilization and working capital before milestone-based or completion-based payments are received. For further details, see "*– We have significant working capital requirements and any interruption in sufficient cash flow, or in accessing suitable financing to meet capital requirements, may have an adverse effect on our business, financial condition and results of operations.*" on page 31.

We also face competition from entities seeking to enter or expand their presence in the turnkey paint projects market, which could intensify competitive pressure, erode our pricing power, compress our margins, and reduce our ability to secure new Turnkey Paint Projects or retain existing customers. Any such entry or expansion could also reduce the differentiation we currently derive from our integrated business model. For further details of our integrated business model, see "*Our Business – our Strengths - Integrated business model spanning in-house paint manufacturing, supply and on-site project execution*" on page 250, and for further details in relation to risks arising from increased competition, see "*– We engage in a competitive business and if we fail to compete effectively, it could have a material adverse effect on our business, financial condition, results of operations and cash flows*" on page 47.

There can be no assurance that we will be able to secure a sufficient pipeline of Turnkey Paint Projects on commercially acceptable terms. Since April 1, 2023, we have not experienced any material delay, cost overrun, contractual penalty, liquidated damages claim or dispute in connection with the execution of our Turnkey Paint Projects that has materially adversely affected our business, financial condition, results of operations or cash flows. However, there can be no assurance that such events will not occur in the future. Any such adverse developments in the execution or profitability of our Turnkey Paint Projects could materially and adversely affect our business, financial condition, results of operations and cash flows.

2. *Our top 10 customers contributed 81.90%, 64.62% and 56.96% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Further, we do not have long-term agreements with our customers and they are under no obligation to award future projects to us. Any loss of, or reduction in business from, any of these customers could adversely affect our business, results of operations, financial condition and cash flows.*

We have in the past derived, and we believe that we will continue to derive, a significant portion of our revenue from a limited number of customers. The following table sets forth our revenue from operations from our largest customer, top five customers and top 10 customers for the periods indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations
Revenue from top customer (A)	1,021.19	29.13%	597.24	28.70%	242.40	17.84%
Revenue from top five customers (B)	2,693.76	76.85%	1,188.82	57.13%	611.90	45.03%
Revenue from top 10 customers (C)	2,870.71	81.90%	1,344.78	64.62%	773.92	56.96%
Revenue from other customers (D)	634.33	18.10%	736.17	35.38%	584.86	43.04%
Revenue from operations (C+D)	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Notes:

(1) The top 10 customers for Fiscal 2026 include HES Infra Private Limited, HIPL-FPPL (JV), Telangana Samagra Shiksha Society, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, APR Group, GHR Infra Developers LLP and Ramky Infrastructure. The names of two of our top 10 customers are not mentioned herein due to non-receipt of consent.

(2) The top 10 customers for Fiscal 2025 include HES Infra Private Limited, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, Telangana Samagra Shiksha Society, APR Group and GHR Infra Developers LLP. The names of four of our top 10 customers are not mentioned herein due to non-receipt of consent.

(3) The top 10 customers for Fiscal 2024 include HES Infra Private Limited, HIPL-FPPL (JV), Ramky Infrastructure, GHR Infra Developers LLP and Megha Engineering & Infrastructures Limited. The names of five of our top 10 customers are not mentioned herein due to non-receipt of consent.

(4) Four of the customers included above, namely HIPL-FPPL (JV), Megha Engineering & Infrastructures Limited, Telangana Samagra Shiksha Society and HES Infra Private Limited, relate to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes. For further details of the risks associated with our dependence on projects relating to government programmes, see "– We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows." on page 33.

We enter into separate agreements or work orders with our customers in respect of each project awarded to us, and we do not have master service agreements, framework agreements or other long-term arrangements with our customers which provide for committed volumes or the award of future projects. Our arrangements with customers are project-specific in nature and do not extend beyond the completion of the relevant project. Accordingly, our customers are under no obligation to award further projects to us, and any repeat business is dependent on the continuation of our relationships with such customers and on our performance in respect of projects previously awarded. The terms of each project agreement or work order, including in relation to pricing, are negotiated afresh, and we cannot assure you that we will be able to secure further projects from our existing customers on terms comparable to those on which we have executed projects in the past. Further, our existing customers may not undertake large-scale construction, infrastructure or housing projects on a regular or predictable basis, and accordingly, our ability to generate repeat business from any particular customer is dependent on such customer commencing new projects requiring our products and services. Any failure to secure repeat business from our existing customers, or to secure it on commercially acceptable terms, could have an adverse effect on our business, results of operations, financial condition and cash flows.

Any failure or delay in the execution of a project, any defect in our products or their application, or any dispute in relation to a project, could result not only in the loss of the relevant project but in the discontinuation of the customer relationship in its entirety, including in respect of projects which such customer may otherwise have awarded to us in the future. Since April 1, 2023, we have not experienced any instance of project failure, defect in our products or their application, or dispute in relation to a project that has resulted in the discontinuation of a customer relationship or otherwise had a material adverse effect on our business, financial condition, results of operations or cash flows. Given the concentration of our revenue among a limited number of customers, the discontinuation of any such relationship could have a disproportionate effect on our results of operations. For further details, see "*– We are subject to quality requirements and liability exposure in respect of our products and Turnkey Paint Projects, and our business is dependent on our ability to maintain consistent quality across our*

manufacturing operations and project execution. Any defects in our products or deficiencies in project execution could expose us to warranty claims, rework costs, contractual penalties or other liabilities, and adversely affect our reputation, business, results of operations, financial condition and cash flows." on page 43.

Further, our customers are themselves engaged in construction, infrastructure and real estate development, and their requirement for our products and services is dependent on their own order books, project pipelines and financial condition. Any downsizing of the scale of such customers' business, any deterioration of their financial condition or prospects, or any change in their ownership or management could result in a reduction in their expenditure on the products and services we provide. Further, there are a number of factors outside our control that could result in the loss of a customer, including changes in strategic priorities resulting in a reduced level of spending; a demand for price reductions; market dynamics and financial pressures; or engaging competing service providers.

Significant revenue from a limited number of customers increases the potential volatility of our results of operations and our exposure to individual contract risks. Any failure to retain our significant customers, expand the size of our business with them, or expand to new customers could have an adverse effect on our business, results of operations, financial condition and cash flows.

3. ***We derived 99.59%, 97.88% and 98.77% of our revenue from the execution of Turnkey Paint Projects in Telangana in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Any unfavourable developments in Telangana, including any adverse change in economic conditions, regulatory or policy environment, competitive landscape, or any social or political instability, could adversely affect our business, results of operations, financial condition and cash flows.***

We derive a substantial portion of our revenue from operations from the execution of Turnkey Paint Projects in Telangana. The following table sets forth our revenue from operations generated from the execution of Turnkey Paint Projects in Telangana for the periods indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in million)	% of revenue from Turnkey Paint Projects	Amount (₹ in million)	% of revenue from Turnkey Paint Projects	Amount (₹ in million)	% of revenue from Turnkey Paint Projects
Revenue from Turnkey Paint Projects in:						
Telangana	3,185.08	99.59%	1,816.89	97.88%	1,097.93	98.77%
Others[(1)]	13.15	0.41%	39.40	2.12%	13.68	1.23%
Revenue from Turnkey Paint Projects	**3,198.23**	**100.00%**	**1,856.29**	**100.00%**	**1,111.61**	**100.00%**

Note:

(1) 'Others' comprises revenue from Turnkey Paint Projects executed in states other than Telangana, including Andhra Pradesh, Karnataka, Madhya Pradesh, Maharashtra, Gujarat and Uttar Pradesh.

Our concentration in Telangana exposes us to risks arising from adverse developments affecting the state, including changes in state government policies, taxation or regulatory requirements, industrial and environmental regulations, labour availability and costs, public infrastructure, transportation and logistics disruptions, adverse economic conditions, heightened competition, reduction in construction and real estate activity, political or administrative changes, social unrest, natural disasters, adverse weather conditions, public health emergencies or other events beyond our control. Any such development could reduce demand for our services, result in the delay, reduction, suspension or cancellation of projects, disrupt the procurement and transportation of raw materials, affect the operations of our Manufacturing Facilities, storage facilities, project execution activities, or impair our ability to execute Turnkey Paint Projects and fulfil customer orders within agreed timelines.

Since April 1, 2023, we have not experienced any state-specific policy change, administrative action, political or social unrest or localized disruption in Telangana that has materially adversely affected our business, financial condition, results of operations or cash flows. However, there can be no assurance that such events will not occur in the future. Any such adverse developments in Telangana could materially and adversely affect our business, financial condition, results of operations and cash flows.

4. ***We manufacture all our products at our two Manufacturing Facilities, both located in Telangana. Our proposed new manufacturing facility will also be located in Telangana. Any shutdown or disruption at our Manufacturing Facilities or any adverse event affecting the region where they are located could adversely affect our manufacturing operations and ability to supply our products.***

We manufacture all our products at our two manufacturing facilities located in Cheriyal ("**Unit I**") and Pashamylaram ("**Unit II**"), Telangana (together, the "**Manufacturing Facilities**"). As both our Manufacturing Facilities are located in the state of Telangana, we are exposed to risks arising from events affecting the region. Any material adverse social, political or economic development, natural calamity, civil disruption, or changes in the policies of the State or local governments in this region could simultaneously affect both Manufacturing Facilities. As we do not currently have any manufacturing facility outside Telangana, any such event could disrupt or suspend a significant portion of our manufacturing operations, affect our ability to manufacture and deliver products to customers and require us to incur additional costs or capital expenditure. Further, as discussed under "*Our Business – Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*" and "*Objects of the Offer*" on pages 260 and 125, respectively, we also propose to utilise a portion of the Net Proceeds towards funding our proposed greenfield paints manufacturing and innovation facility at Ibrahimpatnam, which is also located in Telangana ("**Proposed Greenfield Project**"). Accordingly, even following the commissioning of the Proposed Greenfield Project, our manufacturing operations will remain concentrated in Telangana and susceptible to disruptions affecting the state.

Our business is dependent upon our ability to efficiently manage and operate our Manufacturing Facilities, and any disruption, breakdown or shutdown could adversely affect our ability to manufacture and supply our products in a timely manner. Our Manufacturing Facilities are subject to various operational risks, including those beyond our control. Any disruption, slowdown or shutdown due to, inter alia, (i) disruption in power supply, water supply, utilities or other essential inputs required for our manufacturing operations, (ii) failure of our manufacturing processes or systems to perform at expected levels of efficiency, (iii) obsolescence of machinery or equipment, (iv) industrial accidents, fire, explosions or other hazardous incidents, (v) labour disputes or shortages, (vi) adverse weather conditions, natural disasters, epidemics or pandemics, (vii) changes in applicable laws and regulations, or (viii) political or social disruptions, could result in reduced production capacity, delays in manufacturing and delivery of our products, increased costs and/or otherwise adversely affect our business, results of operations, financial condition and cash flows. Further, any significant disruption at our Manufacturing Facilities may adversely affect our operations, result in loss of inventory, delay delivery of products, or affect our ability to fulfil customer orders or contractual obligations. Such disruption may also require us to incur additional costs, including in relation to repairs, replacement of equipment or other remedial measures. Our inability to effectively respond to any slowdown or shutdown of our Manufacturing Facilities and restore operations in a timely manner could result in underutilization of our manufacturing capacity and adversely affect our reputation and relationships with customers.

Additionally, our manufacturing operations involve a series of interdependent processes, including mixing, dispersion, grinding or milling, quality control testing and packaging, each of which relies on the proper functioning of process-specific machinery, equipment and related systems. Any malfunction, breakdown or failure of such machinery, equipment or other components of our manufacturing processes may require significant repair and maintenance expenditure and may result in temporary suspension or reduction of our manufacturing activities. If we are unable to repair or replace any such machinery or equipment in a timely manner or at an acceptable cost, our operations may be adversely affected.

We may also be required to undertake planned shutdowns of our Manufacturing Facilities for routine maintenance, inspection, testing, upgrades and installation of new equipment or expansion of manufacturing capacity. Such shutdowns may reduce our production capacity during the relevant period and may affect our ability to fulfil customer requirements within agreed timelines.

While we have not experienced any material disruption, slowdown or shutdown at either of our Manufacturing Facilities since April 1, 2023 that has materially adversely affected our business, results of operations, financial condition or cash flows, there can be no assurance that any such disruption, slowdown or shutdown will not occur in the future. Any prolonged disruption, slowdown or shutdown of our Manufacturing Facilities could materially and adversely affect our business, results of operations, financial condition and cash flows.

5. ***Our top 10 suppliers accounted for 61.46%, 68.47% and 65.24% of our total purchases in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. We also do not have long term agreements with our suppliers. The loss of one or more of our major suppliers, or any inability to source raw materials from alternative***

suppliers on commercially acceptable terms and in a timely manner, could materially and adversely affect our business, results of operations, financial condition and cash flows.

Our production volumes and manufacturing costs are dependent on our ability to source raw materials at acceptable prices and maintain a stable and sufficient supply of our key raw materials. We fulfil our raw materials requirement from domestic markets. We have not entered into any long-term agreements with our raw material suppliers and procure our raw materials pursuant to purchase orders.

The details of the purchases made from our largest, top five and top 10 suppliers for the preceding three Fiscals are as set forth below:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases
Total purchases from top supplier (A)	228.99	21.55%	147.13	17.63%	127.62	19.07%
Total purchases from top five suppliers (B)	536.45	50.48%	492.88	59.05%	353.82	52.88%
Total purchases from top 10 suppliers (C)	653.18	61.46%	571.55	68.47%	436.52	65.24%
Total purchases from other suppliers (D)	409.58	38.54%	263.14	31.53%	232.58	34.76%
Total purchases (C+D)	**1,062.76**	**100.00%**	**834.69**	**100.00%**	**669.10**	**100.00%**

Notes:

1. *The top 10 suppliers for Fiscal 2026 include Aveli Retail and Trade Services Private Limited, Amrutha Enterprises, Vuyyuri Enterprises, Somu & Co, IMCD India Private Limited, F.I Sales Corporation and Shri Salasar Industries. The names of three of our top 10 suppliers are not mentioned herein due to non-receipt of consent.*
2. *The top 10 suppliers for Fiscal 2025 include Amrutha Enterprises, Somu & Co and Sri Madhav Chem Colours. The names of seven of our top 10 suppliers are not mentioned herein due to non-receipt of consent.*
3. *The top 10 suppliers for Fiscal 2024 include Somu & Co and Sri Madhav Chem Colours. The names of eight of our top 10 suppliers are not mentioned herein due to non-receipt of consent.*

The continuity of our operations is dependent, in part, on maintaining relationships with our key raw material suppliers and their ability to meet our requirements. Any failure by such suppliers to deliver raw materials in the necessary quantities, adhere to delivery schedules or agreed terms or meet specified quality standards and technical specifications may adversely affect our production processes and our ability to deliver products on time and at the desired level of quality.

If any of our major suppliers cease to do business with us, materially reduce the quantity of raw materials supplied to us or are otherwise unable to meet our requirements, we may be required to identify and engage alternative suppliers. While we may find alternative suppliers for our raw materials, there can be no assurance that such suppliers will be available in a timely manner or will be able to supply raw materials in the required quantities, at commercially acceptable terms or in accordance with our required quality standards and technical specifications. Any resulting interruption or delay in the supply of raw materials could disrupt our production schedules, affect our ability to fulfil customer orders or execute our Turnkey Paint Projects, and adversely affect our customer relationships. Although we have not faced significant disruptions in our supply of raw materials since April 1, 2023, there can be no assurance that we will procure the quantities and quality of raw materials commensurate with our requirements in the future.

Our dependence on a limited number of suppliers may also increase our exposure to disruptions affecting such suppliers. If we are unable to maintain our relationships with our major suppliers or procure adequate quantities of raw materials from alternative suppliers in a timely manner and on commercially acceptable terms, our manufacturing operations, ability to fulfil customer orders and execution of Turnkey Paint Projects could be adversely affected, which could have a material adverse effect on our business, results of operations, financial condition and cash flows.

6. ***An inability to protect, strengthen and enhance our "Technopaints" brand and our product sub-brands could adversely affect our business prospects and financial performance.***

Our brand reputation is an important factor in our ability to attract and retain customers, expand our geographic scale and maintain our competitive position in the markets in which we operate. Our customers' confidence in the quality, reliability and performance of our products, as well as our execution capabilities, is influenced by the perception of our brand, which is relevant to our standalone product sales and franchisee network and our ability to secure and retain customers for our Turnkey Paint Projects. Brand equity is a key competitive differentiator in the paint industry, where product performance and longevity are important considerations in purchase decisions, and strong brand recognition contributes to consumer trust, repeat demand and customer loyalty (*Source: CRISIL Report*).

Our ability to grow our business depends, among other factors, on our ability to maintain consistent product quality, successfully execute Turnkey Paint Projects, meet customer expectations and effectively undertake brand-building initiatives. Our ability to grow standalone product sales through our franchisee network also depends, in part, on establishing and maintaining brand recognition among retail and B2B consumers.

Our brand perception could also be adversely affected by negative publicity or adverse perception, whether or not such publicity is accurate or substantiated, including in relation to the quality or performance of our products, the quality or execution of our Turnkey Paint Projects, failure to meet customer specifications, customer complaints, regulatory actions, litigation or the conduct of third parties associated with us. In particular, we have limited control over the marketing, promotional and pricing practices adopted by our franchisees and revenue partners. Any failure by them to appropriately market our products, maintain expected service standards, provide timely support or adequately address customer requirements may adversely affect customer perception of our brand, even where such matters are beyond our direct control. Further, given our significant regional concentration in the state of Telangana, any adverse publicity or decline in brand perception in this market may have a disproportionately negative effect on our business.

While we undertake measures to maintain the quality of our products and the execution of our Turnkey Paint Projects and to strengthen our brand presence, there can be no assurance that such measures will always be successful. Any deterioration in our brand reputation or customer confidence could affect our ability to attract and retain customers and expand into new markets.

Our market reputation, track record, perceived product quality and execution capabilities are also relevant to our ability to secure new contracts. Any adverse effect on our brand perception may affect our ability to successfully participate in such bidding processes and secure new contracts.

While we have received, and may continue to receive, customer complaints in the ordinary course of business, we have not received any material legal claims or encountered any significant negative publicity resulting in brand or reputational harm since April 1, 2023, nor have there been any recorded material instances of unauthorized or misleading use of our brand name by third parties during this period. However, we cannot assure that such incidents will not arise or escalate in the future. Any misuse of our brand by third parties, decline in the perceived quality or reliability of our brand, adverse publicity, or inability to effectively protect and strengthen our brand identity in future could materially and adversely affect our reputation and business prospects.

7. ***We operate our Turnkey Paint Projects business substantially on a fixed-price basis, and any increase in raw material prices, cost overruns, delays or deficiencies in execution may have a material adverse effect on our business, results of operations, financial condition and cash flows.***

As set out in "*– We derived 91.25%, 89.20% and 81.81% of our revenue from operations from the execution of Turnkey Paint Projects in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Any adverse developments in our ability to secure, execute or complete such projects could materially and adversely affect our business, results of operations, financial condition and cash flows.*" on page 23, we derived a substantial portion of our revenue from operations from Turnkey Paint Projects in Fiscal 2026, Fiscal 2025 and Fiscal 2024. Such Turnkey Paint Projects are generally undertaken for an agreed contract value on a fixed price basis, under which we supply our products and carry out their application at customer sites. This includes our fixed-price contract arrangement for execution of certain painting works in connection with the "*Mana Ooru – Mana Badi / Mana Basti – Mana Badi*" programme of the Government of Telangana.

Our project contracts also generally do not provide for a formal variation or change-order mechanism, and accordingly, any change in the scope of work, whether requested by our customers or necessitated by site conditions discovered during execution, may not entitle us to an adjustment in the contract value or timeline, and any additional cost or time required to complete such changed scope is generally borne by us. Accordingly, we bear the risk that the actual cost of executing a project exceeds the cost estimated by us at the time of bidding for, or entering into, such project.

Our cost estimates are based on assumptions relating to, among other things, the cost and availability of materials, manpower, site conditions, productivity and project duration, many of which are beyond our control. The actual cost may exceed our estimates as a result of, among other things, increases in raw material or manpower costs, adverse or unforeseen site conditions, delays in site availability or customer approvals, changes in scope, deficiencies or rework in execution, or delays attributable to our channel partners. Since our Turnkey Paint Projects are generally undertaken for an agreed contract value, we may not be able to pass on such additional costs to our customers, and any such cost overrun may adversely affect the profitability of the relevant project and our overall results of operations. For further details in relation to the volatility of raw material prices and our reliance on channel partners for project execution, see "*– The prices of our principal raw materials are subject to volatility. Any increase in raw material costs that we are unable to pass on to our customers in a timely manner, or any interruption in the supply of such raw materials, could have a material adverse effect on our business, results of operations, financial condition and cash flows.*" and "*– Our execution of Turnkey Paint Projects depends, in part, on our channel partners, and any inability to engage, retain or obtain adequate services from such channel partners could adversely affect our project execution, business, results of operations, financial condition and cash flows.*" on pages 36 and 35, respectively.

Our contracts also require completion within specified timelines. Any delay, whether attributable to us, our channel partners, the customer or factors beyond our control, may expose us to liquidated damages, the withholding or forfeiture of retention amounts, the invocation of performance guarantees, disputes or termination, and may increase our project overheads. Any deficiency in the quality of our products or their application may further require rectification or reapplication during the defect liability period at our own cost, and a specified portion of the contract value retained by our customers is typically released only upon expiry of that period. For further details in relation to the risks pertaining to defects in our products and deficiencies in our project execution, see "*– We are subject to quality requirements and liability exposure in respect of our products and Turnkey Paint Projects, and our business is dependent on our ability to maintain consistent quality across our manufacturing operations and project execution. Any defects in our products or deficiencies in project execution could expose us to warranty claims, rework costs, contractual penalties or other liabilities, and adversely affect our reputation, business, results of operations, financial condition and cash flows.*" on page 43.

Revenue from these projects is recognized over time based on the stage of completion. Any delay in project execution, certification of work performed, approval of variations or achievement of contractual milestones may delay the recognition of revenue and receipt of payments, which could result in fluctuations in our results of operations and adversely affect our cash flows.

Since April 1, 2023, we have not experienced any material cost overrun, delay or deficiency in the execution of a project that has had a material adverse effect on our business, results of operations, financial condition or cash flows. However, there can be no assurance that we will be able to accurately estimate project costs or execute our projects within budgeted cost and time in the future, and any failure to do so could have a material adverse effect on our business, results of operations, financial condition and cash flows.

8. *As at July 31, 2026, our aggregate order book was ₹9,946.85 million. Projects included in our Order Book may be delayed, modified, suspended, cancelled, terminated or executed over multiple financial periods, and accordingly, our Order Book may not be indicative of our future revenue or profitability. Any delay, failure or difficulty in the execution of projects comprising our Order Book could materially and adversely affect our business, results of operations, financial condition and cash flows.*

Our Order Book represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects. Our Order Book is not necessarily indicative of our future revenue, as projects included in our Order Book may be delayed, modified, suspended, cancelled or terminated by our customers, or may not be executed within the anticipated timelines or at the anticipated margins. The pace at which our Order Book is converted into recognised revenue is dependent on a number of factors beyond our control.

The execution of projects comprising our Order Book may be delayed or disrupted on account of various factors, including delays on the part of our customers in obtaining site access, statutory approvals or regulatory clearances in respect of the underlying project or property, which are not within our control; delays in the completion of civil, structural or other preceding construction work by our customers or other contractors, which must be completed before painting and application works can commence; changes in project scope, specifications or design by our customers; disputes with our customers, joint operation partners or sub-contractors; shortages or delays in the availability of manpower, painters or raw materials; adverse weather conditions, particularly during monsoon periods, which may restrict application works; and financial difficulties or insolvency of our customers. Certain of our projects, including projects undertaken under government programmes, are also subject to budgetary allocations, administrative approvals and procedural requirements which may result in delays outside our control. Any such delay or disruption could result in a mismatch between our Order Book and the revenue actually recognised in a given period, and could require us to re-negotiate the terms of, or in certain cases discontinue, the affected project.

The following table sets forth a breakdown of our Order Book as at the dates indicated:

Particulars	As at July 31, 2026
Order Book[(1)] (₹ in million)	9,946.85
Number of projects forming part of the Order Book	126

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Order Book[(1)] (₹ in million), of which:	10,528.51	6,129.23	5,215.90
- Government programmes [(2)]	7,225.84	3,871.86	3,299.54
- Non-Government	3,302.67	2,257.37	1,916.36

Note:

(1) "Order Book" refers to the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects.

(2) Includes work relating to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes.

Revenue visibility for future periods is dependent on the timely execution of our existing Order Book, together with our ability to secure new orders on an ongoing basis. Since April 1, 2023, we have not experienced any material delay, modification, suspension, cancellation or termination of any project forming part of our Order Book that has materially and adversely affected our business, financial condition, results of operations or cash flows. However, there can be no assurance that the projects comprising our Order Book will be executed in a timely manner, or at all, and our Order Book should not be relied upon as an indicator of our future financial performance.

9. *We have significant working capital requirements and any interruption in sufficient cash flow, or in accessing suitable financing to meet capital requirements, may have an adverse effect on our business, financial condition and results of operations.*

Our business requires significant working capital, primarily on account of trade receivables arising from our Turnkey Paint Projects and inventory maintained to support project execution and sales of our paint products. Our trade receivables as at March 31, 2026, March 31, 2025 and March 31, 2024 stood at ₹2,058.51 million, ₹1,118.17 million and ₹545.93 million respectively, representing 214 days, 196 days and 147 days for the respective periods. The increase in trade receivable days has been primarily driven by the growing contribution of Turnkey Paint Projects relating to government programmes, which involve longer collection cycles on account of measurement, certification and departmental sanction requirements. Our Turnkey Paint Projects generally require us to incur costs prior to receiving corresponding payments from customers, including expenditure towards raw materials and other inputs used in the manufacture of paint products, mobilization of painters and other execution personnel and other project-related costs. Accordingly, there may be a timing mismatch between the incurrence of project-related costs and the receipt of payments from customers.

We are also required to maintain inventory of raw materials, work-in-progress and finished products to ensure availability of products for the execution of our Turnkey Paint Projects, direct sales and franchisee sales. The level of inventory maintained by us has varied across periods, reflecting the nature and composition of our project

execution activities. In Fiscal 2024 and Fiscal 2025, inventory levels were elevated primarily on account of the execution of our government schools contract in Telangana, under which materials are required to be positioned at school sites in advance of the commencement of application work and continue to form part of our inventory until applied. In Fiscal 2026, inventory levels declined as we utilised existing inventory towards execution requirements rather than accumulating additional inventory at elevated raw material prices. Accordingly, our inventory levels and working capital requirements may vary significantly from period to period depending on the composition and execution status of our Order Book.

Our working capital cycle is also affected by the timing of payments to our suppliers, subcontractors and other service providers engaged in connection with our manufacturing and project execution activities. Under certain of our arrangements with such contractors, payments are made upon receipt of the corresponding amounts from customers, such that the timing of our payment obligations is aligned with the collection cycle for the relevant projects. Any mismatch between collections from customers and payments due to suppliers, subcontractors and other counterparties may increase our short-term funding requirements and adversely affect our liquidity.

The following table sets forth details of our Net Working Capital, including its principal components, together with our Net Working Capital Days and Net Capital Turnover Ratio, for the periods indicated:

Particulars	**As at and for the year ended March 31,**		
	2026	**2025**	**2024**
Inventory (₹ in million)	530.77	627.90	445.64
Trade Receivables (₹ in million)	2,058.51	1,118.17	545.93
Trade Payables (₹ in million)	1,327.49	779.02	273.81
Inventory Days [(1)]	77	157	181
Trade Receivable Days [(2)]	214	196	147
Trade Payable Days [(3)]	192	195	111
Net Current Assets (₹ in million)	2,881.69	1,995.50	1,049.02
Net Current Liabilities (₹ in million)	1,779.30	1,113.80	558.01
Net Working Capital (₹ in million)	1,102.39	881.70	491.01
Net Working Capital Days [(4)]	115	155	132

Notes:

(1) 'Inventory Days' are calculated as closing inventory as at the end of the relevant period multiplied by 365 days and divided by the cost of goods sold for such period. 'Cost of goods sold' is computed as the sum of cost of material consumed and changes in inventory of work-in-progress and finished goods.

(2) 'Trade Receivable Days' are calculated as the closing trade receivables as at the end of the relevant period multiplied by 365 days and divided by revenue from operations for the relevant period.

(3) 'Trade Payable Days' are calculated as closing trade payables as at the end of the relevant period multiplied by 365 days and divided by the cost of goods sold for such period.

(4) 'Net Working Capital Days' are calculated as Net Current Assets minus Net Current Liabilities times 365 divided by revenue from operations.

Delays in project completion, measurement or certification of work, customer approvals, invoicing or collection of receivables may prolong our working capital cycle. Certain of our Turnkey Paint Projects are undertaken under government programmes, where payments may additionally be dependent on budgetary allocations, administrative approvals and other procedural requirements. For instance, as at March 31, 2026, a receivable of ₹503.61 million in respect of a Turnkey Paint Project undertaken under a government programme remained outstanding for a period exceeding nine months on account of delays in obtaining administrative sanction and completion of the verification process. Additionally, trade receivables from HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share and through which we execute painting works in connection with the "*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*" programme of the Government of Telangana, amounted to ₹489.30 million as at March 31, 2026. Any material delay in recovering receivables, including retention amounts, or any deterioration in the creditworthiness of our customers could increase our working capital requirements and adversely affect our cash flows and liquidity.

Further, as our operations grow, including through an increase in our manufacturing capacity, expansion of our product portfolio, growth in direct sales and execution of Turnkey Paint Projects across additional geographies, our inventory and receivables may increase and consequently require additional working capital. There can be no assurance that increases in our working capital requirements will be commensurate with the growth of our revenue or that we will be able to efficiently manage our working capital cycle.

We fund our working capital requirements through internal accruals and working capital and other borrowing facilities. A portion of the Net Proceeds is also proposed to be utilized towards funding our working capital

requirements. For further details, see "*Objects of the Offer*" on page 125. While we have not faced any material difficulty in meeting our working capital requirements since April 1, 2023, there can be no assurance that we will continue to have access to sufficient working capital or financing on commercially acceptable terms, or at all. Any inability to collect receivables in a timely manner, manage inventory levels, obtain adequate credit from suppliers or subcontractors or access sufficient financing could adversely affect our ability to manufacture and supply products, execute our Turnkey Paint Projects, meet our payment obligations and pursue our growth plans, and consequently adversely affect our business, financial condition, cash flows and results of operations.

10. ***We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows.***

Our business and revenues are significantly dependent on Turnkey Paint Projects relating to government programmes. The following table sets forth our revenue derived from Turnkey Paint Projects relating to government programmes and from other Turnkey Paint Projects, for the periods indicated:

Particulars	For the year ended March 31,					
	2026		2025		2024	
	Amount (₹ in million)	% of revenue from Turnkey Paint Projects	Amount (₹ in million)	% of revenue from Turnkey Paint Projects	Amount (₹ in million)	% of revenue from Turnkey Paint Projects
Revenue from Turnkey Paint Projects[1]:						
- Government programmes[2]	2,453.60	76.72%	630.91	33.99%	242.27	21.79%
- Non-Government	744.63	23.28%	1,225.38	66.01%	869.34	78.21%
Total	**3,198.23**	**100.00%**	**1,856.29**	**100.00%**	**1,111.61**	**100.00%**

Notes:

1. *'Revenue from Turnkey Paint Projects' includes revenue attributable to paint products supplied for use in the execution of such Turnkey Paint Projects.*
2. *Includes work relating to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes.*

Any adverse changes in government policies, priorities or budgetary allocations could materially and adversely affect our existing and proposed projects, reduce the number, value or timing of future projects available to us and adversely affect our business, results of operations, financial condition and cash flows. Given that we derive a significant portion of our revenue from Turnkey Paint Projects relating to government programmes, whether undertaken directly or through arrangements with third parties, we are exposed to various risks associated with such projects, which may adversely affect our business, results of operations and financial condition. These risks include:

- delays or deferment in the commencement or implementation of projects, including due to changes in leadership or key decision makers, internal approval processes or other administrative factors, particularly where we have already incurred or committed costs in relation to such projects;
- delays in receipt of payments, including due to procedural formalities and processes relating to the determination or certification of achievement of specified project milestones, which may increase our working capital requirements and adversely affect our cash flows; and
- changes in the ownership, business operations, procurement policies or priorities of government-controlled entities, including due to disinvestment by the GoI, which may affect our existing or future business arrangements with such entities.

Turnkey Paint Projects relating to government programmes are typically secured through competitive tender or bidding processes. Our ability to successfully secure such contracts depends on a number of factors, including our eligibility and technical qualifications, past experience, execution capabilities, pricing, tender conditions and the

bids submitted by our competitors. In order to remain competitive, we may be required to submit bids at lower prices, which could adversely affect our margins. Increased competition may also result in lower bid prices, reduced margins or loss of business opportunities. If we are unable to secure new contracts in a timely manner or on commercially acceptable terms, our business, results of operations, financial condition and cash flows could be materially and adversely affected.

Further, certain tenders may require specified eligibility, technical, financial or experience criteria to be satisfied. In such cases, we may participate in the bidding process together with third parties through joint operations or similar arrangements. For instance, in connection with the "*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*" programme of the Government of Telangana, we participated through HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share. While we have historically entered into such an arrangement only in a limited instance, we may enter into similar arrangements in the future depending on the requirements of particular tenders.

In such circumstances, our ability to participate in or secure a project may depend on our ability to identify a suitable partner and agree commercially acceptable terms with such partner. We may also depend on such partner for timely provision of information and documentation required for the bid, continued satisfaction of applicable eligibility criteria and performance of its obligations under the relevant arrangement. Any failure or delay by such partner, any disagreement regarding commercial terms, allocation of responsibilities or project execution, or any inability of the partner to continue satisfying applicable tender requirements could result in rejection of the bid, delays in project execution, additional costs or disputes, and could adversely affect our participation in or execution of the relevant project.

Any of the foregoing factors could reduce the number or value of projects available to us, delay the commencement or execution of existing projects, affect our ability to participate in or secure future projects, or result in additional costs or disputes, which could materially and adversely affect our business, results of operations, financial condition and cash flows.

11. ***We intend to utilise a portion of the Net Proceeds towards funding capital expenditure for our proposed greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana ("Proposed Greenfield Project"). Any delay, cost overrun or variation in estimated costs could adversely affect our business and results of operations.***

We intend to utilize a portion of the Net Proceeds towards funding capital expenditure for the Proposed Greenfield Project, comprising construction of a new greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana, with a proposed estimated installed capacity of 234,000.00 MTPA for powder paints, i.e., putties and textures and 31,200.00 KLPA for liquid paints, i.e., emulsions, primers and enamels. The total estimated cost of the Proposed Greenfield Project is ₹1,686.64 million, of which ₹195.25 million has already been deployed towards the land parcel from internal accruals, and the balance is proposed to be funded from the Net Proceeds of the Offer. The Proposed Greenfield Project is proposed to be commissioned by July 2028. For further details, see "*Objects of the Offer*" on page 125.

The implementation of the Proposed Greenfield Project is subject to various risks, including risks relating to the terms of the land allotment, procurement of plant and machinery, vendor availability, cost escalations and regulatory approvals, each of which could result in delays, additional costs or revision of the proposed implementation schedule.

The land for the Proposed Greenfield Project has been allotted to our Company by Telangana Industrial Infrastructure Corporation Limited ("**TGIIC**") at Industrial Park MSME GP Ibrahimpatnam, Hyderabad, Telangana, on an outright sale basis, and our Company is currently in possession of the land parcel, which was acquired out of internal accruals. However, the sale deed is to be issued in favour of our Company only upon fulfilment of certain prescribed conditions, including full implementation of the project and commencement of commercial production. Further, the terms of the allotment require commercial production to commence within a specified period from the date of possession of the land, failing which TGIIC may cancel the allotment or take such other action as it deems fit. Any delay in commencement of commercial production at the Proposed Greenfield Project could therefore expose our Company to the risk of cancellation of the land allotment, which would materially and adversely affect the Proposed Greenfield Project and our business, financial condition and results of operations.

While we have obtained quotations from various vendors for the purchase of plant and machinery, equipment and

other items required for the Proposed Greenfield Project, most of these quotations are valid for a limited period and may be subject to revision due to changes in market conditions, specifications or design, negotiations with vendors and other commercial and technical factors that may not be within our control. As at the date of this Draft Red Herring Prospectus, we have not entered into any definitive agreements or placed binding purchase orders with any vendors or suppliers in relation to the Proposed Greenfield Project. Accordingly, there can be no assurance that the same vendors will be engaged to supply the required equipment and machinery at the same costs or on similar terms. If there is any increase in costs, such additional costs shall be funded from our internal accruals.

Further, if we are unable to procure machinery from the vendors from whom we have obtained quotations, we cannot assure you that we will be able to identify alternative vendors satisfying our technical and commercial requirements in a timely manner or at acceptable prices. Any such inability could result in cost escalations, delays in procurement, installation or commissioning, or revision of the proposed implementation schedule, which could adversely affect the deployment of Net Proceeds and our business, financial condition, results of operations and cash flows.

We cannot assure you that we will be able to undertake such capital expenditure for our Proposed Greenfield Project within the costs indicated by the quotations or within the expected timelines, or that there will not be cost escalations. Any increase in costs or delays in implementation may require us to fund additional expenditure from internal accruals or other sources and could adversely affect our business, financial condition, results of operations and cash flows. For further details, see "*Objects of the Offer – Details of the Objects – Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility ("Proposed Greenfield Project")*" on page 127

12. *Our execution of Turnkey Paint Projects depends, in part, on our channel partners, and any inability to engage, retain or obtain adequate services from such channel partners could adversely affect our project execution, business, results of operations, financial condition and cash flows.*

We engage channel partners in connection with the execution of our Turnkey Paint Projects. Our channel partners are independent subcontractors who maintain their own networks of painters and application personnel, through whom they deploy manpower for the execution of works assigned to them by us. Under our standard channel partner arrangements, a channel partner is appointed on an exclusive basis to execute painting and related works assigned by us from time to time through specific written work orders. Our channel partners act as independent contractors and are responsible for, among other things, surface preparation, shade approval, deployment of skilled and unskilled manpower, provision of tools and safety equipment, day-to-day site coordination, quality control and defect rectification, while we retain responsibility for supplying painting materials, deploying site supervision, training of painters employed with the channel partners and providing technical support and coordination with customers.

While our channel partners are appointed on an exclusive basis, nothing in our arrangements with them obligates us to provide any minimum quantity of work, business volume or revenue, and work is assigned from time to time through specific work orders based on our project requirements.

Our ability to execute projects in a timely and efficient manner depends, in part, on the availability and performance of our channel partners and the painters and applicators coordinated through them. If our channel partners are unavailable when required, fail to provide adequate manpower or other resources, or fail to coordinate project execution in accordance with our requirements, we may experience delays in project execution, increased costs, deficiencies in workmanship or an inability to meet contractual timelines or customer requirements. While our arrangements with channel partners typically impose obligations relating to quality standards, rectification of defects during a specified defect liability period, and liquidated damages or other recoveries for delays or non-compliance attributable to the channel partner, these contractual protections may not be sufficient to fully mitigate the operational or reputational impact of a channel partner's non-performance. This may expose us to customer complaints, rework requirements, contractual claims or penalties and could adversely affect our reputation and customer relationships.

Further, as we expand our Turnkey Paint Projects business and enter new geographies, our ability to scale our project execution capabilities may depend on our ability to identify, engage and retain channel partners with the requisite experience, capabilities and resources in such geographies. There can be no assurance that suitable channel partners will be available in sufficient numbers or on commercially acceptable terms. Although our channel partners are appointed on an exclusive basis under our arrangements with them, there can be no assurance

that they will continue to remain available to support our project requirements, maintain adequate manpower and resources or perform in accordance with our standards. Any inability to develop an adequate network of channel partners, or the discontinuation or deterioration of our relationships with existing channel partners, could constrain our ability to undertake or execute projects and implement our growth strategy.

Since April 1, 2023, we have not experienced any instance of non-availability, non-performance or discontinuation of a channel partner that has materially adversely affected our project execution, business, financial condition, results of operations or cash flows, nor have we received any material customer complaints arising from the performance of our channel partners. However, there can be no assurance that we will continue to have access to sufficient channel partners, that channel partners engaged by us will perform their obligations in accordance with our requirements, or that we will not receive customer complaints in connection with the performance of our channel partners in the future.

13. ***The execution of our Turnkey Paint Projects depends on the availability of an adequate pool of skilled painters and applicators for deployment through channel partners, painting contractors and other execution arrangements, and any sustained shortage of such personnel could adversely affect our project execution, business, results of operations, financial condition and cash flows.***

The execution of our Turnkey Paint Projects requires the deployment of painters and applicators at customer project sites. As at July 31, 2026, we were associated with over 2,800 verified painters and applicators across our operations. However, we do not have exclusive arrangements with such painters and applicators, and they are generally free to undertake work for other parties, including other contractors and service providers. Accordingly, there can be no assurance that painters and applicators associated with us will be available for deployment in connection with our projects when required.

Our ability to execute projects in a timely manner depends on the availability of an adequate pool of painters and applicators with the requisite skills and experience in the relevant geography. Such personnel may be deployed through our channel partners, painting contractors and other project execution arrangements. Their availability may be affected by, among other factors, competing demand from other contractors and service providers, prevailing wage rates, seasonality, location of project sites and fluctuations in the overall level of construction and painting activity. During periods of high demand or in geographies where the availability of skilled painters and applicators is limited, additional costs may be incurred in mobilising adequate manpower or deploying personnel from other locations, which could delay project execution, increase project costs, affect our ability to meet agreed timelines or limit our ability to undertake additional projects.

Further, as we expand into new geographies, we may need to identify and develop relationships with additional painters and applicators in such markets. There can be no assurance that an adequate pool of skilled personnel will be available in new markets on commercially acceptable terms or within the required timelines. Since April 1, 2023, we have not experienced any material shortage of painters or applicators that has materially adversely affected the execution of our Turnkey Paint Projects. However, there can be no assurance that shortages or increases in the cost of such personnel will not arise in the future.

Any inability to ensure the availability and timely deployment of an adequate number of skilled painters and applicators, or any material increase in the cost of engaging such personnel, could result in project delays, increased costs, loss of business opportunities or other contractual consequences and could materially and adversely affect our business, results of operations, financial condition and cash flows.

14. ***The prices of our principal raw materials are subject to volatility. Any increase in raw material costs that we are unable to pass on to our customers in a timely manner, or any interruption in the supply of such raw materials, could have a material adverse effect on our business, results of operations, financial condition and cash flows.***

We do not enter into long-term contracts with our raw material suppliers. We purchase our raw materials, such as titanium dioxide, resins, pigments and additives, on a purchase order basis. For more details, see "*Our Business – Description of our Business - Procurement of Raw Materials*" on page 286. We procure our raw materials from suppliers in India, including authorised Indian distributors of certain global manufacturers, and do not directly import any raw materials. However, certain of our suppliers and distributors may source raw materials or inputs from overseas manufacturers or may otherwise be exposed to international commodity prices and global supply chains. Accordingly, changes in international prices, foreign exchange rates, freight and logistics costs or disruptions in overseas supply chains may indirectly affect the prices and availability of raw materials procured

by us in India. The absence of long-term contracts with our suppliers exposes us to the risk of being unable to obtain the raw materials in the quantities required by us and at the price points required by us.

The table below sets forth our cost of materials consumed (including change in inventories of finished goods, stock-in-trade and work in progress) and such expenses as a percentage of revenue from operations for the periods indicated.

Particulars	Year ended March 31,		
	2026	2025	2024
Cost of materials consumed [A] (₹ in million)	1,075.78	797.49	620.18
Changes in inventories of finished goods, stock-in-trade and work-in-progress [decrease /(increase)] [B] (₹ in million)	84.12	(145.05)	(178.38)
Cost of materials consumed (including changes in inventories of finished goods, stock-in-trade and work in progress) [C = A + B] (₹ in million)	1,159.90	652.44	441.80
Cost of materials consumed (including changes in inventories of finished goods, stock-in-trade and work in progress) as a percentage of revenue from operations [D=C/E] (%)	**33.09%**	**31.35%**	**32.51%**
Revenue from operations [E] (₹ in million)	3,505.04	2,080.95	1,358.78

The prices of raw materials essential for manufacturing paint products are influenced by numerous factors beyond our control, including, among others, the cost of crude oil, production capacity of raw materials, and supply chain logistics. A number of raw materials used in the manufacture of paint products are crude oil-derived or otherwise influenced by movements in crude oil and petrochemical prices. Accordingly, volatility in global crude oil prices, including due to geopolitical conflicts, supply disruptions, changes in production levels or other macroeconomic factors, may result in increases in the prices of key raw materials used by us.

In recent periods, heightened geopolitical tensions and ongoing conflicts have contributed to volatility in the prices of crude oil and crude oil-derived raw materials used by us. Due to such increase, in the last quarter of Fiscal 2026, we reduced purchase of crude oil-derived raw materials and used existing stocks to the extent possible, resulting in a reduction in the absolute value of our inventories as at March 31, 2026, as well as our inventory holding levels. While we have experienced increases in the prices of certain raw materials as a result of such volatility, these developments have not materially affected our business, results of operations or financial condition to date. Other than as above, since April 1, 2023, there have been no instances where geopolitical developments or raw material price volatility have materially adversely affected our business, results of operations, financial condition or cash flows. However, any further escalation in geopolitical tensions or sustained increase in crude oil prices could increase our procurement costs or delay the sourcing and delivery of raw materials required for our manufacturing operations, and could have a material adverse effect on our business, results of operations, financial condition and cash flows.

If the prices of the raw materials we require increase rapidly, we may be unable to increase our product prices or project pricing in sufficient time, or at all, to fully offset such increases. Our ability to pass on increases in raw material costs to our customers depends on, among other things, prevailing market conditions, the pricing of similar products by our competitors, the terms of our customer arrangements, including the availability of price escalation mechanisms, and customer acceptance of price increases. For further details in relation to the risks arising from our fixed-price project contracts and our inability to pass on increases in raw material costs to our customers, see "*– We operate our Turnkey Paint Projects business substantially on a fixed-price basis, and any increase in raw material prices, cost overruns, delays or deficiencies in execution may have a material adverse effect on our business, results of operations, financial condition and cash flows*" on page 29. To the extent that we are unable to pass on increases in raw material prices to our customers, or if there is a significant lag in doing so, our margins may contract and our business, results of operations, financial condition and cash flows could be adversely affected.

15. ***Painting service expenses represent 36.69%, 36.13% and 30.45% of our revenue from operations for Fiscal 2026, 2025 and 2024, respectively, emerging as one of our largest operating cost components, and any increase in such expenses could adversely affect our profitability and results of operations.***

The execution of our Turnkey Paint Projects requires us to engage painters, channel partners and other execution personnel for on-site painting and application services. Painting service expenses represented 36.69%, 36.13%

and 30.45% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. The following table sets forth details of our painting service expenses for the periods indicated:

Particulars	Year ended March 31,		
	2026	2025	2024
Painting service expenses [A] (₹ in million)	1,285.98	751.94	413.78
Painting service expenses as a percentage of revenue from operations [B= A/C](%)	36.69%	36.13%	30.45%
Revenue from operations [C] (₹ in million)	**3,505.04**	**2,080.95**	**1,358.78**

As we continue to scale our Turnkey Paint Project operations, the absolute level of painting service expenses is expected to increase. The proportion of painting service expenses relative to our revenue from operations may also vary depending on the composition of our Order Book, including the mix of government programme projects and private sector projects, the scale and complexity of individual projects, and the geographies in which such projects are executed. Projects under government programmes could involve different cost structures and manpower deployment requirements as compared to private sector projects, which may affect the level of painting service expenses as a percentage of revenue from operations.

The rates at which we engage channel partners and painters are subject to change based on prevailing market conditions, wage inflation, competing demand from other contractors and the availability of skilled painting manpower. As our Turnkey Paint Projects are typically undertaken on a fixed-price basis, any increase in painting service costs after project commencement may not be recoverable from customers and could adversely affect our margins and results of operations. Further, as we expand into new geographies, we may face higher costs in identifying, onboarding and retaining suitable channel partners and painters in such markets, particularly where we do not have an established execution network.

Any significant or sustained increase in painting service expenses, whether on account of wage inflation, increased manpower requirements, geographic expansion or changes in project mix, or our inability to manage such costs through efficient painter deployment, channel partner arrangements and project-level cost management, could have an adverse effect on our business, financial condition, results of operations and cash flows.

16. ***Under-utilization of our manufacturing capacities may have an adverse effect on our business, future prospects and financial performance.***

As a manufacturing company, our business relies on the efficient utilization of our Manufacturing Facilities to support our operational efficiency, cost absorption and profitability. Our capacity utilization has varied across our product categories. Utilization of our putty and texture product lines, which account for the largest share of our installed capacity, increased significantly from 35.08% and 35.90%, respectively, in Fiscal 2024 to 61.26% and 73.14%, respectively, in Fiscal 2026. Utilization of our emulsion and primer and enamel product lines has remained comparatively lower over the same periods. We manufacture a wide range of products across multiple categories and pack sizes at our Manufacturing Facilities, which may affect the utilization of our manufacturing capacity as compared to a facility dedicated to a narrower product range.

The following table sets forth certain information relating to our capacity utilization of Unit I, calculated on the basis of total installed production capacity and actual production as at and for the years ended March 31, 2026, March 31, 2025, and March 31, 2024, as certified by K B Chandra Sekhar, Chartered Engineer, pursuant to the certificate dated September 25, 2026:

Manufacturing unit	Product category	Installed Production Capacity and Capacity Utilization as at and for the year ended								
		March 31, 2026			March 31, 2025			March 31, 2024		
		Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization
Unit I	Emulsion/Primer (in KLPA, except percentages)	19,500.00	5,376.00	27.57%	19,500.00	5,497.20	28.19%	14,976.00	4,416.06	29.49%

Manufacturing unit	Product category	Installed Production Capacity and Capacity Utilization as at and for the year ended								
		March 31, 2026			March 31, 2025			March 31, 2024		
		Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization
	Putty (in MTPA, except percentages)	67,392.00	41,281.69	61.26%	67,392.00	23,089.48	34.26%	44,928.00	15,758.59	35.08%
	Texture (in MTPA, except percentages)	36,504.00	26,698.33	73.14%	36,504.00	14,932.79	40.91%	28,392.00	10,191.64	35.90%

The following table sets forth certain information relating to our capacity utilization of Unit II, calculated on the basis of total installed production capacity and actual production as at and for the years ended March 31, 2026, March 31, 2025, and March 31, 2024, as certified by K B Chandra Sekhar, Chartered Engineer, pursuant to the certificate dated September 25, 2026:

Manufacturing unit	Product category	Installed Production Capacity and Capacity Utilization as at and for the year ended								
		March 31, 2026			March 31, 2025			March 31, 2024		
		Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization
Unit II	Enamels (in KLPA, except percentages)	2,699.00	746.59	27.66%	2,075.00	417.58	20.12%	1,685.00	285.02	16.92%

Notes:

1. *The assumptions and estimates considered are: (i) 312 working days per fiscal year; (ii) 26 working days per month; (iii) up to 20 operating hours per day; and (iv) the batch time per machine per cycle.*
2. *The installed capacity as of March 31, 2026, March 31, 2025 and March 31, 2024 has been derived based on the maximum practical batch utilization per year and for the four month period ended July 31, 2026 has been have been computed on a time-apportioned basis.*
3. *Actual production is based on the Company's internal production records and management explanations, after considering operating period, raw material availability, downtime due to maintenance/breakdowns, product changeovers and operational efficiencies.*
4. *Capacity utilization has been calculated as actual production during the relevant fiscal year divided by the aggregate installed capacity for the relevant fiscal year.*
5. *Production capacity has been determined after inspection of the batch size, the rated capacity of mixing, dispersion, grinding and blending equipment, manufacturing cycle time, filling and packing capacity, product changeover/cleaning time and normal process wastage.*
6. *Emulsions, primers and enamels are construed as liquid paints, which are all measured in KL.*
7. *Putties and textures are construed as powder paints, which all measured in MT.*

Several factors could affect our ability to maintain or improve our existing levels of capacity utilization, including any significant decrease in demand for our products or Turnkey Paint Projects, equipment breakdowns or shutdowns, supply chain disruptions, labour shortages, changes in applicable regulations requiring operational adjustments and adverse domestic or global economic conditions affecting demand for our products. If we are unable to maintain or improve our capacity utilization, our per-unit production costs could increase and our profitability could be adversely affected, which could have a material adverse effect on our business, financial condition, results of operations and cash flows.

17. ***Our engagement of painters and applicators through third parties may expose us to obligations and liabilities under applicable labour and workplace laws, and any non-compliance by us or such third parties could adversely affect our business, results of operations, financial condition and cash flows.***

The execution of our Turnkey Paint Projects involves the deployment of painters and applicators at customer project sites. Such painters and applicators are engaged through our channel partners through independent contractual arrangements and are not directly employed by us. Depending on the manner and number of such personnel engaged at our project sites, we may be subject to obligations as a principal employer under applicable labour, workplace health and safety and social security laws and regulations.

Although certain statutory obligations in relation to such personnel may be required to be discharged by the relevant contractor or other third party through whom they are engaged, we may, in certain circumstances, be responsible for ensuring compliance with specified requirements or meeting certain obligations where such contractor or third party fails to do so. Such obligations may relate to, among other matters, wages, statutory benefits, welfare facilities, health and safety and other conditions applicable to contract labour. Any failure by us

or the relevant third parties to comply with applicable requirements may result in regulatory action, penalties, claims, additional costs or other liabilities being imposed on us.

We may also be subject to claims or disputes arising from the engagement of painters and applicators, including in relation to wages, statutory benefits, working conditions, workplace safety or injuries sustained at customer project sites. Since April 1, 2023, we have not experienced any material regulatory action, claim, dispute or liability arising from the engagement of painters and applicators through third parties that has materially adversely affected our business, results of operations, financial condition or cash flows. However, there can be no assurance that we will not experience any such instances in the future.

Any non-compliance with applicable requirements in connection with the engagement of painters and applicators, or any related claims or liabilities, could materially and adversely affect our business, results of operations, financial condition and cash flows.

18. *Our business is seasonal in nature and the fluctuation in our sales during some quarters could have an adverse effect on our financial performance.*

Our business is subject to seasonal fluctuations, which may affect the demand for our paint products and the execution of our Turnkey Paint Projects. In particular, demand for paints and application services may be impacted during the monsoon season, as construction activity, renovation projects and painting activities may be delayed or curtailed due to adverse weather conditions. This may result in lower product sales, slower execution of ongoing projects, deferment of customer orders and delays in commencement or completion of certain projects during the relevant periods.

Such delays may also result in project execution and associated revenue being deferred to subsequent quarters, which could lead to fluctuations in our quarterly revenue and profitability. During periods of lower sales or reduced project execution, we may nevertheless continue to incur fixed and operating expenses, including employee costs, manufacturing overheads and other operating expenses, which may adversely affect our margins.

The extent of such seasonal impact may vary depending on the timing, duration and intensity of the monsoon across the geographies in which we operate and the nature and stage of projects being executed by us. Further, prolonged or unseasonal rainfall or other adverse weather conditions may extend such disruptions beyond the periods historically affected by seasonality.

In addition, the execution of our Turnkey Paint Projects is generally concentrated towards the second half of the fiscal year and particularly the fourth quarter, as project activity tends to accelerate following the conclusion of the monsoon season and as customers and government agencies seek to complete works prior to the end of the fiscal year. This concentration results in a significant portion of our annual revenue being recognised towards the year end, with corresponding receivables remaining outstanding as at the balance sheet date, contributing to elevated working capital requirements.

As a result of such seasonal fluctuations, our sales, cash flows and results of operations may vary across quarters, and the results of operations for any particular quarter may not be indicative of our future performance.

19. *Our Company and its directors have filed applications for compounding and adjudication of certain past non-compliances and defaults, the outcome of which is uncertain, and any adverse order, penalty, compounding fees or other regulatory action could adversely affect our business, financial condition, results of operations and reputation.*

Our Company and its directors have, in the past, been subject to certain instances of non-compliance with applicable provisions of the Companies Act, the rules made thereunder and/or other applicable laws and regulations. In respect of certain such matters, our Company and/or its directors have suo-moto filed applications for compounding / adjudication before the relevant regulatory authorities. The details of such non-compliances and the status of the relevant proceedings are set out below:

Application 1

Sree Vajra Paints Private Limited (Sree Vajra Paints), of which, our Promoters, Akuri Srinivasa Reddy and A Sandhya were directors, failed to file its annual returns resulting in their disqualification under Section 164(2)(a) of the Companies Act for the period from November 1, 2014 to October 31, 2021, and consequential vacation of

their directorships in our Company under Section 167(1)(a) of the Companies Act. However, our Promoters stated that they were unaware of the disqualification, as no notice or communication was received from the RoC, and accordingly continued to act as directors of our Company in good faith during the relevant period. Subsequently, Sree Vajra Paints voluntarily applied for striking off under Section 248(2) of the Companies Act, and its name was struck off by the Registrar of Companies, Hyderabad pursuant to an order dated June 29, 2024. Pursuant to our Promoters becoming aware of such disqualification, filed a compounding application under Section 441 of the Companies Act in respect of the contravention of Section 167(1)(a) of the Companies Act for the aforesaid disqualification period, before the Regional Director (Southeast region), Hyderabad on September 22, 2026.

Application 2

An adjudication application has been filed by our Company, our Promoter, Akuri Srinivasa Reddy and our Director, Anil Kondoth, being officers in default during the relevant period, under section 454 of the Companies Act, before Adjudicating Officer, RoC on September 3, 2026, in relation to delay in the appointment of: (i) a whole-time company secretary for the period from April 19, 2024 to July 1, 2025 following increase in paid-up share capital of our Company beyond the prescribed threshold of ₹100.00 million; and (ii) a chief financial officer for the period from April 19, 2025 to July 1, 2025 pursuant to conversion of our Company to a public limited company; as required under Section 203 of the Companies Act.

Application 3

Our Company inadvertently delayed filing Form ADT-1 for the statutory auditor appointed in 2014. The subsequent filing for the appointment period of FY 2018-19 to 2022-23, contained certain discrepancies, which were later rectified; however, due to MCA system restrictions arising from an overlapping financial year (FY 2018-19), the earlier appointment could only be filed for FY 2014-15 to FY 2017-18, i.e. for 4 years. The default was procedural and inadvertent, with no mala fide, fraudulent or deliberate intent. A compounding application under section 441 of Companies Act has been filed before Regional Director (Southeast region), Hyderabad on September 20, 2026.

For details, see "*Outstanding Litigation and Material Developments*" on page 471.

The outcome of such compounding and adjudication applications is uncertain and there can be no assurance that the relevant authorities will accept or allow such applications. The relevant authorities may reject or dispose of the applications on terms that are adverse to us, impose compounding fees, monetary penalties or other liabilities, or require us to undertake corrective or remedial measures. The authorities may also initiate or continue adjudication, inspection, investigation or other regulatory proceedings in respect of such non-compliances, to the extent permissible under applicable law.

Further, the quantum of any compounding fees, penalties or other financial liabilities cannot be determined with certainty at this stage. Any such amount, if material, could adversely affect our financial condition and cash flows. In addition, any requirement to rectify historical non-compliances may involve additional costs, management time and resources. Additionally, there have been delays in filing of the RoC forms for which we have paid additional fees of ₹ 0.17 million, ₹ 0.03 million and ₹ 0.05 million during Fiscals 2026, 2025 and 2024.

There can also be no assurance that the relevant authorities will not identify additional instances of non-compliance arising from the same or related matters, or that proceedings in respect of such matters will not result in further regulatory consequences. Any rejection or adverse disposal of our compounding applications, imposition of penalties or compounding fees, or other regulatory or legal consequences arising from these matters could have a material adverse effect on our business, financial condition, results of operations, cash flows and prospects. Further, we cannot assure you that there will not be any future non- compliances, which will result in the application of any penalties or arise again, or that we will be able to rectify or mitigate any such non-compliances, in a timely manner or at all.

20. *We have had negative cash flows from operating activities in the past, and any negative cash flows in the future could adversely affect our results of operations and financial condition.*

We had negative net cash flows from operating activities in Fiscal 2024 and Fiscal 2025. This was primarily due to an increase in the amount of working capital deployed in our business as our operations expanded, particularly through higher trade receivables and inventories. The increase in our trade payables and other current liabilities

during these periods partially offset, but did not fully compensate for, the additional cash deployed towards receivables and inventory.

The following table sets forth details of our net cash flows from operating activities for the periods indicated:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Net cash flows generated from/(used in) operating activities (₹ in million)	258.25	(121.18)	(85.66)

In Fiscal 2024, our negative operating cash flow was primarily attributable to the increase in trade receivables, inventories and other current assets as the scale of our operations and execution of Turnkey Paint Projects increased. Trade receivables increased by ₹421.60 million during the year, reflecting the increase in amounts due from customers as our project execution grew and the longer payment and collection cycles associated with our Turnkey Paint Projects. Inventories also increased by ₹227.30 million as we maintained higher levels of raw materials and other inventory to support our increased manufacturing and project execution requirements. This trend continued in Fiscal 2025 as our operations expanded further. Trade receivables increased by an additional ₹572.24 million, reflecting the continued growth in our Turnkey Paint Projects business and the corresponding increase in amounts outstanding from customers. Inventories also increased by ₹182.26 million during the year to support the higher level of our operations and project execution. As a result, a greater amount of cash remained deployed in working capital, notwithstanding the growth in our operating profit during Fiscal 2025. Our trade receivable days increased from 147 days in Fiscal 2024 to 196 days in Fiscal 2025 and further to 214 days in Fiscal 2026, reflecting the longer collection cycles associated with our Turnkey Paint Projects. While our operating cash flows turned positive in Fiscal 2026, primarily on account of higher profitability, a favourable movement in inventories and an increase in trade payables reflecting the higher scale of our operations, our trade receivables continued to increase by ₹940.34 million during the year. For further details, see "*Management's Discussion and Analysis of Financial Condition and Results of Operations – Cash Flows*" on page 464.

Any negative cash flows from operating activities in the future, including as a result of further increases in our trade receivables, inventories or other working capital requirements, could reduce the cash available to fund our operations and growth plans, increase our dependence on external financing and adversely affect our business, financial condition, results of operations and cash flows.

21. *We require certain licenses, permits and approvals in the ordinary course of business, and failure to obtain or renew them in a timely manner or at all could have a material adverse effect on our business and results of operations.*

We are required to obtain and maintain a number of statutory and regulatory licenses, permits and approvals for carrying out our business and for each of our Manufacturing Facilities. For further details, see *"Government and Other Approvals"* on page 479. Several of these approvals are granted for a limited duration and require renewal from time to time. We may be required to apply for the renewal of the said registrations and approvals from time to time, and there can be no assurance that such approvals will be issued or granted to us in a timely manner, or at all. If we do not receive such approvals or are not able to renew the approvals in a timely manner, our business and operations may be materially adversely affected.

While we did not have some of the approvals in place in the past, as of the date of this DRHP, we have obtained and maintained the same, to the extent applicable. Further, the production levels at Unit I and Unit II have exceeded the production capacities permitted under the respective consents granted by the Telangana Pollution Control Board. Accordingly, we have applied for and are in the process of obtaining the approvals required in connection with enhancing the production capacities at Unit I and Unit II. There can be no assurance that the relevant authorities will grant such approvals within the anticipated timelines or at all. While no actions have been initiated against us or are pending against us in relation to the aforesaid matters as of the date of this DRHP, we cannot assure you that the relevant authorities will not initiate regulatory proceedings, impose penalties or fines or take other actions against us in the future in relation to such matters. For further details, see "*Government and Other Approvals – Material Approvals in relation to the business applied for but not received"* on page 481.

Further, our licenses, permits and approvals are subject to various conditions, and there can be no assurance that we will be able to comply with such conditions on an ongoing basis. Any failure to do so may result in the suspension, revocation or cancellation of the relevant licenses, permits or approvals. Further, if there is any failure by us to comply with applicable regulations or if the regulations governing our business are amended, we may

incur increased compliance costs, be subject to penalties, have our licenses, approvals and permits revoked or suffer a disruption in our operations, any of which may materially adversely affect our business and results of operations.

Since April 1, 2023, we have not experienced any material interruption, suspension or shutdown of our operations due to the failure to obtain, renew or maintain any statutory or regulatory permit, license or approval. However, given the number of applicable regulations and regulatory authorities, there can be no assurance that we will not experience delays in obtaining or renewing, or the denial, suspension, revocation or cancellation of, any required licenses, permits or approvals in the future. Further, there can be no assurance that we will be successful in our applications for obtaining or renewing such approvals, in a timely manner or at all. Any failure to renew, maintain or obtain the required licenses or approvals, or cancellation, suspension, or revocation of any of the licenses, approvals and registrations may result in the interruption of our operations and may adversely affect our business, financial condition, cash flows and results of operations.

In addition, we propose to establish a new manufacturing facility in Hyderabad, Telangana ("**Proposed Greenfield Project**"), which is proposed to be funded, in part, from the Net Proceeds of the Offer. For further details, see "*Our Business – Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*" and "*Objects of the Offer*" on pages 260 and 125, respectively. While we have obtained the land allotment letter from the Telangana Industrial Infrastructure Corporation Limited, consent for establishment from the Telangana State Pollution Control Board and permission from the Telangana Ground Water Department for withdrawal of groundwater for industrial use, further establishment and commencement of commercial production at the Proposed Greenfield Project will require us to obtain additional statutory and regulatory licenses, permits and approvals, including in relation to building plan approvals, environmental clearances and consent to operate, factory registration, fire safety, and other approvals applicable to our proposed manufacturing operations, prior to commencement of commercial production at such facility. Any delay in obtaining such approvals could result in a delay in the commissioning of the proposed facility, which could adversely affect our expansion plans and the intended use of the Net Proceeds.

22. ***We are subject to quality requirements and liability exposure in respect of our products and Turnkey Paint Projects, and our business is dependent on our ability to maintain consistent quality across our manufacturing operations and project execution. Any defects in our products or deficiencies in project execution could expose us to warranty claims, rework costs, contractual penalties or other liabilities, and adversely affect our reputation, business, results of operations, financial condition and cash flows.***

We are required to meet quality standards and technical specifications prescribed by our customers in relation to the paints, coatings and other products manufactured by us and the execution of our Turnkey Paint Projects. Our customers may prescribe specific requirements relating to product specifications, performance parameters, durability, finish quality, application standards and other technical requirements, which may form part of customer contracts, purchase orders or tender documents. Any failure by us to comply with such quality standards or performance requirements may result in customer dissatisfaction, rejection of products, delays in project completion, rework requirements, warranty claims, contractual penalties, indemnity claims or other liabilities, which may adversely affect our reputation, business, and results of operations, financial condition and cash flows.

As we supply the products used in, and undertake the execution of, our Turnkey Paint Projects on an integrated basis, a defect or performance failure identified at a project site, such as peeling, cracking, uneven finishes or reduced durability, may arise from the quality of the product used, deficiencies in its application, or a combination of both, and it may not always be possible to attribute such defect or failure to a single cause. For any defect of product or workmanship in execution of our Turnkey Paint Projects, our Company has to rectify such defects by re-doing the service during the defect liability period as agreed upon in terms of the contracts or work orders. In respect of products sold by us on a standalone basis, including through our franchisee network, we are not responsible for the application of such products, and any defect or performance failure in such cases may accordingly be attributable solely to the quality of the product supplied by us. Any defect in such products, including in relation to formulation, durability, finish quality or other performance parameters, could result in customer complaints, warranty claims, product liability claims or reputational harm.

The quality and performance of our products and Turnkey Paint Projects depend on several factors, including the quality of raw materials used, consistency of our manufacturing processes, adherence to prescribed application procedures, skills and experience of personnel involved in project execution, and our ability to execute projects in accordance with customer specifications. Deficiencies in surface preparation, application techniques, coating thickness, curing processes, environmental conditions during application or other aspects of execution could result

in defects, including peeling, cracking, uneven finishes, reduced durability or failure to achieve the required performance standards. In addition, errors, negligence or improper execution by personnel involved in our projects could result in damage to customer property or other assets at customer sites. Any such defects, deficiencies or damage may require us to undertake corrective measures, including repair, reapplication, replacement or restoration, and may expose us to customer claims, additional costs and diversion of resources.

While we undertake quality control procedures across our manufacturing operations and the execution of our Turnkey Paint Projects, there can be no assurance that defects in our products or deficiencies in project execution will not occur in the future or that any such defects or deficiencies will always be identified before products are supplied or projects are completed. Certain customer contracts may require us to provide warranties in respect of the products supplied and services rendered by us, pursuant to which we may be required to repair, rectify, reapply or replace defective products or services during the applicable warranty or defect liability period. In certain cases, our contracts may require us to indemnify customers against losses, damages, claims or expenses arising from defects in products supplied or deficiencies in services provided by us. Any such obligations may require us to incur additional expenditure and may adversely affect our profitability and cash flows.

Any material failure relating to the quality, performance or safety of our products or Turnkey Paint Projects, including defects or deficiencies or failure to meet prescribed specifications, could adversely affect customer confidence, our reputation and our ability to retain existing customers or secure new business.

While we have not experienced any material quality-related claims, warranty claims, product liability claims or significant disruptions arising from defects in our products or deficiencies in project execution since April 1, 2023, there can be no assurance that such events will not occur in the future. Any inability to maintain consistent quality standards or effectively address quality-related issues in a timely and cost-efficient manner could materially and adversely affect our business, results of operations, financial condition and cash flows.

23. *Our failure to effectively manage or successfully implement our growth strategies could have an adverse effect on our business, results of operations, financial condition and cash flows.*

The success of our business depends greatly on our ability to effectively manage our business and implement our strategies. As part of our growth strategies, we intend to, among other things, strengthen and modernize our manufacturing capabilities, expand our portfolio of value-added and premium paint products, expand our franchisee network and geographic presence (including through our revenue partner network), strengthen our brand visibility and deepen customer engagement, and pursue strategic alliances or inorganic opportunities. For details, see "*Our Business – Our Strategies*" on page 260.

Each of our growth strategies may involve specific execution risks and challenges. For instance, the setting up of our Proposed Greenfield Project and the consolidation of our existing manufacturing operations will require significant capital expenditure, timely procurement and installation of equipment, and integration of automated processes and new manufacturing infrastructure with our existing operations, and there can be no assurance that the commercial production at the Proposed Greenfield Project will begin within the anticipated timelines or at the estimated cost, or that the anticipated benefits of consolidation and increased automation will be achieved. In parallel, the expansion of our portfolio of premium and value-added paint products may require continued investment in product development, testing and marketing, and there can be no assurance that such products will achieve the anticipated demand or margins. As we seek to broaden our market reach, the expansion of our franchisee and revenue partner network will also depend on our ability to identify, appoint and retain suitable partners, effectively monitor their operations and maintain consistent product quality and project execution standards. Our expansion into the B2C retail market through our franchisee network involves customer dynamics, brand building requirements and competitive considerations that differ from our predominantly B2B Turnkey Paint Projects business, and there can be no assurance that our franchisee model will achieve the anticipated scale or commercial results. Similarly, our efforts to strengthen our brand visibility and deepen customer engagement may require increased marketing and promotional expenditure and may not result in a commensurate increase in customer acquisition, sales or brand awareness. Further, we intend to deepen our presence in our existing markets and expand into new geographies by replicating our customer acquisition and project execution model. Such expansion may expose us to additional operational, logistical and execution risks. For details, see "– *Our expansion into new geographies may expose us to operational, logistical and execution risks, which could adversely affect our business, results of operations, financial condition and cash flows*." on page 51. In addition, our efforts to pursue strategic alliances, collaborations or inorganic opportunities will depend on our ability to identify suitable partners or targets on acceptable terms, conduct due diligence, obtain requisite approvals and successfully integrate any acquired businesses, technologies or capabilities with our existing operations, and there

can be no assurance that any such alliance or acquisition will achieve the anticipated strategic or financial benefits. There can be no assurance that we will be able to successfully implement such strategies or achieve the anticipated benefits from them.

Implementation of our growth strategies may also require significant additional funding. We may seek to fund such initiatives through internal accruals, additional debt, issuance of equity or debt securities, or a combination thereof. There can be no assurance that such funding will be available to us on commercially acceptable terms, or at all. Any inability to obtain sufficient funding could delay or limit the implementation of our growth strategies.

We also cannot assure you that we will be able to continue to expand our business, or do so at the same rate. Further, our growth strategies may place significant demands on our management, financial and other resources and require us to continue developing and improving our operational, financial and internal controls. We cannot assure you that our existing or future management, operational and financial systems, procedures and controls will be adequate to support our future operations. Any failure to manage our growth effectively could adversely affect our business, financial condition, results of operations and cash flows.

24. ***We are required to furnish bank guarantees in the ordinary course of our business, and any invocation of such guarantees or inability to obtain them on acceptable terms could adversely affect our business, cash flows and financial condition.***

In the ordinary course of our business, we are required to furnish performance bank guarantees in connection with certain projects undertaken by us. Such performance bank guarantees are typically required by customers as security for the due and timely performance of our contractual obligations, including compliance with agreed execution schedules, quality standards, specifications and other terms of the relevant contract. In the past, we have furnished performance bank guarantees in connection with certain of our projects, including those relating to government programmes, including the '*Mana Ooru – Mana Badi / Mana Basti – Mana Badi'* programme. Such guarantees generally remain valid for the period specified under the relevant contract. The following table sets forth details of our outstanding performance bank guarantees as at dates set forth below:

(₹ in million)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Performance Bank Guarantee	85.33	85.17	85.17

For further information, see "*Restated Financial Information – Note 35 – Contingent Liabilities and commitments*" on page 400.

We have also furnished bank guarantees in favour of certain suppliers in connection with the procurement of raw materials. Such guarantees may be required by suppliers as credit support for supplies made to us or to secure our payment and other obligations under the relevant commercial arrangements and may enable us to procure raw materials on agreed credit or other commercial terms.

The furnishing of such bank guarantees requires a portion of our banking facilities to be earmarked for this purpose and may therefore reduce the availability of such facilities for our working capital and other business requirements. Banks may also require us to provide margin money, collateral or other security in connection with the issuance of such guarantees. Performance bank guarantees may be invoked in the event of, among other things, delays in project execution, failure to meet contractual performance or quality requirements or other breaches of the relevant contract. Similarly, bank guarantees furnished to suppliers may be invoked in accordance with their terms if the underlying payment or other secured obligations are not satisfied. Any such invocation would require us to reimburse the issuing bank and could adversely affect our cash flows, banking limits and ability to obtain further bank guarantees or other credit facilities.

While none of the bank guarantees furnished by us has been invoked since April 1, 2023, there can be no assurance that they will not be invoked in the future or that we will continue to be able to obtain additional or replacement bank guarantees on commercially acceptable terms or at all. Any such invocation or inability to obtain bank guarantees as required could adversely affect our business, financial condition, cash flows and results of operations.

25. ***There has been a delay in payment of statutory dues by our Company in the past. Any delays in payment of our statutory dues may attract financial penalties from the respective government authorities and could adversely affect our results of operations and financial condition.***

We are required to pay certain statutory dues including provident fund contributions under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, employee state insurance contributions ("**ESIC**") under the Employees' State Insurance Act, 1948, profession tax, tax deduction at source ("**TDS**") and GST. The table below sets forth the details of the statutory dues paid by our Company:

Particulars	Amounts paid during Fiscal			Amounts outstanding as at March 31,		
	2026	2025	2024	2026[(1)]	2025	2024
Provident fund (₹ million)	8.24	6.42	1.92	0.93	0.49	1.04
Number of employees for whom provident fund has been paid	389	336	198	N.A.	N.A.	N.A.
ESIC (₹ million)	0.52	0.56	0.12	0.05	0.04	0.12
Number of employees for whom ESIC has been paid	136	233	147	N.A.	N.A.	N.A.
Professional tax (₹ million)	0.44	0.35	0.18	0.04	0.04	0.02
Number of employees for whom professional tax has been paid	348	287	183	N.A.	N.A.	N.A.
Tax deducted at source ("**TDS**") on salaries (₹ million)	8.50	5.31	3.10	0.98	0.45	2.83
Number of employees for whom TDS has been paid	18	22	52	N.A.	N.A.	N.A.
TDS on other than salaries (₹ million)	23.53	19.46	12.92	14.92	5.30	12.64
GST (₹ million)	316.37	69.62	109.64	190.42	61.87	100.18

Note:

(1) As at the date of this Draft Red Herring Prospectus, all statutory dues outstanding as at March 31, 2026 have been paid in full.

The tables below set out details of the delays in statutory dues payable by our Company during the periods indicated:

(*Amounts in ₹ million, except number of days and number of instances*)

Nature of Statutory Dues	For the years ended											
	March 31, 2026				March 31, 2025				March 31, 2024			
	Amount for which payment was delayed	Interest	Number of Days	Number of instances	Amount for which payment was delayed	Interest	Number of Days	Number of instances	Amount for which payment was delayed	Interest	Number of Days	Number of instances
ESIC	0.07	0.00	1	2	0.36	0.00	2-59	07	0.17	0.00	45-150	07
Provident fund	0.40	0.00	1	1	2.86	0.05	1-20	05	1.96	0.05	22-176	12

Nature of Statutory Dues	For the years ended											
	March 31, 2026				March 31, 2025				March 31, 2024			
	Amount for which payment was delayed	Interest	Number of Days	Number of instances	Amount for which payment was delayed	Interest	Number of Days	Number of instances	Amount for which payment was delayed	Interest	Number of Days	Number of instances
GST	323.63	6.09	25-59	32	61.62	7.98	1-122	23	109.43	0.19	8-151	12
TDS on salaries	1.32	0.14	3-38	3	1.96	0.01	1-63	5	3.10	0.12	149	1
TDS other than salaries	9.74	0.07	3-153	7	8.75	0.27	1-176	12	11.72	0.57	6-149	3
Professional tax	0.08	0.00	1	2	0.16	0.00	1-50	7	0.16	0.00	11	11

While there has been no legal proceedings or regulatory action that has been initiated against our Company in the Fiscals 2026, 2025 and 2024 with respect to such delays, we cannot assure you that such legal proceedings or regulatory actions will not be initiated against our Company or that any fines will not be imposed by regulatory authorities on our Company in this respect in the future.

While the relevant statutory dues have been paid, we have incurred interest in connection with such delays. There can be no assurance that delays in the payment of statutory dues will not recur. Any such delays may result in the imposition of further interest, penalties or other regulatory action, which could adversely affect our cash flows and financial condition.

26. ***We engage in a competitive business and if we fail to compete effectively, it could have a material adverse effect on our business, financial condition, results of operations and cash flows.***

We face significant competition from other manufacturers of paints, coatings and related products in relation to our standalone sale of products. In relation to our Turnkey Paint Projects, we compete with paint manufacturers offering application and project execution capabilities, as well as organized and unorganized painting contractors and service providers. For details of our competitors, see "*Our Business - Competition* " on page 292.

Some of our competitors may have greater financial, technical, marketing and operational resources than us, including the ability to invest more in brand building, advertising, product development, technology, manufacturing capabilities and customer acquisition. Certain of our competitors may also have advantages such as longer operating histories, stronger brand recognition, greater market penetration, wider distribution networks, established customer relationships, larger product portfolios, greater purchasing power and more extensive experience in executing large-scale projects. Some of our competitors may also have more advanced and automated manufacturing processes, which could enable them to achieve higher production efficiencies, lower per-unit costs and greater consistency in product quality than us. Unorganized players, including local contractors and small-scale painting service providers, may operate with lower overheads and offer services at lower prices. Competition from such players may be particularly significant in price-sensitive segments and geographies and could adversely affect our ability to secure new Turnkey Paint Projects or maintain our pricing and margins on such projects.

The markets in which we operate are competitive and competition may be based on factors such as product quality, pricing, product range, durability, innovation, manufacturing capabilities, distribution reach, technical capabilities, execution capability and brand equity (*source: CRISIL Report*). We also face competition from small-scale regional and local manufacturers operating in the unorganised segment, who offer price-driven products targeting cost-sensitive customers and maintain a strong presence in rural and semi-urban markets, with higher dealer margins to drive distribution (*source: CRISIL Report*). Increased competition from existing players and new entrants may result in pricing pressures, loss of customers, inability to attract new customers and reduction in our market share.

Our competitors may also develop new products, adopt advanced technologies, enhance their manufacturing or project execution capabilities or offer more efficient and cost-effective solutions. Any failure by us to adapt to changing customer requirements, maintain our competitive position or effectively respond to competitive

pressures could materially and adversely affect our business, financial condition, results of operations and cash flows.

27. *Our Company, Subsidiary, Directors, Promoters, Key Managerial Personnel, and Senior Management are or may be involved in certain legal proceedings. An adverse outcome in any of these proceedings may adversely affect our business, prospects, results of operations, financial condition and cash flows.*

There are outstanding legal and regulatory proceedings involving our Company, our Promoters, and our Directors which are pending at different levels of adjudication before various courts, tribunals and other authorities. The amounts claimed in these proceedings have been disclosed to the extent that such amounts are ascertainable and quantifiable and include amounts claimed jointly and severally, as applicable. Any unfavourable decision in connection with such proceedings, individually or in the aggregate, could adversely affect our reputation, continuity of our management, business, cash flows, financial condition and results of operations.

The table below sets forth a summary of outstanding litigation proceedings involving our Company, Subsidiary, Promoters and Directors as at the date of this Draft Red Herring Prospectus:

Name of Entity	Criminal proceedings	Tax proceedings	Actions by statutory or regulatory authorities	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material civil litigation[#]	Aggregate amount involved (₹ million)[*]
Company						
By the Company	1	N.A.	N.A.	N.A.	-	3.27
Against the Company	1	5	Nil	N.A.	Nil	87.71
Promoters						
By the Promoters	Nil	N.A.	N.A.	N.A.	Nil	Nil
Against the Promoters	Nil[@]	6	Nil	Nil	Nil	1.37
Directors (Other than our Promoters)						
By the Directors	Nil	N.A.	N.A.	N.A.	Nil	Nil
Against the Directors	3	3	Nil	NA	Nil	4.10
Subsidiary						
By the Subsidiary	Nil	N.A.	N.A.	N.A.	Nil	Nil
Against the Subsidiary	Nil	Nil	Nil	NA	Nil	Nil

[#] *Determined in accordance with the Materiality Policy.*
[*] *To the extent ascertainable and quantifiable.*
[@] *Other than the proceedings initiated against the Company in which our Promoters were also named as party.*

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings and statutory or regulatory actions involving our Key Managerial Personnel and Senior Management. As on the date of this Draft Red Herring Prospectus, our Group Companies are not party to any outstanding litigation which will have a material impact on our Company.

We cannot assure you that any of these matters will be settled in favour of our Company and Promoters, respectively, or that no additional liability will arise out of these proceedings. An adverse outcome in any of these proceedings may have an adverse effect on our business, financial position, prospects, cash flows, results of operations and our reputation. For further information, see "*Outstanding Litigation and Material Developments*" on page 471.

If any new developments arise, such as a change in Indian law or rulings against us by appellate courts or tribunals, we may need to make provisions in our financial statements that could increase our expenses and current liabilities.

Furthermore, we may not be able to quantify all the claims in which we are involved. If we fail to successfully defend these or other claims, our business and results of operations could be adversely affected. Even if we are

successful in defending such cases, we will be subjected to legal and other costs relating to defending such litigation, and such costs could be substantial. An adverse outcome in any of these proceedings may have an adverse effect on our business, financial condition, prospects, cash flows, results of operations and our reputation.

28. ***We are currently dependent on the continued efforts and contributions of our Promoters for the success of our business. If they cease to be involved in or decrease their involvement in our business prior to us having a succession plan in place, it could have a material adverse effect on our business, financial condition, results of operations and cash flows.***

We are currently dependent on the continued efforts and contributions of our Promoters, namely, Akuri Srinivasa Reddy and A Sandhya, for the success of our business. Our Promoters collectively bring extensive experience in paint manufacturing and Turnkey Paint Project execution, business management, operations and development. For further details regarding their experience, see "*Our Management*" on page 316. We believe that the inputs and experience of our Promoters are valuable for the growth and development of our business. Our Promoters have deep industry knowledge and play a major role in developing and building relations with our key stakeholders, including suppliers and customers. Further, the Promoters have played pivotal roles in shaping our Company's vision, values, and long-term objectives.

While we are committed to ensuring a smooth transition in leadership roles, succession planning poses a significant challenge given the Promoters' experience. Any delays or inadequacies in succession planning could expose us to operational disruptions and strategic misalignment. Any sudden departure or reduced involvement of any of the Promoters in our business earlier than planned could have a material adverse effect on our business, financial condition and results of operations.

29. ***The success of our business depends substantially on our Key Managerial Personnel and members of Senior Management. The loss of or our inability to attract or retain such persons could adversely affect our business, financial condition and results of operations and cash flows. In addition, any material increase in our employee attrition rate could result in increased costs and less efficiency, thereby adversely affecting our business, financial condition, results of operations and cash flows.***

Our business and results of operations depend substantially on the efforts and abilities of our Key Managerial Personnel and members of Senior Management. For details on these individuals, see *"Our Management"* beginning on page 316. The continuity of our management team has been stable in recent years, and we have not experienced attrition among these personnel during Fiscals 2026, 2025 and 2024. However, there can be no assurance that this trend will continue in the future or that attrition will not occur.

We cannot assure you that we can or will continue to retain any or all of the key members of our management. Further, if one or more key members of our management are unable or unwilling to continue in their present positions, we may not be able to replace such members in a timely and cost-effective manner or at all. Any loss of members of our Key Managerial Personnel or Senior Management could delay or prevent the achievement of our business objectives, affect our succession planning and adversely affect our business and thereby adversely affect our financial condition, results of operations and cash flows.

In addition to our senior leadership, our success and growth also depend upon the consistent and continued performance of our broader employee base, particularly those working in product development, technology, sales, marketing and operations. Furthermore, the total number of permanent employees as at July 31, 2026 was 300. Since Fiscal 2024, while the number of permanent employees has increased, we cannot assure you that we will be able to retain existing employees or attract suitable replacements in a timely manner, or at all. Any inability to recruit, retain or train our employees may adversely affect our business, results of operations, financial condition and growth prospects.

Set out below are details of our attrition for the permanent employees for the period indicated, and the number of the permanent employees as at the dates indicated:

Particulars	As at and for the four months ended July 31, 2026	As at and for the year ended March 31, 2026	As at and for the year ended March 31, 2025	As at and for the year ended March 31, 2024
Attrition of employees for the year [A]	14	27	26	36
Attrition rate of the permanent employees	4.46%	9.03%	9.52%	12.24%

Particulars	As at and for the four months ended July 31, 2026	As at and for the year ended March 31, 2026	As at and for the year ended March 31, 2025	As at and for the year ended March 31, 2024
for the year/period [B = A/D] (%)				
Total permanent employees at the end of the year/period [C]	300	272	247	258
Total permanent employees at the end of the year plus permanent employees who left during the year/ period [D = A + C]	314	299	273	294

Higher levels of employee attrition may increase our recruitment and training costs, disrupt our operations and reduce operational efficiency. Further, competition for skilled personnel may affect our ability to attract and retain the employees required to support our existing operations and future growth. Any of these factors could adversely affect our business, financial condition, results of operations and cash flows.

30. ***We are exposed to counterparty credit risk from our customers and any significant delay in receiving payments or non-receipt of payments could have a material adverse effect on our financial condition, results of operations and cash flows.***

We are exposed to counterparty credit risk in relation to amounts receivable from customers for our standalone sale of paint products and from customers for our Turnkey Paint Projects. In connection with our standalone product sales, we may extend credit to our franchisees for periods of up to 30 days, subject to agreed credit limits. Any delay in payment or non-payment by such customers or franchisees could adversely affect our working capital, financial condition, results of operations and cash flows.

In relation to our Turnkey Paint Projects, we may not be able to collect amounts due to us for work completed or receive payments from our customers in a timely manner or at all due to a number of factors, including disputes regarding the scope or quality of work performed, delays in certification or approval of completed work, withholding or deduction of amounts by customers, delays in release of funds, or other contractual or administrative matters. Such risks may arise in respect of both private sector projects and projects relating to government programmes. Any delay or failure in recovering amounts due to us could increase our trade receivables and working capital requirements and adversely affect our cash flows, financial condition and results of operations. Further, in the case of certain Turnkey Paint Projects, customers may retain a portion of the amounts payable to us until completion of the relevant project, satisfaction of specified contractual conditions or expiry of the applicable defect liability or warranty period. Such retention amounts may remain outstanding for extended periods and may increase our receivables and working capital requirements. Any delay in the release or non-recovery of such retention amounts could adversely affect our cash flows and liquidity.

Macroeconomic conditions, which are beyond our control, could also result in financial difficulties for our customers, including limited access to the credit markets, insolvency or bankruptcy. As a result, our customers may delay payment, request modifications to their payment terms, or default on their payment obligations to us, all of which could increase our trade receivables and/or write-offs of trade receivables. Timely collection of payments from customers also depends on our ability to complete our contractual commitments. If we are unable to meet our contractual obligations, we may experience delays in collecting our customers' balances, or we may not be able to collect from our customers at all, which could adversely affect our business, financial condition, cash flows and results of operations.

The table below sets forth our trade receivables as at the end of the respective periods and trade receivables as a percentage of our revenue from operations for those periods.

Particulars	As at/ For the year ended March 31, 2026		As at/ For the year ended March 31, 2025		As at/ For the year ended March 31, 2024	
	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations
Trade	2,058.51	58.74%	1,118.17	53.74%	545.93	40.18%

Particulars	As at/ For the year ended March 31, 2026		As at/ For the year ended March 31, 2025		As at/ For the year ended March 31, 2024	
	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations	Amount (₹ in million)	% of revenue from operations
receivables						
Revenue from operations	3,505.04	100.00%	2,080.95	100.00%	1,358.78	100.00%

For details of the ageing of our trade receivables, see "*Financial Information – Restated Financial Information – Note 10 – Trade Receivables*" on page 372.

In Fiscal 2026, we wrote off trade receivables amounting to ₹41.42 million, comprising amounts due from certain dealers previously engaged by us and receivables arising from certain completed Turnkey Paint Projects that were determined to be unrecoverable. Other than the above, since April 1, 2023, we have not experienced any delay or challenge in recovering dues from our customers that has resulted in a material write-off of trade receivables or otherwise had a material adverse effect on our business, financial condition, results of operations or cash flows. However, there can be no assurance that we will not experience delays or defaults in payments from our customers in the future, and any inability to recover outstanding receivables on a timely basis could result in increased credit losses, higher working capital requirements and a corresponding adverse effect on our financial condition, results of operations and cash flows.

31. *Our insurance coverage may not be adequate to cover our losses or liabilities. If we suffer a large uninsured loss or an insured loss that significantly exceeds our insurance coverage, our financial condition and results of operations may be adversely affected.*

Our operations are subject to risks and hazards such as fire, earthquakes, flood and other force majeure events, acts of terrorism and explosions, including hazards that may cause destruction of property, and inventory. We maintain insurance policies for our business which we consider reasonably sufficient to cover normal risks associated with our operations. Our insurance policies include, among others, vehicle insurance for certain vehicles used in our operations, standard fire and allied perils insurance and burglary insurance in relation to our stocks, group health insurance for our employees, and workmen's compensation and accident insurance. For further details, see "*Our Business – Insurance*" on page 294. Our insurance may not be adequate to completely cover any or all of our risks and liabilities. Set out below are details of our insurance coverage on our total insured assets as at March 31, 2026:

Particulars	Amount (₹ in million)	Total Insurance cover (₹ in million)	Percentage of insurance coverage (in %)
Insured assets	1,110.30	1,110.30	26.52
Uninsured assets	3,076.72	-	-
Total	**4,187.02**	**1,110.30**	**26.52**

If we incur any loss that is not covered by our insurance policies, or the compensated amount is significantly less than our actual loss, our business, financial condition, cash flows and results of operations could be materially and adversely affected. If our insurance carriers change the terms of our policies in a manner unfavorable to us, our insurance costs could increase. While we have not faced any instances of insufficient insurance coverage that led to any adverse effect on our business or operations since April 1, 2023, we cannot assure you that our insurance coverage is sufficient to prevent us from any loss or that we will be able to successfully claim our losses under our current insurance policy on a timely basis, or at all. If our losses significantly exceed or differ from our insurance coverage or cannot be recovered through insurance in the future, our business, financial condition, cash flows and results of operations could be adversely affected.

32. *Our expansion into new geographies may expose us to operational, logistical and execution risks, which could adversely affect our business, results of operations, financial condition and cash flows.*

A majority of the Turnkey Paint Projects undertaken by us have historically been located in Telangana. As part of our growth strategy, we intend to expand our Turnkey Paint Projects business into additional geographies and increase the sale of our standalone paint products in such markets through franchisees. For details, please see " - *We manufacture all our products at our two Manufacturing Facilities, both located in Telangana, and our proposed new manufacturing facility will also be located in Telangana. Any shutdown or disruption at our*

Manufacturing Facilities or any adverse event affecting the region where they are located could adversely affect our manufacturing operations and ability to supply our products" on page 27.

Our Manufacturing Facilities are currently located in Telangana. Accordingly, expansion into new geographies may require us to transport paint products over longer distances and establish or strengthen our storage, logistics and project execution capabilities in such markets. This may result in higher transportation and logistics costs, longer lead times, increased inventory requirements and greater dependence on third-party logistics providers, and may affect our ability to supply products and execute projects in a timely and cost-efficient manner.

Further, entry into new geographies may require us to develop local customer relationships, appoint and manage franchisees and channel partners, establish an adequate local execution network and adapt to local market conditions, customer preferences, competitive dynamics and regulatory requirements. A majority of our painters are currently based in Telangana and, as we expand into new geographies, our ability to execute Turnkey Paint Projects will depend on our ability to mobilize or recruit sufficient painting contractors, painters, supervisors and other execution personnel, including through our revenue partners. Establishing such capabilities in new markets may involve additional costs and operational uncertainties. Further, we may have limited operating experience in certain of these geographies, and there can be no assurance that we will be able to replicate our existing business model, achieve anticipated project volumes or establish our brand successfully in such markets.

Further, our revenue partners assist us in identifying customer leads and business opportunities for our Turnkey Paint Projects. As our arrangements with revenue partners are neither long-term nor exclusive, there can be no assurance that our existing revenue partners will continue to generate business opportunities for us on current or similar terms, or at all, or that they will be able to effectively identify and convert suitable customer opportunities in the relevant markets. We also cannot assure you that we will be able to identify, onboard and retain suitable revenue partners with the requisite local market knowledge, customer relationships and capabilities to support our expansion into new markets.

Any inability to effectively manage our geographic expansion, establish the required supply chain and execution capabilities or generate sufficient demand in new markets may result in increased costs, delays in project execution, lower margins or an inability to achieve the expected benefits of such expansion, which could adversely affect our business, results of operations, financial condition and cash flows.

33. ***Changes in construction methods, architectural trends and customer preferences may reduce demand for paint products and their application, which could have a material adverse effect on our business, results of operations, financial condition and cash flows.***

Demand for our products and Turnkey Paint Projects depends on the continued use of paints and coatings as a preferred finishing solution across our end-use sectors. Changes in construction methods, architectural trends, building materials and customer preferences may reduce the surface area requiring paint or coating, or may result in the substitution of paints and coatings by alternative finishing solutions. These include, among others, the increased use of glass façades, curtain walls and fenestration, aluminium and composite cladding panels, exposed concrete and other architectural finishes, wallpaper and other wall coverings, and factory-finished or pre-coated building materials that do not require on-site painting.

Any increase in the adoption of such alternative materials or finishing solutions, whether on account of cost, durability, aesthetic preferences, sustainability considerations, regulatory developments or otherwise, may reduce the demand for our products and for the painting and coating services we provide. We may be unable to anticipate or respond to such changes in a timely manner, or to develop or offer competing products or solutions, which may result in a loss of sales, reduced utilization of our manufacturing and project execution capabilities, and pricing pressure.

Since April 1, 2023, we have not experienced any material reduction in demand for our products or services arising from the adoption of alternative materials or finishing solutions. However, there can be no assurance that changes in construction methods, architectural trends or customer preferences will not adversely affect demand for our products and services in the future, which could have a material adverse effect on our business, results of operations, financial condition and cash flows.

34. ***We could be subject to industrial unrest, slowdowns and increased wage costs, which could adversely affect our business and results of operations.***

We operate our Manufacturing Facilities in locations where there are stringent labour legislations in place that protect the interests of workers, including legislation that sets forth detailed procedures for the establishment of unions, dispute resolution and employee removal, and legislation that imposes certain financial obligations on employers upon retrenchment.

It could be difficult for us to maintain flexible labour policies, and we could face the threat of labour unrest, work stoppages and diversion of our management's attention due to union intervention. Labour unrest, work stoppages or other slowdown mechanisms at our Manufacturing Facilities could result in a significant disruption of our operations. Since April 1, 2023, there have been no labour disruptions, strikes or disputes. While we believe that we have a strong working relationship with our workforce, we may not have such a relationship in the future, and we cannot guarantee that there will not be significant strikes or disputes with our workforce that could adversely affect our future operations.

We could in the future enter into wage settlement agreements, including but not limited to revised wage structures, ex gratia payments, attendance bonuses and the provision or enhancement of insurance policies with unions or work councils under which we incur certain obligations or agree to certain limitations or conditions for a period of time with respect to our employees or operations. Additionally, our labour costs could increase due to socio-economic reasons such as, *inter alia*, unionization, amendments to prevailing government policies or inflation. Increases in labour costs could make us less competitive unless we are able to increase our efficiency and productivity proportionately and we can pass on such costs in the prices that we charge our customers. Any significant increase in our labour costs could have an adverse effect on our business, results of operations and financial condition. In addition, agreements or arrangements with our employees could limit our ability to adjust workforce headcounts or salaries and restructure our business in response to difficult economic conditions. This reduced flexibility could have an adverse effect on our business, results of operations and financial condition.

35. ***Pricing pressure from our franchisees and customers, including demands for higher discounts, rebates or incentives by franchisees and lower pricing in relation to Turnkey Paint Projects, could adversely affect our gross margins, which in turn could have a material adverse effect on our business, results of operations, financial condition and cash flows.***

The pricing of our products and Turnkey Paint Projects is influenced by competitive conditions, customer requirements and prevailing market dynamics. Pricing pressure from our franchisees and customers may lead to decrease in our revenues and an erosion of our margins, which may have an adverse effect on our business, financial condition and results of operations. Pricing pressure from customers may arise in various forms, including competitors offering comparable products or services at lower prices, customers negotiating lower prices or higher discounts, and competitive bidding or negotiations in relation to our Turnkey Paint Projects. Similarly, pricing pressure from our franchisees may present in similar forms, such as negotiating for tiered discount structures, promotion / milestone-based incentives and credit policies.

When faced with pricing pressure, we would generally be required to reduce operating costs in order to maintain profitability. To maintain our profit margins, we typically seek to reduce the price of our raw materials through negotiations with our suppliers, improve our production processes to increase our manufacturing efficiency, negotiate with our channel partners and execution service contractors for competitive rates in relation to painting application services, and optimise our sourcing and logistics arrangements. We cannot assure you that we will be able to avoid future pricing pressure from our franchisees and customers or offset the effect of any price reductions through improved operational efficiencies, cost effective sourcing alternatives, improved manufacturing or project execution processes, or other cost reductions through other productivity initiatives.

If we were to face pricing pressure from our franchisees and customers, and the aforementioned measures or other steps we take fail to maintain or increase our margins and revenues from product sales and Turnkey Paint Projects, our business, financial condition and results of operations may be adversely affected.

36. ***A significant portion of our Turnkey Paint Projects are undertaken for residential developments, and any slowdown in residential construction and real estate activity could adversely affect demand for our Turnkey Paint Projects and our business, results of operations, financial condition and cash flows.***

According to the CRISIL Report, demand for paint products and Turnkey Paint Projects is influenced by the level of construction, development, renovation, repainting and maintenance activity across various end-use sectors, including residential and commercial real estate, infrastructure, industrial, hospitality, healthcare, education, government and other institutional sectors. Demand in these sectors may, in turn, be affected by factors such as

economic conditions, availability and cost of financing, construction and development activity, government and private sector capital expenditure, and renovation and maintenance spending.

A significant majority of our non-government Turnkey Paint Projects are undertaken for residential developments, comprising private residential developments, including high-rise towers, villas and multi-unit housing projects. Demand for our Turnkey Paint Projects in the private residential segment is dependent on factors such as the pace of new residential construction and project completions, the availability and cost of home loan financing for homebuyers, developer liquidity and construction financing, consumer sentiment and affordability, and the timing of possession and handover of residential units, which determines the commencement of application and finishing works, including painting (*source: CRISIL Report*). As a result, our business is significantly dependent on the continued strength of residential construction activity.

The following table sets forth the composition of revenue from our non-government Turnkey Paint Projects across residential and other end-use segments for the periods indicated:

Particulars	**For the year ended March 31,**					
	2026		**2025**		**2024**	
	Amount (₹ in million)	**% of revenue from non-government Turnkey Paint Projects**	**Amount (₹ in million)**	**% of revenue from non-government Turnkey Paint Projects**	**Amount (₹ in million)**	**% of revenue from non-government Turnkey Paint Projects**
Revenue from non-government Turnkey Paint Projects[(1)]:						
- Residential	647.90	87.01%	1,102.02	89.93%	807.07	92.84%
- Others[(2)]	96.73	12.99%	123.36	10.07%	62.27	7.16%
Total	**744.63**	**100.00%**	**1,225.38**	**100.00%**	**869.34**	**100.00%**

Notes:

(1) 'Revenue from non-government Turnkey Paint Projects' excludes revenue from Turnkey Paint Projects undertaken in connection with government programmes.

(2) 'Others' includes customers from sectors such as commercial, institutional, healthcare, education and industrial end-use segments.

We also undertake Turnkey Paint Projects across commercial, institutional, healthcare, education, industrial and other end-use sectors. Demand for Turnkey Paint Projects in these sectors is dependent on factors such as the level of construction and development activity, corporate capital expenditure, business and consumer confidence, and overall macroeconomic conditions, including interest rates, inflation and economic growth, each of which may affect the pace at which such projects are developed, completed and handed over for finishing works, including painting (*source: CRISIL Report*).

As a result, any slowdown in residential construction or real estate development activity, or any adverse change in the factors affecting such activity, could significantly reduce demand for our Turnkey Paint Projects. A slowdown in construction or development activity across the other end-use sectors in which we operate may also adversely affect demand for our Turnkey Paint Projects and, consequently, our business, results of operations, financial condition and cash flows.

37. *Our standalone sale of products is dependent on our network of franchisees operating exclusive retail outlets, and any inability to retain or expand this network, or any failure by our franchisees to effectively sell and promote our products, could have an adverse effect on our business, results of operations, financial condition and cash flows.*

Our standalone sale of paint products is primarily carried out through a network of franchisees operating exclusive retail outlets under our brand, pursuant to franchise agreements entered into with third-party franchisees. As at July 31, 2026, we had 28 franchisees operating across the states of Telangana, Andhra Pradesh, Karnataka, Maharashtra, Madhya Pradesh and Himachal Pradesh and the Union Territories of Puducherry and Chandigarh. Under these arrangements, we grant our franchisees the right to use our brand name, trademarks and other intellectual property, together with marketing and operational support, typically in consideration of a franchisee fee. However, we do not exercise complete operational or financial control over the day-to-day functioning of these outlets. Our current as well as our future growth in standalone product sales is therefore significantly dependent on our ability to retain our existing franchisees and to identify, appoint and onboard suitable new franchisees to expand our retail network into existing and new geographies. We cannot assure you that we will be

able to identify suitable franchisees with the requisite business acumen, financial resources or market knowledge necessary to operate successful exclusive outlets, or that we will be able to renew our existing franchise agreements upon expiry on commercially acceptable terms, or at all.

The following table sets forth our revenue from operations generated from the sale of our products through our franchisees for the periods indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024[(1)]	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from sales through our franchisees	36.74	1.05%	8.62	0.41%	-	-
Revenue from operations	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Note:

(1) We commenced our franchisee model during Fiscal 2025, pursuant to which our franchisees purchase our products for onward sale through franchisee outlets. Accordingly, we did not have any revenue from sales through franchisees in Fiscal 2024.

Further, while our standard franchisee agreements include covenants requiring franchisees to adhere to our brand standards, outlet specifications and display norms (including standardized showroom design, racks, signage, and promotional materials as specified by us), exclusivity obligations (prohibiting the sale of competitor products), minimum purchase obligations and other operational guidelines, our franchisees may fail to comply with such standards and policies. Our franchisees may also fail to effectively sell, display or promote our products, may face financial difficulties, labour problems, regulatory issues or other operational challenges that impair their ability to operate the outlets effectively, any of which could negatively affect our brand value and the public perception of our brand positioning. Disagreements with our franchisees over contractual terms, purchase targets, regulatory compliance obligations or discount structures may lead to disputes, claims or litigation, which could disrupt our relationship with such franchisees and adversely affect our reputation. We may also face difficulties in enforcing our contractual rights against non-compliant or dissatisfied franchisees in a timely manner, or at all, and any termination or non-renewal of franchise arrangements could require us to identify replacement franchisees or temporarily suspend operations at the relevant outlets.

As our franchisees are independent third parties over whom we do not exercise operational or financial control, we cannot assure you that they will not engage in fraud, misrepresentation, the sale of counterfeit or non-genuine products under our brand, or non-compliance with applicable laws. As they trade under our brand, any such conduct may be attributed to us and expose us to customer claims, regulatory action or liability, and may damage our brand and reputation, notwithstanding that the relevant outlet is operated by an independent franchisee. Since April 1, 2023, we have not experienced any instance of fraud, misrepresentation, sale of counterfeit products, non-compliance with applicable laws or material dispute by or with any of our franchisees that has materially adversely affected our business, results of operations, financial condition or cash flows. However, there can be no assurance that such instances will not arise in the future.

Any of the foregoing factors, including our inability to retain or expand our franchisee network, non-performance, non-compliance or fraud by our franchisees, or disputes with franchisees, could result in lower sales, customer dissatisfaction, damage to our brand and reputation, loss of market share or increased costs, and consequently could have an adverse effect on our business, results of operations, financial condition and cash flows.

38. *We have recently acquired Richwaves Specialities Private Limited ("Richwaves"), and any failure to successfully integrate this acquisition or realize the intended benefits could adversely affect our business, results of operations and financial condition.*

Pursuant to a share purchase agreement dated August 22, 2026 entered into among our Company and our Promoters, namely Akuri Srinivasa Reddy and A Sandhya, and members of our Promoter Group, namely Sakesh Reddy Akuri and Deepthi Akuri, our Company acquired 10,000 equity shares of Richwaves Specialities Private Limited ("**Richwaves**"), representing its entire paid-up equity share capital, for an aggregate consideration of ₹150.00 million. Consequently, Richwaves became our wholly owned subsidiary on August 22, 2026. Richwaves is engaged in the execution of turnkey projects involving luxury and specialized decorative finishes, as well as the supply of such finishes. For details, see "*History and Certain Corporate Matters*" on page 309 and "*Our*

Business – Our Strategies – Expand our business through strategic alliances or inorganic opportunities" on page 265.

As this acquisition is recent, integration of Richwaves' operations, systems and internal controls with ours remains at a nascent stage. Any failure to align Richwaves' operations, financial controls and reporting systems with ours, or to realize the anticipated benefits of this acquisition, could result in operational inefficiencies, increased costs or failure to achieve intended synergies.

39. *Our inability to meet our obligations, including financial and other covenants under our debt financing arrangements could adversely affect our business, credit rating, results of operations and financial condition.*

We have entered into various financing arrangements including working capital facilities from banks and financial institutions. As at July 31, 2026, our total outstanding borrowings amounted to ₹1,253.15 million. Our total outstanding borrowings included unsecured loans of ₹5.39 million. For details, see "*Financial Indebtedness*" on page 426.

The following table sets forth details of our Debt-Equity Ratio and Debt Service Coverage Ratio for the periods indicated:

Particulars	As at and for the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Total borrowings (₹ in million)[(1)]	931.65	534.90	505.42
Total equity (₹ in million) [(2)]	1,365.00	840.60	303.19
Debt-Equity Ratio (in times) [(3)]	0.73	0.71	1.80
Earnings before depreciation & amortisation (₹ in million)	536.61	312.36	201.40
Loan repayable on demand (₹ in million)	704.85	351.29	346.58
Debt Service Coverage Ratio[(4)]	4.02	3.80	3.85

Notes:

(1) 'Total Borrowings' is the sum of current and non-current borrowings as at the respective dates.

(2) 'Total equity' refers to equity as per the Restated Financial Information (including NCI) as reduced by share application money pending allotment.

(3) "Debt to Equity" is computed as gross debt, being the sum of long term borrowings, short term borrowings and lease liabilities, divided by total equity.

(4) 'Debt Service Coverage Ratio' is calculated as earnings for debt service i.e. net profit after tax plus non-operating expenses, divided by debt service i.e. interest and lease payments plus principal repayments.

Our ability to pay interest and repay the principal for our indebtedness is dependent upon our ability to generate sufficient cash flows to service such debt. Any additional indebtedness we incur may have significant consequences, including, requiring us to use a significant portion of our cash flow from operations and other available cash to service our indebtedness, thereby reducing the funds available for other purposes, including reducing our flexibility in planning for or reacting to changes in our business, competition pressures and market conditions.

Our financing arrangements include conditions that require us to obtain respective lenders' consent prior to carrying out certain activities and entering into certain transactions including but not limited to effecting any change in our capital structure, changing the management, implementing any scheme of expansion/modernization, diversification/renovation or acquire any fixed assets during any accounting year and opening of any account with any other bank. Failure to meet these conditions or obtain these consents could have significant consequences on our business and operations. As of the date of this Draft Red Herring Prospectus, we have received all consents required from our lenders in connection with the Offer.

While there has been no breach of covenants since April 1, 2023 leading to a default or penalty from a lender, we cannot assure you that we will be able to comply with the financial or other covenants stipulated in the financing arrangements at all times or that we will be able to obtain the consent necessary to take the actions that we believe

are required to operate and grow our business. Further, there has not been any instance of re-scheduling/ re-structuring in relation to borrowings availed by us from any financial institutions or banks in the last three Fiscals.

Further, our unsecured loans are not backed by collateral and may be called for repayment by the respective lenders at any time, without any prior notice period or scheduled repayment timeline. In the event of any future lender recall or acceleration of repayment under the relevant facility terms, we could face additional liquidity and cash flow pressure, which could adversely affect our financial condition, funding plans, and results of operations.

40. *If we fail to accurately project demand for our products, we may experience inadequate supply or oversupply, which could materially and adversely affect our business, financial condition, results of operations and cash flows, as well as our reputation and brand.*

We manufacture and sell paint products through direct sales, our franchisee network and as a part of our Turnkey Projects. Our production planning, procurement of raw materials, inventory management and manufacturing schedules are dependent on our ability to accurately assess demand for our products. Our demand estimates are based on various factors, including historical sales trends, demand from our franchisee network and direct customers, market conditions and projections made by our management. Demand for our products may vary from our estimates due to a number of factors, including changes in customer requirements, market conditions, delays or changes in anticipated orders and competitive conditions. There can be no assurance that demand anticipated by us will materialise within the expected timelines or at all.

If we overestimate demand for our products, we may manufacture higher quantities of finished goods or procure higher quantities of raw materials than required. This may result in increased inventory levels, higher storage and handling costs, increased working capital requirements and potential write-offs or deterioration in the value of inventory. Further, certain raw materials and finished products may have limited shelf lives or may otherwise be susceptible to deterioration or expiry, and excess inventory may result in additional costs or losses. For details, see "- *We have significant working capital requirements and any interruption in sufficient cash flow, or in accessing suitable financing to meet capital requirements, may have an adverse effect on our business, financial condition and results of operations.*" on page 31. Conversely, if we underestimate demand for our products, we may not be able to manufacture and supply products in a timely manner to meet customer and franchisee requirements or react to changing market conditions. This may result in delays in deliveries, inability to fulfil orders, loss of business opportunities and an adverse impact on our relationships with our customers and franchisees. Any inability to maintain adequate inventory levels or production capacity may also affect our ability to respond effectively to changes in market demand. Since April 1, 2023, we have not experienced any instance of supply constraints, excess inventory or inventory write-offs arising from inaccurate demand forecasting that has materially adversely affected our business, results of operations, financial condition or cash flows.

While we monitor market trends, customer requirements, feedback and franchisee requirements to manage our production and inventory planning, there can be no assurance that our demand forecasts will always be accurate. Any significant variation between anticipated and actual demand may result in supply constraints or excess inventory, which could materially and adversely affect our business, financial condition, results of operations and cash flows.

41. *We have in the past entered into related party transactions and may continue to do so in the future. We cannot assure you that we could not have achieved more favourable terms had such arrangements been entered into with unrelated parties.*

We have entered into transactions with related parties in the past and from time to time, we may enter into related party transactions in the future. These transactions include, among other things, remuneration paid to KMPs, provision of loans, purchase of property and supply of services. For details of our related party transactions during Fiscals 2026, 2025 and 2024, see "*Financial Information – Note 37 – Related Party Disclosures*" on page 434.

While we believe that all such transactions have been conducted on an arm's length basis, in accordance with the Companies Act and rules thereunder, relevant accounting standards and other statutory compliances and all related party transactions that we may enter into post-listing, will be subject to Board or Shareholder approval, as necessary under the Companies Act, the SEBI Listing Regulations and other applicable laws, we cannot assure you that we could not have obtained more favourable terms had such transactions been entered into with unrelated parties. Further, it is likely that we may enter into additional related party transactions in the future. Such future related party transactions may potentially involve conflicts of interest and we cannot assure you that such

transactions, individually or in the aggregate, will not have an adverse effect on our business, financial condition, results of operations, cash flows and prospects.

42. *Our Promoters have extended personal guarantees for certain of our borrowings, and any failure or default by our Company to repay such loans in accordance with the terms and conditions of the financing documents could trigger repayment obligations on them, which may impact their ability to effectively service their obligations and thereby, affect our business and operations.*

Our Promoters have provided personal guarantee towards loan facilities taken by our Company. The table sets forth below provides the details of guarantees given by each of our Promoters, as at July 31, 2026.

Name of the Promoter	Amount Guaranteed (in ₹ million)	Amount outstanding as at July 31, 2026 (in ₹ million)
Akuri Srinivasa Reddy	1,923.40	1,237.99
A Sandhya	1,896.90	1,215.69

For further information, see "*History and Certain Corporate Matters – Details of guarantees given to third parties by the Promoter Selling Shareholders*" on page 314.

Any default or failure by our Company to repay the loans in a timely manner, or at all, could trigger repayment obligations of our Promoters in respect of such loans, which in turn, could have an impact on their ability to effectively service their obligations, thereby having an effect on our business, results of operations and financial condition. Furthermore, in the event that our Promoters withdraw or terminate their guarantees, our lenders for such facilities may ask for alternate guarantees, repayment of amounts outstanding under such facilities, or even terminate such facilities. Accordingly, our business, results of operations, financial condition and prospects may be adversely affected by the revocation of the personal guarantee provided by our Promoters.

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

As at March 31, 2026, our contingent liabilities as per Ind AS 37 that have been disclosed in our Restated Financial Information, were as follows:

(₹ in million)

Particulars	As at March 31, 2026
Income Tax Demands	86.12
Performance Bank Guarantee	85.33
Total	**171.45**

While most of these contingent liabilities have been incurred in the normal course of business, if these were to fully materialize or materialize at a level higher than we expect, it may materially and adversely affect our business, results of operations and financial condition. For further information, see "*Restated Financial Information – Note 35 – Contingent Liabilities and Commitments*" and "*Summary of Contingent Liabilities*" on pages 400 and 83.

44. *We may be unable to adequately obtain, maintain, protect and enforce our intellectual property rights. We may also be subject to intellectual property infringement claims, which may be expensive to defend and may disrupt our business and operations.*

As on the date of this Draft Red Herring Prospectus, we use 7 trademarks in India under Classes 2, 35 and 27, which are licensed to our Company. For further details, see "*Our Business – Intellectual Property*" and "*Governmental and Other Approvals – Intellectual Property"* on pages 295 and 482, respectively.

The registration of intellectual property including trademarks is a time-consuming process and there can be no assurance that any registration applications we may pursue will be successful and that such registration will be granted to us. If we fail to register the appropriate intellectual property, or our efforts to protect relevant intellectual property prove to be inadequate, the value attached to our brand and proprietary property could deteriorate, which could have a material adverse effect on our business growth and prospects. Our efforts to protect our intellectual property may not be adequate. Unauthorized parties may infringe upon or misappropriate our trademarks, brand names or other proprietary rights or information.

Certain applications filed in relation to our trademarks have been opposed by third parties and such opposition proceedings are currently pending before the relevant authorities. For details of the trademarks that are currently subject to opposition proceedings, see "*Government and Other Approvals – Intellectual Property*" on page 482. There can be no assurance that such opposition proceedings will be determined in our favour or that the relevant trademarks will ultimately be registered. An adverse determination in such proceedings may restrict our ability to obtain registration of, or otherwise protect or use, the relevant trademarks and may require us to incur costs in connection with such proceedings or take other remedial measures.

We may also be subject to claims by third parties alleging that our trademarks, brand names, product names, packaging, marketing materials or other intellectual property used in our business infringe or otherwise violate their intellectual property rights. Any such claims, whether or not ultimately successful, may require us to incur significant costs in defending such claims, divert management attention and, if determined adversely to us, could require us to cease or modify the use of the relevant intellectual property, pay damages or other amounts, or obtain licences from third parties on terms that may not be commercially acceptable, or at all.

Other than as disclosed above, since April 1, 2023, we have not identified any material instances of counterfeiting, infringement, imitation or passing off involving our brand name or other intellectual property, nor have we received any material claims or notices alleging that our use of intellectual property infringes the rights of any third party. However, there can be no assurance that we will not face any such instances or claims in the future or that we will be able to successfully detect, prevent or defend against them.

45. ***Our business depends on the effectiveness of our in-house product development capabilities and our ability to develop and introduce new products. Any failure or delay in achieving expected outcomes from our product development and improvement activities could adversely affect our business, results of operations and future growth.***

Our in-house product development team focuses on developing new paint products and improving and customising our existing products, including in relation to their formulations, performance, quality and cost efficiency. Our product development and improvement activities are undertaken based on, among other factors, evolving customer requirements, market trends, product performance and requirements arising from our Turnkey Paint Projects.

The success of our product development and improvement activities depends on various factors, including the availability of skilled personnel, access to appropriate testing facilities and raw materials, our ability to identify and respond to evolving customer and market requirements, including in relation to durability, weather resistance, corrosion protection and lifecycle performance, and our ability to successfully manufacture and introduce new or improved products on a commercial scale. Further, as discussed under "*Our Business – Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*" on page 260, we propose to enhance our product development capabilities through dedicated product development facilities, including a pilot plant and testing laboratories, as part of the Proposed Greenfield Project. Any inability to realise the intended benefits from such facilities could adversely affect our product development capabilities.

New or improved products developed by us may not achieve the anticipated level of customer acceptance or performance, may not meet customer requirements or may face competition from existing or alternative products. Further, if our product development team is unable to identify and respond to emerging trends in product formulations, finishes and value-added features, we may be unable to compete effectively with established industry participants that develop and introduce such offerings more successfully or on a more timely basis. Additionally, increasing environmental requirements and customer preference for sustainable and lower-VOC coating solutions may require us to upgrade our product formulations and incur additional research and development and compliance costs. We may also incur costs in connection with product development, testing and introduction without achieving the anticipated commercial benefits from such activities.

Any delay or failure in developing new products, improving or customising our existing products or achieving the expected outcomes from our product development activities could materially and adversely affect our business, financial condition, results of operations and prospects.

46. ***Our Manufacturing Facilities are dependent on a continuous supply of power, water and fuel and any disruption to these sources could increase our production costs and adversely affect our results of operations.***

We require power, fuel and water for the operation of our Manufacturing Facilities. If energy costs rise, or if electricity, fuel or water supplies are disrupted, our manufacturing operations could be disrupted, and our profitability could decline.

If for any reason electricity is not available, we may need to shut down our facilities until an adequate supply of electricity is restored. Interruptions of electricity supply can also result in production shutdowns, increased costs associated with restarting production and the loss of production in progress.

In addition, we source most of our water requirements from state utilities, but there is no assurance that we will be able to obtain a sufficient supply of water from sources in these areas, some of which are prone to drought. Therefore, we are subject to price risk and if supply or access is not available for any reason, our production may be disrupted and profitability could be adversely affected. While we have not experienced any interruptions to our power, fuel or water supplies since April 1, 2023, there is no guarantee that future interruptions would not occur due to unforeseen events.

47. ***We are subject to various environmental, health and safety, labour and workplace laws and regulations, compliance with which may increase our costs, and any non-compliance could adversely affect our business, results of operations and financial condition.***

We are subject to various environmental, health and safety laws and regulations in India relating to, among other matters, environmental protection, occupational health and workplace safety. For details, see "*Key Regulations and Policies in India*" on page 299. Changes in applicable laws and regulations may increase our compliance costs, require us to incur additional expenditure or impose restrictions on our operations. There can be no assurance that such requirements will not become more stringent over time.

The nature of our manufacturing operations involves inherent occupational and operational risks, including risks arising from the handling and storage of chemicals, solvents, pigments and other raw materials, exposure to flammable or combustible materials, operation of manufacturing and material-handling equipment, and incidents such as fires, spills, leakages or equipment malfunctions. While we have not experienced any work-related fatalities, material personal injuries, major operational incidents or material property damage since April 1, 2023, there can be no assurance that such incidents will not occur in the future. Any such event could result in personal injury, property damage, disruption of manufacturing operations, regulatory action or financial losses. While we maintain insurance policies covering certain personal injury and property damage risks, such coverage may not be adequate in all circumstances, and any liabilities, damages or compensation obligations exceeding available coverage could materially and adversely affect our business, financial condition, results of operations and cash flows.

Our manufacturing activities may also expose us to environmental risks, including those relating to air emissions, waste generation, storage and handling of chemicals and other hazardous materials, and accidental spills or leakages. We are required to comply with applicable environmental laws, regulations, permits and consents in relation to such matters. Any failure to comply with such requirements could result in regulatory action, penalties, fines, remediation obligations, restrictions on operations, suspension or closure of our facilities or other sanctions. We may also incur costs in connection with remedial measures or claims arising from environmental damage or exposure to hazardous substances.

Since April 1, 2023, we have not received any notices, fines or penalties, been the subject of proceedings or third-party property damage or personal injury claims or incurred any remediation or clean-up costs in respect of violations of any environmental laws. However, there can be no assurance that we will not be subject to such actions or liabilities in the future. Any material non-compliance with applicable environmental, health and safety requirements, or any significant accident or environmental incident, could adversely affect our business, results of operations, financial condition, cash flows and reputation.

48. ***We do not own certain of the properties used in our operations, including our Unit II located at Pashamylaram, our storage facilities and our commercial offices.***

We do not own the land on which our Unit II at Pashamylaram, Telangana, is located, which is leased from a third-party until September 30, 2028. In addition, we do not own certain properties used for our storage facilities in Gujarat, Maharashtra, Karnataka and New Delhi, and commercial offices in Gujarat, Maharashtra and Karnataka, which have been taken from third parties either on lease or on a leave and license basis. For further information, see "*Our Business – Properties*" on page 296. While the lease agreements for these premises are

typically long term in nature and provide us with an option to renew them, they also provide the lessor with the right to terminate the lease for non-compliance of the terms of the agreement. Termination of our leases may occur for reasons beyond our control, such as breaches of lease agreements by the landlords of our premises which is detrimental to our operations. If we, our current or future landlords breach the lease agreements, we may have to relocate to alternative premises or shut down our operations at such sites. Relocation of any part of our operations may cause disruptions to our business and may require significant expenditure, and we cannot assure you that in such a case, we will be able to find suitable premises on commercially reasonable terms in a timely manner, if at all or we may have to pay significantly higher rent or incur additional expenses towards interiors. Occurrence of any of these factors may materially and adversely affect our business, results of operations and financial condition.

Further, certain lease deeds in respect of the properties used by us may not be registered or adequately stamped and, consequently, may not be admissible as evidence in a court of law unless the applicable deficiencies are cured. We may also be required to pay additional stamp duty or penalties in connection with any inadequately stamped lease deeds. Further, we may not be able to assess or identify all risks and liabilities associated with any properties, such as faulty or disputed title, unregistered encumbrances or adverse possession rights, improperly executed, unregistered or insufficiently stamped instruments, or other defects of which we may not be aware.

49. *Some of our Directors, Promoters and their relatives could have interest in us other than normal remuneration benefits or reimbursements of expenses incurred.*

In addition to payment of remuneration, we have entered into related party transactions with our Promoters, entities in which our Promoters are interested, our Directors and Key Managerial Personnel in relation to, among other things, provision of loans, purchase of property and supply of services. For details, see Note 37 to our Restated Financial Information included in *"Financial Information – Restated Financial Information"* and *"— We have in the past entered into related party transactions and may continue to do so in the future. We cannot assure you that we could not have achieved more favourable terms had such arrangements been entered into with unrelated parties."* on pages 343 and 57 respectively.

Additionally, our Promoters are also interested in our Company to the extent of Equity Shares held by them. Our Promoters have also provided certain unsecured loans to our Company. As at July 31, 2026, the aggregate outstanding amount of such unsecured loans was ₹5.39 million, which are repayable on demand. Further, as at July 31, 2026, our Promoters have provided personal guarantees for certain of our borrowings, with guarantees aggregating to ₹1,923.40 million and ₹1,896.90 million provided by Akuri Srinivasa Reddy and A Sandhya, respectively, against which amounts of ₹1,237.99 million and ₹1,215.69 million, respectively, remained outstanding, and our business, financial condition, results of operations and prospects may be adversely affected by the revocation of all or any of the guarantees provided by our Promoters in connection with our Company's borrowings. For details, see *"— Our Promoters have extended personal guarantees for certain of our borrowings, and any failure or default by our Company to repay such loans in accordance with the terms and conditions of the financing documents could trigger repayment obligations on them, which may impact their ability to effectively service their obligations and thereby, affect our business and operations."* and Note 15 to our Restated Financial Information included in *"Financial Information – Restated Financial Information"* on pages 58 and 343, respectively. Furthermore, our Promoters are interested in certain properties acquired by our Company in the three years preceding this Draft Red Herring Prospectus and certain transactions relating to the acquisition of land, construction of building and supply of machinery, etc. For details, see *"Our Promoters and Promoter Group - Interests of our Promoters"* on page 334.

50. *Disruptions to transportation networks or logistics infrastructure may have an adverse effect on our business and results of operations.*

We rely on a combination of our own transportation fleet and third-party transportation and logistics service providers for the movement of our products and other materials used in our operations. Our own fleet, comprising eight vehicles as at July 31, 2026, is primarily used for transportation within Hyderabad and other parts of Telangana, while we rely on third-party transportation and logistics service providers for transportation to other geographies and for requirements arising from our Turnkey Paint Projects.

However, we do not enter into any formal agreements with the third-parties for our logistics and transportation needs. As a result, we may have limited contractual assurance regarding the continued availability, capacity or terms of such services, and our ability to transport products in a timely and cost-efficient manner depends on the availability and performance of third-party transportation and logistics service providers.

Our operations may be affected by increases in transportation and logistics costs, strikes or lock-outs, shortage of drivers or other labour, fuel price increases, accidents, adverse weather conditions, road closures, disruptions in transportation infrastructure and other events beyond our control. Transportation of goods may also expose us to risks of delay, loss, damage, pilferage, spoilage or shrinkage during transit. To the extent any such loss or damage is not adequately covered by insurance or recoverable from the relevant transportation service provider, we may be required to bear the resulting loss. Insurance coverage in respect of goods in transit is maintained or arranged depending on the applicable contractual terms and commercial arrangements with the relevant customer, transporter or logistics service provider. However, there can be no assurance that such insurance coverage will be sufficient to cover all losses arising during transit.

Since April 1, 2023, we have not experienced any material disruption in our transportation or logistics arrangements that has materially adversely affected our business, results of operations, financial condition or cash flows. However, any prolonged disruption in transportation or logistics services, or any inability to arrange alternative transportation on commercially acceptable terms and within required timelines, could result in delays in procurement, product deliveries or execution of our Turnkey Paint Projects, and could adversely affect our business, results of operations, financial condition and cash flows.

51. ***Internal or external fraud or misconduct by employees, channel partners, subcontracted painters and applicators, or other third parties engaged by us, including at customer project sites, could adversely affect our reputation and our results of operations.***

We may be subject to instances of fraud, misappropriation, unauthorized acts and misconduct by our employees, channel partners, subcontracted painters and applicators, or other third parties engaged by us, including at customer project sites, which may go unnoticed for certain periods of time before corrective action is taken. Fraudulent and unauthorized conduct by our employees or other persons acting on our behalf could also bind us to transactions that exceed the scope of authorization and expose us to financial, legal or reputational risks.

Our channel partners are involved in coordinating various aspects of the execution of our Turnkey Paint Projects, including coordination with painters and applicators at customer project sites. Given their involvement in project execution and interaction with customers, painters, applicators and other third parties, any fraudulent, unauthorized or improper conduct by such channel partners or persons coordinated through them may expose us to customer complaints or claims, financial losses, contractual or regulatory consequences and reputational harm, even where such conduct occurs without our knowledge or authorization.

It may not always be possible for us to detect or prevent fraud, misconduct, theft, misappropriation or other unauthorized activities, and the controls and procedures implemented by us to prevent or deter such conduct may not be effective in all cases. Any such conduct could result in regulatory action, customer claims, financial losses or damage to our brand and reputation.

Since April 1, 2023, we have not experienced any material instance of fraud, theft, misappropriation, misconduct or negligence by our employees, channel partners, painters and applicators, or other third parties engaged in connection with our operations that has materially adversely affected our business, results of operations, financial condition or reputation. However, there can be no assurance that we will not experience any such incidents in the future, which could adversely affect our business, results of operations and reputation.

52. ***Any downgrade of our credit ratings could lead to an increase in our borrowing costs and constrain our access to borrowings.***

Our business is dependent on our ability to obtain funds at competitive rates. Any downgrade in our credit ratings could increase borrowing costs and adversely affect our access to capital and debt markets. Credit ratings are issued by rating agencies to assess our financial strength, operating performance, and our ability to meet obligations. The following table sets forth the debt ratings our Company has received since April 1, 2023:

Rating Agency	Instrument	Credit Ratings	Date
India Ratings & Research	Bank loan facilities	IND BBB/Stable / IND A3+	April 1, 2026
India Ratings & Research	Proposed non-convertible debentures	IND BBB/Stable	April 1, 2026
India Ratings & Research	Fund-based working capital limits	IND BBB/Stable / IND A3+	October 10, 2025

While we have not experienced any downgrade in credit ratings since April 1, 2023, any downgrade in the credit ratings assigned to us for any of our facilities in the future could lead to high borrowing costs and limit our access to capital and lending markets and, as a result, could adversely affect our business, reputation, cash flows and results of operations. In addition, downgrades of our credit ratings could increase the possibility of additional terms and conditions being added to any new or replacement financing arrangements. For more information, see "*Financial Indebtedness*" on page 426.

53. *Any breach of the cybersecurity of our systems or unauthorized access to, loss or misuse of personal or other sensitive information maintained by us could disrupt our operations, damage our reputation, and adversely affect our business, financial condition and results of operations.*

We rely on information technology systems in connection with various aspects of our operations, including manufacturing, procurement, inventory management, sales, project execution, finance and other administrative functions. In the ordinary course of our business, we may collect, process and retain personal and other information relating to our employees, customers, franchisees, channel partners, vendors and other counterparties, as well as confidential and proprietary business information. For details relating to our information technology systems, see "*Our Business – Information Technology*" on page 292.

Our information technology systems and data may be vulnerable to cyber threats such as computer viruses, cybercrime, hacking, and similar disruptions from unauthorized intrusions. If such unauthorized use of our systems were to occur, data related to our customers and other proprietary information could be compromised.

We are also subject to applicable data protection and privacy laws, including the Information Technology Act, 2000 and the rules framed thereunder and, to the extent applicable, the Digital Personal Data Protection Act, 2023 and the Digital Personal Data Protection Rules, 2025, certain provisions of which are being brought into force in a phased manner. Compliance with applicable data protection requirements may require us to implement or modify systems, policies and processes relating to collection, use, storage, security and handling of personal data and may result in additional costs and management effort. Any failure to comply with applicable requirements may expose us to penalties, claims, remedial measures and reputational harm.

In the past, there have been instances of unauthorised or fraudulent transactions affecting us. In March 2025, unauthorized transactions aggregating ₹3.27 million were fraudulently debited from our bank account by unknown third parties through electronic and UPI-based transactions. We lodged a complaint with the Cyberabad Cyber Crime Police, Telangana, pursuant to which a first information report was registered. The entire amount remains outstanding as on the date of this Draft Red Herring Prospectus The matter is currently pending. For further details, see "*Outstanding Litigation and Material Developments – Outstanding legal proceedings by our Company – Criminal proceedings*" on page 473. Other than as set forth above, since April 1, 2023, we have not experienced any material cybersecurity incident or unauthorized access to, loss or misuse of personal or proprietary information that has materially adversely affected our business, financial condition, results of operations or cash flows. However, there can be no assurance that such incidents will not occur in the future or that our systems and controls will be sufficient to prevent or mitigate their impact.

54. *If we fail to maintain an effective system of internal controls, we may not be able to prepare reliable financial reports and effectively avoid frauds.*

Effective internal controls are necessary for us to prepare reliable financial reports and effectively avoid fraud. Moreover, any internal controls that we may implement, or our level of compliance with such controls, could deteriorate over time, due to evolving business conditions. To support our operational efficiency and financial accuracy, we have established various levels of internal controls across our operations, governed by internal policies. Our quality control system includes standard operating procedures, periodic inspections, multi-level checks during key operational processes, and ongoing monitoring to ensure adherence to internal policies. These internal controls and policies are designed to uphold our quality standards, enhance operational efficiency, and maintain effective inventory management. However, there can be no assurance that deficiencies in our internal controls will not arise in the future, 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.

While we have not faced any material disruption in our internal controls since April 1, 2023, any inability on our part to adequately detect, rectify or mitigate any such deficiencies in our internal controls could adversely affect our ability to accurately report, or successfully manage, our financial risks, and to avoid fraud, each of which could have an adverse effect on our business, financial condition, results of operations and cash flows.

55. ***Any variation in the utilization of the Net Proceeds or in the terms of any contract as disclosed in this Draft Red Herring Prospectus would be subject to certain compliance requirements, including prior Shareholders' approval.***

We propose to utilise the Net Proceeds for (i) funding capital expenditure requirements for our Proposed Greenfield Project; (ii) funding working capital requirements of our Company; and (iii) general corporate purposes. For further details of the proposed objects of the Offer, see *"Objects of the Offer"* on page 125. At this stage, we cannot determine with any certainty if we would require the Net Proceeds to meet any other expenditure or fund any exigencies arising out of competitive environment, business conditions, economic conditions or other factors beyond our control. In accordance with Section 27 of the Companies Act, 2013, we cannot undertake any variation in the utilization of the Net Proceeds as disclosed in this Draft Red Herring Prospectus without obtaining the Shareholders' approval through a special resolution. In the event of any such circumstances that require us to undertake variation in the disclosed utilization of the Net Proceeds, we may not be able to obtain the Shareholders' approval in a timely manner, or at all. Any delay or inability in obtaining such Shareholders' approval may adversely affect our business or operations. Further, our Promoters or controlling shareholders would be required to provide an exit opportunity to the shareholders who do not agree with our proposal to change the objects of the Offer or vary the terms of such contracts, at a price and manner as prescribed by SEBI. Additionally, the requirement on Promoters or controlling shareholders to provide an exit opportunity to such dissenting shareholders may deter the Promoters or controlling shareholders from agreeing to the variation of the proposed utilization of the Net Proceeds, even if such variation is in the interest of our Company. Further, we cannot assure you that the Promoters of our Company will have adequate resources at their disposal at all times to enable them to provide an exit opportunity at the price prescribed by SEBI. In light of these factors, we may not be able to undertake variation of objects of the Offer to use any unutilized proceeds of the Fresh Issue, if any, even if such variation is in the interest of our Company. This may restrict our Company's ability to respond to any change in our business or financial condition by re-deploying the unutilized portion of Net Proceeds, if any, or varying the terms of contract, which may adversely affect our business and results of operations.

56. ***Our Promoters will continue to exercise significant influence over our Company after the completion of the Offer.***

As at the date of this Draft Red Herring Prospectus, our Promoters collectively hold 71.28% of our issued, subscribed and paid-up Equity Share capital and along with the members of the Promoter Group together hold 77.76% of our issued, subscribed and paid-up Equity Share capital. After the completion of the Offer, our Promoters along with the members of the Promoter Group will continue to hold majority of our post offer Equity Share capital. Accordingly, our Promoters will continue to exercise significant influence over our business and all matters requiring Shareholders' approval, including the composition of our Board of Directors, the adoption of amendments to our constitutional documents, the approval of mergers, strategic acquisitions or joint ventures or the sales of substantially all of our assets, and the policies for dividends, investments and capital expenditures. This concentration of ownership could also delay, defer or even prevent a change in control of our Company and could make some transactions more difficult or impossible without the support of our Promoters. Further, the Promoters' shareholding could limit the ability of a third party to acquire control. The interests of our Promoters, as our Company's controlling Shareholders, could conflict with our Company's interests or the interests of our other Shareholders. There is no assurance that our Promoters will act to resolve any conflicts of interest in our Company's or our other Shareholders' favour.

57. ***We have, in the last 12 months, issued Equity Shares at a price that could be lower than the Offer Price.***

Except as stated in "*Capital Structure –Notes to Capital Structure –Share Capital History of our Company*" on page 96, we have not issued Equity Shares at prices that could be lower than the Offer Price during last one year from the date of this Draft Red Herring Prospectus. The price at which Equity Shares have been issued by our Company in the preceding one year is not indicative of the price at which they will be issued or traded after listing.

58. ***Majority of our Directors do not have any prior experience of being a director in any other listed company in India and lack of such adequate experience to address complexities associated with listed companies, could have an adverse effect on our business and operations.***

Majority of our Directors do not have any prior experience of holding directorship in a company listed on the Stock Exchanges. Post listing of the Equity Shares, our Company will be subject to the applicable regulatory requirements, including the regulations prescribed under SEBI Listing Regulations and the Companies Act. We

cannot assure you that we will be able to comply with the applicable regulatory requirements at all times. Any non-compliance with the regulatory framework, due to lack of experience or otherwise, may subject us to adverse regulatory actions, and have an adverse effect on the price of our Equity Shares.

59. *Our historical production levels and capacity utilization rates are based on estimates and assumptions, and actual capacity and utilization may differ from such estimates. Therefore, undue reliance should not be placed on our historical capacity information included in this Draft Red Herring Prospectus.*

The information relating to the estimated annual production capacities and the historical capacity utilization of our Manufacturing Facilities included in this Draft Red Herring Prospectus is based on assumptions and estimates of our management relating to working days and shifts per year, operating hours per day, batch processing times and changeovers between product batches, as certified by K B Chandra Sekhar, Independent Chartered Engineer, pursuant to a certificate dated September 25, 2026. For information in relation to the installed capacity and capacity utilization of our Manufacturing Facilities, see *"Our Business – Manufacturing - Capacity and Capacity Utilization of the Existing Manufacturing Facilities"* on page 277.

Our actual production capability and utilization during the periods presented may have differed from the capacity as estimated and certified above, and there can be no assurance that the assumptions underlying such estimation and certification are accurate, complete or free from error. Actual production levels and capacity utilization rates in future periods could also differ from the historical estimated capacity information included in this Draft Red Herring Prospectus, including on account of changes in any of the factors or assumptions described above. Therefore, undue reliance should not be placed on the historical capacity information included in this Draft Red Herring Prospectus.

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

Our ability to pay dividends in the future will depend on a number of internal and external factors. Some of the internal factors on the basis of which our Company may declare dividends shall, *inter alia*, include financial commitments with respect to outstanding borrowings and interest thereon, financial requirement for business expansion, parameters such as the past performance or reputation of our Company, working capital management of our Company, amount of cash holding in our Company, etc. The external factors on the basis of which our Company may declare dividends shall, *inter alia*, include the state of economy and capital markets requiring our Company to maintain liquidity, taxation and other regulatory changes including introduction of new or changes in existing tax or regulatory requirements, market expansion plan, and other macroeconomic conditions. In addition, our ability to pay dividends may be impacted by a number of factors, including restrictive covenants under our current or future loan or financing documents. Such factors were confirmed by our Board in their meeting held on August 29, 2026, where they approved the formal dividend policy of the Company, which includes parameters to be considered by the Board for declaration of dividend, with an objective of rewarding the Shareholders of the Company.

The details of dividends distributed on the Equity Shares are as follows:

Particulars	From April 1, 2026 till the date of this DRHP	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024
Number of Equity Shares	48,711,600	17,397,000	15,744,730	1,104,000
Record date	N.A.	September 16, 2026	September 26, 2025	September 30, 2024
Number of Equity Shares on record date	N.A.	48,711,600	15,777,769	15,472,910
Face value of Equity Shares as on record date (in ₹ per Equity Share)	N.A.	5	10	10
Dividend per Equity Share (in ₹)	N.A.	0.35	1.00	0.50
Total amount of dividend declared	N.A.	17.05	15.78	7.74
Date of payment of dividend	N.A.	Declared, not yet paid	October 16, 2025	October 28,2024
Dividend rate (%)	N.A.	7.00%	10.00%	5.00%

We cannot assure you that we will be able to pay dividends on the Equity Shares at any point in the future.

The amounts paid as dividends in the past are not necessarily indicative of the dividend policy of our Company or dividend amounts, if any, in the future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board and will depend on factors that our Board deems relevant. The declaration and payment of dividends, if any, will be recommended by our Board and approved by our Shareholders, at their discretion, in accordance with provisions of our Articles of Association and applicable law, including the Companies Act.

For further information, see *"Dividend Policy"* on page 342. We may retain all future earnings, if any, for use in the operations and expansion of the business. As a result, we may not declare dividends in the foreseeable future. Accordingly, realization of a gain on Shareholders' investments will depend on the appreciation of the price of the Equity Shares. There is no guarantee that our Equity Shares will appreciate in value.

61. *Certain sections of this Draft Red Herring Prospectus disclose information from the CRISIL Report which has been commissioned and paid for by us exclusively in connection with the Offer and any reliance on such information for making an investment decision in the Offer is subject to inherent risks.*

This Draft Red Herring Prospectus includes certain information that is derived from the CRISIL Report, which was prepared by Crisil Intelligence and commissioned and paid for by us for the purpose of the Offer pursuant to an engagement letter dated March 2, 2026. Crisil Intelligence is not in any manner related to our Company, Directors, Promoters, Key Managerial Personnel, members of Senior Management, members of Promoter Group and Group Companies. A copy of the CRISIL Report will be available on our Company's website at https://www.technopaints.in/investor-relations#offer-documents.

The CRISIL Report is subject to various limitations and based upon certain assumptions that are subjective in nature. The CRISIL Report contains estimates, projections and forecasts as well as forward-looking statements that could prove to be incorrect. The CRISIL Report is not a recommendation to buy or sell securities in any company covered in the CRISIL Report. Accordingly, prospective investors should not place undue reliance on or base their investment decision solely on information derived from the CRISIL Report included in this Draft Red Herring Prospectus.

62. *The requirements of being a publicly listed company could strain our resources.*

We are not a publicly listed company and have not, historically, been subjected to the increased scrutiny of our affairs by shareholders, regulators and the public at large that is associated with being a listed company. As a listed company, we will incur significant legal, accounting, corporate governance and other expenses that we did not incur as an unlisted company. We will be subject to the SEBI Listing Regulations, which will require us to file audited annual and unaudited quarterly reports with respect to our business and financial condition. If we experience any delays, we may fail to satisfy our reporting obligations and/or we may not be able to readily determine and accordingly report any changes in our results of operations as promptly as other listed companies. Any failure to comply with applicable listing and disclosure requirements may also expose us to regulatory actions by the Stock Exchanges or SEBI, including the imposition of monetary penalties, fines, restrictions on trading of our Equity Shares or other disciplinary actions, which could adversely affect our reputation, financial condition and the market price of our Equity Shares.

Further, as a publicly listed company, we will need to maintain and improve the effectiveness of our disclosure controls and procedures and internal control over financial reporting, including keeping adequate records of daily transactions. In order to maintain and improve the effectiveness of our disclosure controls and procedures and internal control over financial reporting, significant resources and management attention will be required. As a result, our management's attention could be diverted from our business concerns, which could adversely affect our business, prospects, results of operations and financial condition. In addition, we may need to hire additional legal and accounting staff with appropriate experience and technical accounting knowledge, which would increase our overall compliance costs. We cannot assure you that we will be able to recruit these personnel promptly or efficiently.

63. *Our funding requirements and the proposed deployment of Net Proceeds have not been appraised and our management will have broad discretion over the use of the Net Proceeds.*

We propose to utilise the Net Proceeds for (i) funding capital expenditure requirements for our Proposed Greenfield Project; (ii) funding working capital requirements of our Company; and (iii) general corporate purposes. For further details, see "*Objects of the Offer – Requirement of funds and utilization of Net Proceeds*" on page 125.

The objects of the Offer have not been appraised by any bank or financial institution, and our funding requirement is based on management estimates, current circumstances of our business and prevailing market conditions, which are subject to changes in external factors, such as financial and market conditions, market feedback and demand of our products, competition, business strategy and interest/exchange rate fluctuations, which may not be within the control of our management. Based on the competitive nature of our industry, we may have to revise our business plan and/or management estimates from time to time and consequently our funding requirements may also change.

Such internal estimates may differ from the value that would have been determined by third party appraisals, which may require us to reschedule or reallocate our expenditure, subject to applicable laws. In case of increase in actual expenses or shortfall in requisite funds, additional funds for a particular activity will be met by any means available to us, including internal accruals and additional equity and/or debt arrangements, and may have an adverse effect on our business, results of operations, financial condition and cash flows. Accordingly, investors in our Equity Shares will be relying on the judgment of our management regarding the application of the Net Proceeds.

Further, pursuant to Section 27 of the Companies Act and other applicable law, any variation in the Objects of the Offer would require a special resolution of the shareholders and the Promoters or controlling shareholders will be required to provide an exit opportunity to the shareholders who do not agree to such proposal to vary the Objects of the Offer, at such price and in such manner in accordance with applicable law.

Our Company, in accordance with the applicable law and to attain the objects set out above, will have the flexibility to deploy the Net Proceeds. Pending utilization of the Net Proceeds for the purposes described above, our Company may temporarily deposit the Net Proceeds within one or more scheduled commercial banks included in the Second Schedule of Reserve Bank of India Act, 1934 as may be approved by our Board. We will appoint a Monitoring Agency for monitoring the utilization of Net Proceeds in accordance with Regulation 41 of the SEBI ICDR Regulations and the Monitoring Agency will submit its report to us on a quarterly basis in accordance with the SEBI ICDR Regulations.

64. ***We have included certain non-GAAP financial measures and certain statistical information related to our business, financial condition, results of operations and cash flows in this Draft Red Herring Prospectus. These non-GAAP financial measures and statistical information could vary from any standard methodology that is applicable across the manufacturing industry, and therefore may not be comparable with non-GAAP financial measures or statistical information of similar nomenclature computed and presented by other companies.***

In evaluating our business, we consider and use certain non-GAAP financial measures and statistical information, such as Revenue from Operations Growth, Gross Profit, Gross Profit Margin, Operating EBITDA, Operating EBITDA Margin, PAT Margin, Net Debt, Net Debt to Total Equity, Net Debt to Operating EBITDA, Net Working Capital Days, Fixed Asset Turnover Ratio, Return on Average Equity and Return on Average Capital Employed, which are not required by, or presented in accordance with, Ind AS or any other generally accepted accounting principles. Further, these non-GAAP financial measures and statistical information are not a measurement of our financial performance or liquidity under Ind AS or any other generally accepted accounting principles and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the year or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Ind AS or any other generally accepted accounting principles. We compute and disclose such non-GAAP financial measures and such other statistical information as we consider such information to be useful measures of our business and financial performance. These non-GAAP financial measures and other statistical information may not be computed on the basis of any standard methodology that is applicable across the industry and, therefore, may not be comparable to financial measures and statistical information of similar nomenclature that may be computed and presented by other companies.

Certain of our non-GAAP financial measures and statistical information (referred to as KPIs) are disclosed in *"Basis for Offer Price – Key Performance Indicators and Accounting Ratios"* on page 155. After the listing of

the Equity Shares on the Stock Exchanges, we will continue to disclose the KPIs in accordance with the applicable regulations. However, as the industry in which we operate continues to evolve, the KPIs by which we evaluate our business may change in the future.

We have also included certain non-GAAP financial measures and statistical information of our competitors listed on the Stock Exchanges in *"Basis for Offer Price – Key Performance Indicators and Accounting Ratios"* on page 155, which may not be based on any standard methodology and are subject to various assumptions.

EXTERNAL RISKS

65. *Any downturn in the macroeconomic environment or global geopolitical instability, including conflicts affecting energy markets and supply chains, could adversely affect our business, financial condition, results of operations and cash flows.*

Our performance and growth are dependent to a significant extent on economic conditions in India, where all of our business is conducted. A slowdown in economic growth, higher interest rates, inflationary pressures, reduced availability of credit or lower levels of investment in construction, real estate and infrastructure may adversely affect demand for our paint products and Turnkey Paint Projects.

India may also be affected by broader global geopolitical instability and conflicts, including ongoing tensions in the Middle East and Eastern Europe. Such developments may result in volatility in global crude oil and petrochemical prices, disruption of shipping routes and supply chains, and increases in transportation, logistics and other input costs. Since a number of raw materials used in the manufacture of paint products are crude oil-derived or otherwise influenced by crude oil and petrochemical prices, any sustained increase in such prices could increase our cost of production and adversely affect our margins, particularly where we are unable to pass on such increases to customers in a timely manner.

Macroeconomic conditions may also affect construction activity, infrastructure development, real estate demand, government and private sector expenditure and customer spending, which may in turn affect the timing, value or availability of projects and demand for our products. Further, disruptions in domestic or global supply chains may affect the availability or cost of raw materials, packaging materials and other inputs used in our operations, and may result in delays in manufacturing, product deliveries or project execution.

There can be no assurance that we will be able to mitigate the impact of adverse macroeconomic or geopolitical developments. Any sustained deterioration in economic conditions, disruption in energy or commodity markets, or interruption in supply chains could materially and adversely affect our business, financial condition, results of operations and cash flows.

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

Our manufacturing facilities, storage facilities, offices and customer project sites may be exposed to natural disasters and adverse weather events, including floods, cyclones, storms, earthquakes, fires, explosions, pandemics and epidemics, as well as man-made events such as acts of terrorism, civil unrest, violence or war. Any such event may damage our facilities, inventory, equipment or records, disrupt manufacturing or logistics, delay the supply of raw materials or finished products, interrupt the execution of our Turnkey Paint Projects or otherwise adversely affect our operations.

Our exposure to such risks may be heightened by the geographic concentration of our operations. All of our manufacturing facilities are located in Telangana, and a substantial portion of our Turnkey Paint Projects are undertaken in Telangana. Accordingly, any significant disruption affecting Telangana could have a disproportionate impact on our manufacturing operations and project execution.

Such events may also disrupt transportation networks, utilities, labour availability, supply chains or customer operations, resulting in delays in production, product deliveries or project execution and increased operating costs. While we maintain insurance coverage in relation to certain risks arising from our operations, such coverage may not be sufficient to protect us against all losses or liabilities that may arise from such events.

Since April 1, 2023, we have not experienced any natural or man-made disaster that has materially adversely affected our business, financial condition, results of operations or cash flows. However, there can be no assurance

that similar events will not occur in the future or that any such event will not materially disrupt our operations or adversely affect our business, financial condition, results of operations and cash flows.

67. *We may be affected by competition laws, and any adverse application or interpretation of the Competition Act could adversely affect our business and expansion strategy.*

Our business involves various contractual arrangements with suppliers, franchisees, channel partners and other service providers. Certain provisions of these arrangements, including those relating to exclusivity, territorial restrictions, supply arrangements or other commercial terms may be subject to scrutiny under the Competition Act, 2002. Any investigation, inquiry or adverse determination by the Competition Commission of India may require us to modify our business practices or contractual arrangements, and may result in penalties, increased compliance costs or reputational harm.

Further, any acquisitions, investments, joint ventures, strategic alliances or other business combinations undertaken by us may require notification to, and approval from, the CCI if the applicable thresholds are met. Non-compliance with applicable merger-control requirements may result in penalties or delays in consummation of such transactions, which could adversely affect our ability to implement our growth strategy.

68. *Changing laws, rules and regulations and legal uncertainties, including any adverse application of tax laws and regulations leading to new compliance requirements could have a material adverse effect on our business, financial condition, results of operations and cash flows.*

The regulatory and policy environment in which we operate is evolving and subject to change. Our business and financial condition could be materially adversely affected by changes in the laws, rules or regulations applicable to us, changes in the interpretation or implementation of existing laws, rules and regulations, or the introduction of new laws, rules and regulations. Governmental and regulatory authorities may introduce new requirements or policies which could require us to obtain additional approvals or licences, modify our business practices or operations, or comply with additional conditions or requirements. Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, applicable law, regulation or policy, including due to the absence or limited availability of administrative or judicial precedent, could be time-consuming and costly to resolve and could adversely affect our existing operations or ability to grow our business.

Tax and other levies imposed by the central and state governments in India that affect our operations include income tax, goods and services tax, stamp duty and other applicable taxes, duties, cesses and surcharges. The tax regime in India is subject to change from time to time, and any changes in applicable tax rates, interpretation of tax laws, classification of our products or tax treatment of our transactions could increase our tax liabilities or compliance costs. In particular, changes in GST rates or classification applicable to our paint products or services could affect the pricing of our products and Turnkey Paint Projects, customer demand, project costs and margins, and our results of operations.

The Government of India has implemented the four consolidated labour codes, comprising the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020. These laws consolidate and replace various existing central labour legislations and introduce changes relating to, among other matters, wages, social security, industrial relations, occupational safety and working conditions.

Given the nature of our manufacturing operations and the execution of Turnkey Paint Projects, implementation of, or changes pursuant to, applicable labour laws may require us to modify our employment and labour practices, compensation structures, social security contributions, workplace safety measures, record-keeping and other compliance processes. Such changes could increase our employee and labour costs and compliance expenditure. Further, uncertainties in the interpretation or implementation of such laws, including differences in applicable requirements across states in which we operate, may increase our compliance burden and expose us to regulatory proceedings, employee claims, penalties or litigation.

Compliance with new or amended laws and regulations may require significant expenditure, management time and other resources. Any failure to comply with applicable requirements, or any increase in costs arising from changes in such requirements, could adversely affect our business, financial condition, results of operations and cash flows.

69. ***Financial difficulty or systemic stress in Indian banks and financial institutions could adversely affect our access to financing and increase our borrowing costs, which may adversely affect our business, financial condition, results of operations and cash flows.***

We rely on banks and financial institutions for working capital facilities and other financing requirements. Any systemic stress, liquidity constraints or financial instability affecting the Indian banking or financial sector could reduce the availability of credit, increase borrowing costs, tighten lending terms or delay access to funding. Any inability to obtain financing when required, or to obtain such financing on commercially acceptable terms, could adversely affect our working capital, capital expenditure, implementation of our growth strategies and overall business operations.

70. ***Our ability to borrow in foreign currencies is restricted by Indian law.***

Indian companies are subject to foreign exchange regulations that regulate borrowing in foreign currencies, including those specified under FEMA. Such regulatory restrictions limit our ability to borrow in foreign currencies and, therefore, could negatively affect our ability to obtain financing on competitive terms. In addition, we cannot assure you that any required approvals for borrowing in foreign currency will be granted to us without onerous conditions, or at all. Such, and other, limitations on raising foreign capital could adversely affect our business, results of operations, financial condition and cash flows.

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

There are provisions in Indian law that could delay, deter or prevent a future takeover or change in control of our Company. These provisions could discourage or prevent certain types of transactions involving actual or threatened change in control of our Company. Under the Takeover Regulations, an acquirer has been defined as any person who, directly or indirectly, acquires or agrees to acquire shares or voting rights or control over a company, whether individually or acting in concert with others. Although these provisions have been formulated to ensure that interests of investors/shareholders are protected, these provisions could also discourage a third party from attempting to take control of our Company.

72. ***A downgrade in India's sovereign debt rating by international rating agencies could adversely affect the terms on which we are able to raise additional borrowings or refinance our existing borrowings.***

India's sovereign debt rating could be downgraded due to several factors, including changes in tax or fiscal policy or a decline in India's foreign exchange reserves, all of which are outside our control. Any adverse changes to India's sovereign debt rating by international rating agencies could adversely affect our debt ratings and the terms on which we are able to raise additional borrowings or refinance any existing borrowings, which could have an adverse effect on our business, financial condition, results of operations and cash flows.

73. ***Inflationary pressures in India may increase our costs and could adversely affect our margins, profitability and results of operations.***

Inflationary pressures in India may increase the cost of raw materials, employee-related expenses, utilities, transportation and logistics and other operating expenses incurred in our manufacturing operations and execution of Turnkey Paint Projects. To the extent we are unable to pass on such increases to our customers through corresponding increases in product prices or project pricing, or if such price increases adversely affect demand, our margins and profitability could be adversely affected.

Risks Relating to the Equity Shares and the Offer

74. ***The determination of the Price Band is based on various factors and assumptions, and the Offer Price of the Equity Shares may not be indicative of the market price of the Equity Shares upon listing on the Stock Exchanges. Investors bear the risk of fluctuations in the price of Equity Shares and there can be no assurance that a liquid market for the Equity Shares will develop following the listing of the Equity Shares on the Stock Exchanges.***

There has been no public market for the Equity Shares prior to the Offer, the determination of the Price Band is based on various factors and assumptions and will be determined by our Company, in consultation with the BRLM. The Offer Price will be determined by our Company, in consultation with the BRLM, through the Book

Building Process in terms of Regulation 28 and Schedule XIII of SEBI ICDR Regulations. The relevant financial parameters based on which the Price Band will be determined shall be disclosed in the advertisement that will be issued for the publication of the Price Band. The Offer Price will be based on numerous factors, as described under "*Basis for Offer Price*" on page 152. This price may not necessarily be indicative of the market price of the Equity Shares after the Offer is completed. You may not be able to re-sell your Equity Shares at or above the Offer Price and could, as a result, lose all or part of your investment. The price at which the Equity Shares will trade at after the Offer will be determined by the marketplace and could be influenced by many factors, including:

- our financial condition, results of operations and cash flows;
- the history of and prospects for our business;
- an assessment of our management, our past and present operations and the prospects for as well as timing of our future revenues and cost structures;
- the valuation of publicly traded companies that are engaged in business activities similar to ours;
- quarterly variations in our results of operations;
- results of operations that vary from the expectations of securities analysts and investors;
- results of operations that vary from those of our competitors;
- changes in expectations as to our future financial condition, including financial estimates by research analysts and investors;
- a change in research analysts' recommendations;
- announcements by us or our competitors of significant acquisitions, strategic alliances, joint operations or capital commitments;
- announcements of significant claims or proceedings against us;
- new laws and government regulations that directly or indirectly affect our business;
- additions or departures of Key Managerial Personnel;
- changes in interest rates;
- fluctuations in stock market prices and volume; and
- general economic conditions.

The Indian stock markets have, from time to time, experienced significant price and volume fluctuations that have affected market prices for the securities of Indian companies. As a result, investors in the Equity Shares could experience a decrease in the value of the Equity Shares regardless of our financial condition, results of operations and cash flows.

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

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

The Equity Shares will be listed on the Stock Exchanges. Pursuant to applicable Indian laws, certain actions must be completed before the Equity Shares can be listed and trading in the Equity Shares may commence. The Allotment of Equity Shares in this Offer and the credit of such Equity Shares to the applicant's demat account with depository participant could take approximately three Working Days from the Bid/ Offer Closing Date and trading in the Equity Shares upon receipt of final listing and trading approvals from the Stock Exchanges is expected to commence within three Working Days of the Bid/ Offer Closing Date. There could be a failure or delay in listing of the Equity Shares on the Stock Exchanges. Any failure or delay in obtaining the approval or otherwise any delay in commencing trading in the Equity Shares would restrict investors' ability to dispose their Equity Shares. There can be no assurance that the Equity Shares will be credited to investors' demat accounts, or that trading in the Equity Shares will commence, within the time periods specified in this risk factor. We could also be required to pay interest at the applicable rates if allotment is not made, refund orders are not dispatched or demat credits are not made to investors within the prescribed time periods.

76. ***We will not receive any proceeds from the Offer for Sale.***

The Offer consists of a Fresh Issue and an Offer for Sale. Each of the Promoter Selling Shareholders will be entitled to their respective portion of the proceeds from the Offer for Sale in proportion of the Equity Shares offered by the respective Promoter Selling Shareholders as part of the Offer for Sale. The expenses of the Promoter Selling Shareholders will, at the outset, be borne by our Company and each Promoter Selling Shareholder will

reimburse our Company for such expenses (inclusive of taxes) incurred by our Company on behalf of such Promoter Selling Shareholders, in relation to the Offer in the manner as prescribed under applicable law and in a manner as may be mutually agreed among our Company and the Promoter Selling Shareholders. Our Company will not receive any proceeds from the Offer for Sale. For further details, see "*Objects of the Offer*" on page 125.

77. *Investors could be subject to Indian taxes arising out of capital gains and stamp duty on the sale of the Equity Shares and will be subject to Indian taxes on any dividends.*

Under current Indian tax laws, unless specifically exempted, capital gains arising from the sale of equity shares held as investments in an Indian company are generally taxable in India. A securities transaction tax ("**STT**") is levied on and collected by an Indian stock exchange on which equity shares are sold. Any gain realized on the sale of listed equity shares on a stock exchange held for more than 12 months could be subject to long-term capital gains tax in India at the specified rates depending on certain factors, such as STT paid, the quantum of gains and any available treaty exemptions. Accordingly, you could be subject to payment of long-term capital gains tax in India, in addition to payment of STT, on the sale of any equity shares held for more than 12 months. STT will be levied on and collected by a domestic stock exchange on which the Equity Shares are sold. Further, any gain realized on the sale of our equity shares held for a period of 12 months or less will be subject to short-term capital gains tax in India. While non-residents could claim tax treaty benefits in relation to such capital gains income, generally, Indian tax treaties do not limit India's right to impose tax on capital gains arising from sale of shares of an Indian company.

Capital gains arising from the sale of the Equity Shares will not be chargeable to tax in India in cases where relief from such taxation in India is provided under a treaty between India and the country of which the seller is resident read with the Multilateral Instrument ("**MLI**"), if and to the extent applicable, and the seller is entitled to avail benefits thereunder. Generally, Indian tax treaties do not limit India's ability to impose tax on capital gains. As a result, residents of other countries may be liable for tax in India as well as in their own jurisdiction on a gain upon the sale of the Equity Shares. Our Company may or may not grant the benefit of a tax treaty (where applicable) to a non-resident Shareholder for the purposes of deducting tax at source pursuant to any corporate action including dividends. No dividend distribution tax is required to be paid in respect of dividends declared, distributed or paid by a domestic company after March 31, 2020, and accordingly, such dividends would not be exempt in the hands of the Shareholders, both resident as well as non-resident.

More recently, the Government of India announced the Union Budget for Fiscal 2027, following which the Finance Bill, 2026, was passed by the Parliament of India and subsequently notified as the Finance Act, 2026 ("**Finance Act**"). Potential investors are advised to consult their own tax advisors and carefully consider the potential tax consequences of acquiring, holding or disposing of the Equity Shares. Any amendments to applicable tax laws introduced pursuant to the Finance Act, or any future changes in tax laws or their interpretation or implementation, may affect the tax consequences associated with an investment in the Equity Shares.

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

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

79. *Fluctuations in the exchange rate between the Rupee and other currencies could have an adverse effect on the value of the Equity Shares in those currencies, independent of our results of operations.*

Upon listing, the Equity Shares will be quoted in Rupees on the Stock Exchanges. Any dividends in respect of the Equity Shares will be paid in Rupees and subsequently converted into the relevant foreign currency for repatriation, if required. Any adverse movement in currency exchange rates during the time it takes to undertake

such conversion could reduce the net dividend received by investors. In addition, any adverse movement in currency exchange rates during a delay in repatriating the proceeds from a sale of Equity Shares outside India, for example, because of a delay in regulatory approvals that may be required for the sale of Equity Shares, could reduce the net proceeds received by investors. The exchange rate between the Rupee and other currencies (such as the U.S. dollar, the Euro, the pound sterling, the Hong Kong dollar and the Singapore dollar) has changed substantially in the past and could fluctuate substantially in the future, which could have an adverse effect on the value of the Equity Shares and returns from the Equity Shares in foreign currency terms, independent of our operating results.

80. ***Foreign investors are subject to investment restrictions under Indian law that limit our ability to attract foreign investors, which could adversely affect the trading price of the Equity Shares.***

Under foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain restrictions), if they comply with the valuation and reporting requirements specified by the RBI. If a transfer of shares is not in compliance with such requirements and does not fall under any of the exceptions specified by the RBI, then the RBI's prior approval is required. Additionally, shareholders who seek to convert Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India require a no-objection or a tax clearance certificate from the Indian income tax authorities. Further, this conversion is subject to the shares having been held on a repatriation basis and, either the security having been sold in compliance with the pricing guidelines or, the RBI's approval having been obtained for the sale of shares and corresponding remittance of the sale proceeds. We cannot assure you that any required approval from the RBI or any other governmental agency can be obtained with or without any particular terms or conditions.

Further, in accordance with Press Note No. 3 (2020 Series), dated April 17, 2020, issued by the Department for Promotion of Industry and Internal Trade, Government of India, and the Foreign Exchange Management (Non-debt Instruments) Amendment Rules, 2020, which came into effect from April 22, 2020, investments in an Indian entity where the beneficial owner of such investment is situated in or is a citizen of a country which shares a land border with India, can only be made through the Government approval route, as prescribed in the FDI Policy. These investment restrictions shall also apply to subscribers of offshore derivative instruments. We cannot assure you that any approval required under applicable foreign investment laws will be obtained on any particular terms or at all.

Accordingly, restrictions under Indian law applicable to foreign investment in, and transfer and repatriation of proceeds from, the Equity Shares may limit the ability of certain foreign investors to invest in or transfer our Equity Shares, which could adversely affect demand for, and the trading price and liquidity of, our Equity Shares. For further information, see "*Restrictions on Foreign Ownership of Indian Securities*" on page 535.

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

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

However, if the law of the jurisdiction that you are in does not permit the exercise of such pre-emptive rights without our Company filing an offering document or registration statement with the applicable authority in such jurisdiction, you will be unable to exercise such pre-emptive rights unless our Company makes such a filing. Our Company may elect not to file a registration statement in relation to pre-emptive rights otherwise available by Indian law to you. To the extent that you are unable to exercise pre-emptive rights granted in respect of the Equity Shares, you could suffer future dilution of your ownership position and your proportional interests in our Company would be reduced.

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

Subsequent to the listing of the Equity Shares, we could be subject to Additional Surveillance Measures ("**ASM**") and Graded Surveillance Measures ("**GSM**") by the Stock Exchanges. These measures are in place to enhance the integrity of the market and safeguard the interest of investors. The criteria for shortlisting any security trading on the Stock Exchanges for ASM is based on objective criteria, which includes market-based parameters such as high low price variation, concentration of client accounts, close to close price variation, market capitalization, average daily trading volume and its change, and average delivery percentage, among others. Securities are subject to GSM when its price is not commensurate with the financial health and fundamentals of the issuer.

Specific parameters for GSM include net worth, net fixed assets, price to earnings ratio, market capitalization and price to book value, among others. Factors within and beyond our control could lead to our securities being subject to GSM or ASM. In the event our Equity Shares are subject to such surveillance measures implemented by any of the Stock Exchanges, we could be subject to certain additional restrictions in connection with trading of our Equity Shares such as limiting trading frequency (for example, trading either allowed once in a week or a month) or freezing of price on upper side of trading which could have an adverse effect on the market price of our Equity Shares or could in general cause disruptions in the development of an active trading market for our Equity Shares.

83. ***Any future issuance of Equity Shares or convertible securities or other equity-linked securities by us could dilute your shareholding and sales of the Equity Shares by our major shareholders could adversely affect the trading price of the Equity Shares.***

We could be required to finance our growth through future equity offerings. Any future issuance of our Equity Shares, convertible securities or securities linked to our Equity Shares by us, including through exercise of employee stock options may dilute your shareholding in us. Any future equity issuances by us, including a primary offering, may lead to the dilution of investors' shareholdings in us. Any disposal of Equity Shares by our major shareholders or the perception that such issuance or sales could occur, including to comply with the minimum public shareholding norms applicable to listed companies in India could adversely affect the trading price of the Equity Shares, which could lead to other adverse consequences including difficulty in raising capital through offering of the Equity Shares or incurring additional debt. We cannot assure you that we will not issue further Equity Shares or that the shareholders will not dispose of, pledge or encumber the Equity Shares in the future. Any future issuances could also dilute the value of your investment in the Equity Shares. In addition, any perception by investors that such issuances or sales might occur could also affect the market price of the Equity Shares.

84. ***It may not be possible for investors to enforce any judgment obtained outside India against our Company, the Directors or the Key Managerial Personnel in India, respectively, except by way of a lawsuit in India on such judgment.***

Our Company is a company incorporated under the laws of India and all of our Directors and Key Managerial Personnel are located in India. All of our assets are located in India. As a result, it may not be possible for investors to effect service of process upon our Company or such persons in jurisdictions outside India, or to enforce judgments obtained against such parties outside India. Furthermore, it is unlikely that an Indian court would enforce foreign judgments if that court was of the view that the amount of damages awarded was excessive or inconsistent with public policy, or if judgments are in breach or contrary to Indian law. In addition, a party seeking to enforce a foreign judgment in India is required to obtain approval from the RBI to execute such a judgment or to repatriate outside India any amounts recovered.

Recognition and enforcement of foreign judgments is provided for under Section 13 and Section 44A of the Code of Civil Procedure, 1908. India is not a party to any international treaty in relation to the recognition or enforcement of foreign judgments. India has reciprocal recognition and enforcement of judgments in civil and commercial matters with only a limited number of jurisdictions, including the United Kingdom, United Arab Emirates, Singapore and Hong Kong. In order to be enforceable, a judgment from a jurisdiction with reciprocity must meet certain requirements established in the Indian Code of Civil Procedure, 1908. The Code of Civil Procedure, 1908 only permits the enforcement and execution of monetary decrees in the reciprocating jurisdiction, not being in the nature of any amounts payable in respect of taxes, other charges, fines or penalties. Judgments or decrees from jurisdictions which do not have reciprocal recognition with India cannot be enforced by proceedings in execution in India. Therefore, a final judgment for the payment of money rendered by any court in a non-reciprocating territory for civil liability, whether or not predicated solely upon the general laws of the non-reciprocating territory, would not be directly enforceable in India. The party in whose favour a final foreign judgment in a non-reciprocating territory is rendered may bring a fresh suit in a competent court in India based on the final judgment within three years of obtaining such final judgment. However, it is unlikely that a court in

India would award damages on the same basis as a foreign court if an action were brought in India or that an Indian court would enforce foreign judgments if it viewed the amount of damages as excessive or inconsistent with the public policy in India. Further, we cannot assure you that a suit brought in an Indian court in relation to a foreign judgment will be disposed of in a timely manner. In addition, any person seeking to enforce a foreign judgment in India is required to obtain the prior approval of the RBI to repatriate any amount recovered, and we cannot assure that such approval will be forthcoming within a reasonable period of time, or at all, or that conditions of such approval would be acceptable. Such an amount may also be subject to income tax in accordance with applicable law.

85. ***There is no guarantee that our Equity Shares will be listed, or continue to be listed, on the Indian stock exchanges in a timely manner, or at all, and prospective investors will not be able to immediately sell their Equity Shares on NSE and BSE.***

In accordance with Indian law and practice, final approval for listing and trading of our Equity Shares will not be granted until after certain actions have been completed in relation to this Offer and until our Equity Shares have been issued and allotted. Such approval will require the submission of all other relevant documents authorizing the issuance of our Equity Shares. In accordance with current regulations and circulars issued by SEBI, our Equity Shares are required to be listed on the BSE and NSE within such time as mandated under UPI Circulars, subject to any change in the prescribed timeline in this regard. Accordingly, we cannot assure you that the trading in our Equity Shares will commence in a timely manner or at all and there could be a failure or delay in listing our Equity Shares on the NSE and BSE, which would adversely affect your ability to sell our Equity Shares.

SECTION III: INTRODUCTION

THE OFFER

The following table sets forth details of the Offer:

The Offer of Equity Shares[(1)(7)]	Up to [●] Equity Shares of face value ₹5 each aggregating up to ₹5,000.00 million
of which	
Fresh Issue[(1)(7)]	Up to [●] Equity Shares of face value ₹5 each aggregating up to ₹3,250.00 million
Offer for Sale[(2)]	Up to [●] Equity Shares of face value ₹5 each aggregating up to ₹1,750.00 million
Including	
Employee Reservation Portion [(8)]	Up to [●] Equity Shares of face value ₹5 each aggregating up to ₹[●] million
Accordingly	
Net Offer	Up to [●] Equity Shares of face value ₹5 each aggregating up to ₹[●] million
The Net Offer consists of	
A) QIB Portion[(3) (4)]	Not more than [●] Equity Shares of face value ₹5 each aggregating up to ₹[●] million
of which	
Anchor Investor Portion	Up to [●] Equity Shares of face value ₹5 each
of which up to 40% of the Anchor Investor Portion shall be reserved in the following manner:	Up to [●] Equity Shares of face value ₹5 each
33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds	Up to [●] Equity Shares of face value ₹5 each
6.67% of the Anchor Investor Portion shall be reserved for allocation to Life Insurance Companies and Pension Funds	Up to [●] Equity Shares of face value ₹5 each
Net QIB Portion (assuming Anchor Investor Portion is fully subscribed)	Up to [●] Equity Shares of face value ₹5 each
of which	
Available for allocation to Mutual Funds only (5% of the Net QIB Portion)	Up to [●] Equity Shares of face value ₹5 each
Balance of the Net QIB Portion for all QIBs including Mutual Funds	Up to [●] Equity Shares of face value ₹5 each
B) Non-Institutional Portion [(5) (6)]	Not less than [●] Equity Shares of face value ₹5 each aggregating up to ₹[●] million
of which	
One-third of the Non-Institutional Portion, available for allocation to Bidders with an application size between ₹0.20 million to ₹1.00 million	[●] Equity Shares of face value ₹5 each
Two-thirds of the Non-Institutional Portion, available for allocation to Bidders with an application size of more than ₹1.00 million	[●] Equity Shares of face value ₹5 each
C) Retail Portion [(5)]	Not less than [●] Equity Shares of face value ₹5 each
Pre and post Offer Equity Shares	
Equity Shares outstanding prior to the Offer (as of the date of this Draft Red Herring Prospectus)	48,711,600 Equity Shares of face value ₹5 each
Equity Shares outstanding after the Offer	[●] Equity Shares of face value ₹5 each
Use of Net Proceeds by our Company	See "*Objects of the Offer*" on page 125 for information about the use of the Net Proceeds. Our Company will not receive any proceeds from the Offer for Sale.

(1) The Offer has been authorized by a resolution of our Board of Directors dated September 9, 2026, and the Fresh Issue has been authorised by a special resolution of our Shareholders dated September 17, 2026, in accordance with Section 62(1)(c) of the Companies Act, 2013. The Offer shall be made in accordance with Rule 19(2)(b) of the SCRR.

(2) Our Board has taken on record the participation of the Selling Shareholders in the Offer for Sale pursuant to resolutions dated September 9, 2026 and September 28, 2026. The Selling Shareholders confirm that the Offered Shares have been held by them for a period of at least one year prior to the filing of this Draft Red Herring Prospectus and are accordingly eligible for being offered for sale in the Offer in compliance with the SEBI ICDR Regulations. The Selling Shareholders have confirmed their participation in the Offer for Sale vide consent letters as provided below:

Name of the Selling Shareholder	*Maximum Number of Offered Shares*	*Date of consent letter*
Promoter Selling Shareholders		
Akuri Srinivasa Reddy	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹900.00 million*	*September 8, 2026*
A Sandhya	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹300.00 million*	*September 8, 2026*
Promoter Group Selling Shareholders		
Akuri Sakesh Reddy	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹50.00 million*	*September 8, 2026*
Akuri Deepthi	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹50.00 million*	*September 8, 2026*
K Sivareddy	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹40.00 million*	*September 8, 2026*
Individual Selling Shareholders		
Satyanarayana Reddy Akuri	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹120.00 million*	*September 8, 2026*
Anil Kondoth	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹120.00 million*	*September 8, 2026*
Dantuluri Krishna Harish Varma	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹112.00 million*	*September 21, 2026*
Venkata Lakshmi Narasimha Murthy Chilla	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹40.00 million*	*September 8, 2026*
Arjun Nagulapally	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹10.00 million*	*September 8, 2026*
Ambati Sreedhar	*Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹8.00 million*	*September 8, 2026*

(3) *Our Company 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. 40% of the Anchor Investor Portion shall be available for allocation as follows: (i)33.33% to domestic Mutual Funds, and (ii) 6.67% to life insurance companies and pension funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price. In the event of under-subscription in (ii) above, the allocation may be made to domestic Mutual Funds. In the event of under-subscription in the Anchor Investor Portion, the remaining 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 to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than as specified above, the balance Equity Shares available for Allotment in the Mutual Fund Portion will be added to the Net QIB Portion and allocated proportionately to the QIB Bidders (other than Anchor Investors) in proportion to their Bids. For details, see "Offer Procedure" on page 511.*

(4) *Under-subscription, if any, in the QIB Portion would not be allowed to be met with spill-over from other categories or a combination of categories. Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in any category except the QIB Portion, would be allowed to be met with spill over from any other category or combination of categories, as applicable, at the discretion of our Company, in consultation with the BRLM and the Designated Stock Exchange, subject to applicable law.*

(5) *Allocation to all categories, except Anchor Investors, if any, Non-Institutional Bidders and Retail Individual Bidders, shall be made on a proportionate basis, subject to valid Bids received at or above the Offer Price. The allocation 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 allocated on a proportionate basis. Allocation to Anchor Investors shall be on a discretionary basis. For details, see "Offer Procedure" on page 511.*

(6) *The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for Bidders with an application size of more than ₹0.20 million and up to ₹1.00 million, and (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for Bidders with application size of more than ₹1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to Bidders in the other sub-category of Non-Institutional Bidders. The allotment to each Non-Institutional Bidder shall not be less than the minimum application size, subject to the availability of Equity Shares in the Non-Institutional Portion, and the remaining Equity Shares, if any, shall be allotted on a proportionate basis.*

(7) *Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).*

(8) *The Employee Reservation Portion shall not exceed 5.00% of our post-Offer paid-up Equity Share capital. For details, see "Offer Structure" on page 506. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹0.20 million (net of employee discount, if any). In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹0.20 million (net of employee discount, if any), subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹0.50 million (net of employee discount, if any). The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹0.50 million) (net of employee discount,*

if any), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Non-Institutional Portion and Retail Portion and such Bids will not be treated as multiple Bids subject to applicable limits.

The Offer and the Net Offer shall constitute [●]% and [●]% of the post-Offer paid-up Equity Share capital of our Company.

For details, including in relation to grounds for rejection of Bids, see "*Offer Structure*" and "*Offer Procedure*" on page 506 and 511, respectively. For details of the terms of the Offer, see "*Terms of the Offer*" on page 499.

SUMMARY OF RESTATED FINANCIAL INFORMATION

The following tables set forth summary financial information derived from the Restated Financial Information. The Restated Financial Information has been prepared based on the standalone Ind AS financial statements for Financial Years 2026, 2025 and 2024. The Restated Financial Information has been prepared in accordance with Ind AS and the Companies Act, restated in accordance with the SEBI ICDR Regulations and are presented in "Financial Information" on page 343.

The summary financial information presented below should be read in conjunction with "Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 343 and 429, respectively.

[The remainder of this page has intentionally been left blank.]

SUMMARY OF RESTATED STATEMENT OF ASSETS AND LIABILITIES

(in ₹million, except for share data and if otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, Plant and Equipment	289.17	269.47	174.62
Right-of-Use Assets	60.75	63.22	42.83
Investment Property	14.34	58.60	71.01
Other Intangible assets	3.19	0.04	-
Financial Assets			
(i)Other financial assets	42.32	56.07	55.98
Deferred tax assets (net)	2.11	-	12.12
Total Non-current Assets	**411.88**	**447.40**	**356.56**
Current assets			
Inventories	530.77	627.90	445.64
Contracts Assets	34.29	22.45	24.56
Financial Assets			
(i)Trade receivables	2,058.51	1,118.17	545.93
(ii)Cash and cash equivalents	893.45	147.77	35.81
(iii) Bank balances other than (ii) above	-	20.52	-
Other current assets	258.12	226.98	32.89
Current Tax Assets (Net)			
Total Current Assets	**3,775.14**	**2,163.79**	**1,084.83**
Total Assets	**4,187.02**	**2,611.19**	**1,441.39**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	173.97	157.45	11.04
Other Equity	1191.03	683.45	292.15
Non- controlling interest			
Total Equity	**1365.00**	**840.90**	**303.19**
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
(i)Borrowings	182.51	165.74	143.91
(ii)Lease liabilities	55.30	57.42	39.91
(iii)Other financial liabilities	52.05	39.26	34.65
Provisions	3.71	5.56	0.21
Deferred tax liabilities (net)	-	19.35	-
Total Non-current liabilities	**293.57**	**287.33**	**218.68**
Current liabilities			
Financial Liabilities			
(i)Borrowings	749.14	369.16	361.51
(ii)Lease liabilities	10.47	7.04	1.84
(iii)Trade Payables			
-Total outstanding dues of micro enterprises and small enterprises	40.22	6.28	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	1287.27	772.74	273.81
(iv)Other financial liabilities	14.18	16.87	11.90
Other current liabilities	348.31	265.26	251.96
Provisions	9.00	2.60	3.24
Current Tax Liabilities (Net)	69.86	43.01	15.27
Total Current liabilities	**2,528.45**	**1,482.96**	**919.52**
Total Equity and Liabilities	**4,187.02**	**2,611.19**	**1,441.39**

SUMMARY OF RESTATED STATEMENT OF PROFIT AND LOSS

(in ₹million, except for share data and if otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Income			
Revenue From Operations	3,505.04	2,080.95	1,358.78
Other Income	19.23	25.19	21.77
Total Income	**3,524.27**	**2,106.14**	**1,380.55**
Expenses			
Cost of materials consumed	1,075.78	797.49	620.18
Manufacturing Expenses	72.26	54.55	45.11
Changes in inventories	84.12	(145.05)	(178.38)
Painting Service Expenses	1,285.98	751.94	413.78
Employee benefits expense	134.49	84.02	55.42
Finance costs	85.08	54.56	40.58
Depreciation and amortization expense	31.63	27.72	16.01
Other expenses	249.95	196.27	182.46
Total Expenses	**3,019.29**	**1,821.50**	**1,195.16**
Restated Profit/(loss) before tax	**504.98**	**284.64**	**185.39**
Tax expense			
Current tax	148.99	86.76	45.96
Deferred tax	(21.76)	31.33	(8.32)
Total Tax expense	**127.23**	**118.10**	**37.64**
Restated Profit/(loss) after tax for the period	**377.75**	**166.54**	**147.75**
Restated Other Comprehensive Income			
Items that will not be reclassified subsequently to profit or loss			
(i) Re-measurement gains/(losses) on defined benefit plans	1.69	0.52	-
(ii) Income tax effect on the above	(0.42)	(0.13)	-
Restated total other comprehensive income	**1.26**	**0.39**	**-**
Restated total comprehensive income for the period	379.01	166.93	147.75
Restated earnings per equity share of face value (₹10 each)			
Basic EPS	8.23	4.01	4.77
Diluted EPS	8.23	4.01	4.77

SUMMARY OF RESTATED STATEMENT OF CASH FLOWS

(in ₹million, except for share data and if otherwise stated)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Cash flow from operating activities			
Restated Profit before tax	504.98	284.64	185.39
Adjustments for:			
Depreciation and amortisation expense	31.63	27.72	16.01
Profit on sale of property, plant and equipment (net)	-	(10.56)	(0.25)
Loss on sale of property, plant and equipment (net)	1.17	-	-
Advances written off	51.45	-	-
Profit on sale of investments	(1.40)	(1.65)	-
Finance cost	85.08	54.56	40.58
Interest income	(16.47)	(3.63)	(0.58)
Operating profit before working capital changes	**656.44**	**351.08**	**241.15**
Changes in working capital			
(Increase) / decrease in inventories	97.13	(182.26)	(227.30)
(Increase) / decrease in Contract asset	(11.84)	2.11	(6.14)
(Increase) / decrease in trade receivables	(940.34)	(572.24)	(421.60)
(Increase) / decrease in other assets	(82.59)	(194.09)	(4.99)
(Increase) / decrease in other financial assets	13.75	(0.09)	(18.09)
(Decrease) / increase in trade payables	548.46	505.22	129.38
(Decrease) / increase in provisions	6.24	5.23	3.45
(Decrease) / increase in other liabilities	83.05	13.30	219.94
(Decrease) / increase in other financial liabilities	10.10	9.58	35.78
Cash flows generated from operating activities	**380.39**	**(62.16)**	**(48.42)**
Income taxes paid	(122.14)	(59.02)	(37.24)
Net cash inflow (used in) / generated from operating activities (A)	**258.25**	**(121.18)**	**(85.66)**
Cash flows from investing activities			
(Purchase)/Sale of property, plant and equipment and intangible assets	(36.25)	(99.33)	(32.64)
(Purchase)/Sale of investment property	44.26	12.41	(13.68)
Changes in other bank balances	20.52	(20.52)	-
Interest received	16.47	3.63	0.58
Net cash (used in) / generated from investing activities (B)	**45.00**	**(103.81)**	**(45.74)**
Cash Flow from financing activities			
Proceeds from / (repayment of) long-term borrowings	43.19	24.76	67.29
Proceeds from/(repayment) of short-term borrowings net	353.56	4.72	89.11
Proceeds from issue of share capital	160.88	324.88	1.84
Dividend paid	(15.78)	(7.74)	(0.92)
Proceeds from share warrants	-	53.63	-
Repayment of principal portion of lease liabilities	(14.33)	(8.74)	(1.64)
Repayment of interest portion of lease liabilities	(6.43)	(5.14)	(1.12)
Interest paid	(78.65)	(49.42)	(39.46)
Net cash generated from / (used in) financing activities	**442.43**	**336.95**	**115.11**
Net (decrease) / increase in cash and cash equivalents (A+B+C)	**745.68**	**111.96**	**(16.29)**
Add: Cash and cash equivalents at the beginning of the financial year/period	**147.77**	**35.81**	**52.10**
Cash and cash equivalents at the end of the year/period	**893.45**	**147.77**	**35.81**
Cash and cash equivalents includes:			
Cash on hand	1.19	0.82	0.81
Balances with banks in current accounts	892.26	146.95	35.00
Cash and cash equivalents at end of the year	**893.45**	**147.77**	**35.81**

SUMMARY OF CONTINGENT LIABILITIES

The details of our contingent liabilities as derived from the Restated Financial Information are set forth in the table below:

(₹ in million)

Particulars	As at March 31, 2026
Income tax demands	86.12
Performance Guarantee	85.33

Notes:

(1) The Company has issued a performance Bank Guarantee in favour of TSEWIDC for an amount of ₹ 85.17 million on behalf of HIPL-FPPL JV.

(2) The Company has issued a performance Bank Guarantee in favour of TGEWIDC for Construction of Balance Work at Girls Hostel attached to Model School Building at TSMS Aksanpally, Andhole in Sangareddy district for an amount of ₹ 0.16 million during the year ended March 31, 2026.

For details, see *"Restated Financial Information – Note 35 - Contingent Liabilities and Commitments"* on page 400.

SUMMARY OF RELATED PARTY TRANSACTIONS

Set out below is a summary of related party transactions for the Fiscals ended March 31, 2026, March 31, 2025 and March 31, 2024 as per the requirements of Ind AS 24 - Related Party Disclosures read with the SEBI ICDR Regulations, as derived from the Restated Financial Information.

(The remainder of this page has been intentionally left blank)

Sr. No.	Name of Related Party	Nature of Relationship	Nature of transactions	Financial Year 2026		Financial Year 2025		Financial Year 2024	
				Amount (in ₹ million)	Percentage of the revenue from operations	Amount (in ₹ million)	Percentage of the revenue from operations	Amount (in ₹ million)	Percentage of the revenue from operations
1.	Akuri Srinivasa Reddy	Promoter	Directors Remuneration	11.90	0.34%	7.20	0.35%	4.80	0.35%
			Unsecured Loans Taken (Receipts)	48.82	1.39%	187.17	8.99%	91.15	6.71%
			Unsecured Loans Repaid	10.48	0.30%	143.69	6.91%	67.68	4.98%
			Sale of Properties	-	-	21.00	1.01%	4.00	0.29%
			Sale of Investments	15.00	0.43%	1.70	0.08%	-	-
2.	A Sandhya	Promoter	Directors Remuneration	1.97	0.06%	4.80	0.23%	2.10	0.15%
			Salaries	2.34	0.07%	-	-	-	-
3.	Anil Kondoth	Executive Director & CEO	Directors Remuneration	3.98	0.11%	2.00	0.10%	-	-
			Salaries	-	-	-	-	-	-
4.	Venkata Lakshmi Narasimha Murthy Chilla	Non-Executive Director	Director Sitting Fees	0.10	Negligible	-	-	-	-
5.	Guntaka Dhanalakshmi	Director	Director Sitting Fees	0.10	Negligible	-	-	-	-
6.	Radhakrishnan Balakrishna Menon	Director	Director Sitting Fees	0.08	Negligible	-	-	-	-
7.	Srikanth Reddy Sanikommu	CFO	Salaries	3.90	0.11%	-	-	-	-
8.	Deevi Madhavi Latha	CS	Salaries	1.50	0.04%	-	-	-	-
9.	Fenetre UPVC Private Limited	Entities owned or Significantly Influenced by the KMPs or their relatives	Loan given (payments)	-	-	23.10	1.11%	4.71	0.35%
			Interest Income	1.86	0.05%	0.54	0.03%	-	-
10.	Masterbond Construction Chemicals Private Limited	Entities owned or Significantly Influenced by the KMPs or their relatives	Loan given (payments)	3.16	0.09%	0.73	0.04%	-	-
			Interest Income	0.40	0.01%	0.02	Negligible	-	-
			Sale of Material	-	0.00%	0.03	Negligible	-	-
			Purchase of material	15.15	0.43%	-	-	-	-
11.	Richwaves Specialities Private Limited	Entities owned or Significantly Influenced by the KMPs or their relatives	Loan given (payments)	47.70	1.36%	9.35	0.45%	-	-
			Interest Income	1.96	0.06%	0.53	0.03%	-	-
			Purchase of Materials	14.30	0.41%	10.25	0.49%	-	-
			Sale of Material	9.40	0.27%	6.27	0.30%	-	-

Sr. No.	Name of Related Party	Nature of Relationship	Nature of transactions	Financial Year 2026		Financial Year 2025		Financial Year 2024	
				Amount (in ₹ million)	Percentage of the revenue from operations	Amount (in ₹ million)	Percentage of the revenue from operations	Amount (in ₹ million)	Percentage of the revenue from operations
12.	Calstone Minerals	Entities owned or Significantly Influenced by the KMPs or their relatives	Purchase of Property, plant and equipment	-	-	80.00	3.84%	-	-
13.	HIPL - FPPL JV	Entities owned or Significantly Influenced by the KMPs or their relatives	Supply of Services	997.75	28.47%	-	-	117.44	8.64%
14.	RSIX Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)	Entities owned or Significantly Influenced by the KMPs or their relatives	Painting Services Received	71.80	2.05%	62.55	3.01%	-	-
			Unsecured Loans (given)	56.30	1.61%	-	-	-	-
			Sale of Material	24.57	0.70%				
			Interest income received	1.15	0.03%	-	-	-	-
15.	Techno Coats	Entities owned or Significantly Influenced by the KMPs or their relatives	Painting Services Received	29.00	0.83%	-	-	6.72	0.49%
16.	Nano Technology Coating Products	Entities owned or Significantly Influenced by the KMPs or their relatives	Purchase of Materials	-	-	98.50	4.73%	70.86	5.21%
17.	Akuri Properties and Holdings Private Limited	Entities owned or Significantly Influenced by the KMPs or their relatives	Unsecured loans given	7.60	0.22%	-	-	-	-
			Interest income received	0.36	0.01%	-	-	-	-

GENERAL INFORMATION

Registered and Corporate Office

The address of our Registered and Corporate Office is as follows:

Technopaints and Chemicals Limited ***(Formerly known as Fortune Paints Private Limited)***
Plot No. 1A & 1B, Techno Houz,
Hitex Road, Shilpa Hills, Izzat Nagar,
Kothaguda (K.V. Rangareddy),
K.V. Rangareddy,
Serilingampally – 500 084,
Telangana, India

Corporate Registration number and corporate identity number

The registration number and corporate identity number of our Company are as follows:

a. **Company Registration number**: 058787

b. **Corporate identity number**: U20220TG2008PLC058787

Registrar of Companies

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

Registrar of Companies, Telangana at Hyderabad
Registrar of Companies, 2nd floor,
Corporate Bhawan, GSI Post, Nagole,
Bandlaguda, Hyderabad – 500 068, Telangana

Board of Directors

Details regarding our Board as on the date of this Draft Red Herring Prospectus are set forth below:

Name	Designation	DIN	Address
Akuri Srinivasa Reddy	Chairman and Managing Director	01746988	Villa No-299, Indu Fortune Fields, KPHB, Kukatpally, Medchal-malkajgiri – 500085, Telangana, India
Anil Kondoth	Executive Director and CEO	09398109	G2, MS Estates, B Block, Nizampet, Medchal – 500090, Telangana, India
Venkata Lakshmi Narasimha Murthy Chilla	Non-Executive Director	01978748	3-6-67&68, BN Reddy Towers, Basheerbagh, Hyderabad – 500029, Telangana, India
Guntaka Dhanalakshmi	Independent Director	09363100	15-1-596, Nehru Nagar, Lane-2, Macherla, Guntur – 522426, Andhra Pradesh, India
Radhakrishnan Balakrishna Menon	Independent Director	01473781	Villa No 96, Adarsh Vista, Basavanagar, Bengaluru – 560037, Karnataka, India
Bokkisam Sureshkumar	Independent Director	11745179	Plot No-35 MIG, Bathkammakunta, Shivam Road, Amberpet, Hyderabad – 500013, Telangana, India

For details of our Board of Directors, see "*Our Management – Board of Directors*" on page 316.

Company Secretary and Compliance Officer

Deevi Madhavi Latha
Plot No. 1A & 1B, Techno Houz,
Hitex Road, Shilpa Hills, Izzat Nagar,
Kothaguda (K.V. Rangareddy),
K.V. Rangareddy,
Serilingampally – 500 084,
Telangana, India
Telephone: 040-23125571

E-mail: cs@technopaints.in

Investor grievances

Bidders may contact the Company Secretary and Compliance Officer, the BRLM or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all Offer-related queries and for redressal of complaints, Bidders may also write to the BRLM.

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

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

All Offer related grievances of the Anchor Investors may be addressed to the Registrar to the Offer, giving full details such as the name of the sole or First Bidder, Anchor Investor Application Form number, Bidders' DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Bidder, number of the Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form and the names and addresses of the BRLM where the Anchor Investor Application Form was submitted by the Anchor Investor.

Book Running Lead Manager

Anand Rathi Advisors Limited
11th Floor, Times Tower, Kamala City,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013, Maharashtra, India
Telephone: +91 22 4047 7000
E-mail: technopaints.ipo@rathi.com
Investor grievance ID: grievance.ecm@rathi.com
Website: www.anandrathiib.com
Contact person: Pranav Nagar / Dhruv Goswamy
SEBI registration no.: INM000010478

Statement of inter-se allocation of responsibilities amongst the BRLM

ARAL is the sole Book Running Lead Manger to the Offer, and accordingly all the responsibilities relating to the co-ordination and other activities in relation to the Offer shall be performed by them and hence, a statement of inter se allocation of responsibilities is not applicable.

Statutory Auditors of our Company

VASG & Associates
Flat No.503/A, 5th Floor,
Kubera Towers, Narayanaguda,
Hyderabad-500029
Telephone: +91 9246179650
E-mail: info.hyd@vasgca.com
Peer review certificate number: 016673

Firm registration number: 006070S

Changes in Auditors

Except as disclosed below, there has been no change in our Statutory Auditors in the three years preceding the date of this Draft Red Herring Prospectus:

Sr. No.	Particulars	Date of change	Reason for change
1.	**VASG & Associates** Flat No.503/A, 5th Floor, Kubera Towers, Narayanaguda, Hyderabad-500029 **Telephone:** +91 9246179650 **E-mail:** info.hyd@vasgca.com **Peer review certificate number**: 016673 **Firm registration number**: 006070S	September 30, 2023	Re-appointment as statutory auditors

Syndicate Member(s)

[●]

Legal Counsel to the Company

JSA Advocates & Solicitors
One Lodha Place, 27th Floor
Senapati Bapat Marg, Lower Parel
Mumbai 400 013
Maharashtra, India
Telephone: +91 22 4341 8900

Registrar to the Offer

KFin Technologies Limited
301, The Centrium, 3rd Floor, 57,
Lal Bahadur Shastri Road, Nav Pada,
Kurla (West), Kurla, Mumbai,
Maharashtra, India, 400070
Telephone: +91 40 67162222/1800 309 400
Email: technopaints.ipo@kfintech.com
Investor grievance email: einward.ris@kfintech.com
Website: www.kfintech.com
Contact person: M. Murali Krishna/Williams R
SEBI Registration No: INR000000221

Bankers to the Offer

Escrow Collection Bank(s)

[●]

Refund Bank(s)

[●]

Public Offer Account Bank(s)

[●]

Sponsor Bank(s)

[●]

Bankers to the Company

HDFC Bank Limited
6th Floor, Business Banking Group,
HDFC Bank Limited, Bank house,
Road No. 1, Banjara Hills, Hyderabad
Telephone: +91 9394814165
E-mail: Subbarao.satyasri@hdfc.bank.in
Website: www.hdfcbank.in
Contact person: B S S Subba Rao

Bank of Baroda
291/14/1, Ground Floor, Bhaskar Empire,
Madhapur, Hyderabad – 500084
Telephone: +91 7993316545
E-mail: cybhyd@bankofbaroda.bank.in
Website: BankofBaroda.bank.in
Contact Person: Mahesh Chandra Jindal

IDFC First Bank limited
IDFC First Bank, 15th Floor A Wing,
Aurobindo Galaxy, Plot No. 1,
Part of SY. No. 83/1,
Hyderabad Knowledge City,
TSIIC, Raidurg, Serilingampally,
Ranga Reddy, Hyderabad,
Telangana – 500081
Telephone: +91 9908636930
E-mail: vikas.menon@idfcfirst.bank.in
Website: www.idfcfirst.bank.in
Contact Person: Vikas Menon

Designated Intermediaries

Self-Certified Syndicate Banks

The list of SCSBs notified by SEBI for the ASBA process is available at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes, on the SEBI website, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated Branches of the SCSBs with which an ASBA Bidder (other than an UPI Bidders using the UPI mechanism), not Bidding through Syndicate/Sub Syndicate or through a Registered Broker, may submit the ASBA Forms is available at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 on the SEBI website, and at such other websites as may be prescribed by SEBI from time to time.

Further, the branches of the SCSBs where the Designated Intermediaries could submit the ASBA Form(s) of Bidders (other than RIBs) is provided on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 which may be updated from time to time or at such other website as may be prescribed by SEBI from time to time.

Details of nodal officers of SCSBs, identified for Bids made through the UPI Mechanism, are available at www.sebi.gov.in.

Eligible SCSBs and mobile applications enabled for UPI Mechanism

In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022 and SEBI circular No SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, each applicable to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations, the UPI Bidders may only apply through the SCSBs and mobile applications whose names appears on the website of the SEBI, which may be updated from time to time. A list of SCSBs and mobile applications, using the UPI handles and which are live for applying in public issues using UPI mechanism, is provided in the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019. The said list is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 for SCSBs and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 for mobile

applications, as updated from time to time or at such other websites as may be prescribed by SEBI from time to time.

Syndicate SCSB branches

In relation to Bids (other than Bids by Anchor Investors) submitted to a Member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the Members of the Syndicate is available on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35, which may be updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of the SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=35 or any such other website as may be prescribed by SEBI from time to time.

Registered Brokers

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

Registrar and Share Transfer Agents ("RTAs")

The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at https://www.bseindia.com/Static/PublicIssues/RtaDp.aspx and www.nseindia.com/products-services/content/initial-public-offcering-asba-procedures respectively, or such other websites as updated from time to time.

Designated Collecting Depository Participants ("CDPs")

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as their name and contact details, is provided on the websites of the Stock Exchanges at http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and www.nseindia.com/products-services/content/initial-public-offcering-asba-procedures, or such other websites as updated from time to time.

Experts

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

Our Company has received written consent dated September 28, 2026 from VASG & Associates, Chartered Accountants, to include their name as required under section 26 of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of (i) the examination report dated relating to the Restated Financial Information; (ii) statement on special tax benefits available to our Company and its Shareholders under the direct and indirect tax laws dated September 28, 2026; and (iii) the certificates issued in relation to the Offer, included in this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 25, 2026, from the Independent Chartered Engineer, K B Chandra Sekhar, to include his name as required under Section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations, in this Draft Red Herring Prospectus as an "expert" as defined under Section 2(38) of the Companies Act, 2013, in respect of (i) certificate dated September 25, 2026 certifying, among others, the installed capacity, actual production and capacity utilization of the manufacturing facilities of our Company, manufacturing operations, manufacturing process and the products manufactured and description; and (ii) certificate dated September 25, 2026, certifying cumulative painted area, painted area in Telangana and number of projects completed. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received a written consent dated September 27, 2026, from KVSS & CO. LLP, Practicing Company Secretary, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the certificates issued by them in their capacity as a practicing company secretary to our Company, and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 28, 2026, from Goldrush Capital Services Private Limited, to include their name as required under Section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations, in this Draft Red Herring Prospectus as an "expert" as defined under Section 2(38) of the Companies Act, 2013, in respect of the detailed project report dated September 28, 2026, for setting up the Proposed Greenfield Project in Rangareddy, Telangana. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received a written consent dated September 28, 2026, from Bizrights IP Partners LLP, independent IPR consultant, to include their name as required under Section 26(5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the certificate issued by them in their capacity as an independent IPR consultant to our Company, and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Monitoring Agency

Our Company shall, in compliance with Regulation 41 of the SEBI ICDR Regulations, appoint a monitoring agency for monitoring the utilisation of the Gross Proceeds prior to filing of the Red Herring Prospectus with the RoC. For details in relation to the proposed utilisation of the Gross Proceeds from the Fresh Issue, see "*Objects of the Offer – Monitoring of Utilization of Funds*" on page 150.

Appraising entity

None of the objects for which the Net Proceeds will be utilised have been appraised by any bank/ financial institution or any other agency.

Grading of the Offer

No credit rating agency registered with SEBI has been appointed for obtaining grading for the Offer.

Credit rating

As this is an Offer consisting only of Equity Shares, there is no requirement to obtain credit rating for the Offer.

Debenture trustees

As this is an Offer consisting only of Equity Shares, the appointment of a debenture trustee is not required.

Green shoe option

No green shoe option is contemplated under the Offer.

Filing of this Draft Red Herring Prospectus

A copy of this Draft Red Herring Prospectus along with the Draft Abridged Prospectus has been uploaded on the SEBI intermediary portal at https://siportal.sebi.gov.in as specified in Regulation 25(8) of the SEBI ICDR Regulations and pursuant to the SEBI ICDR Master Circular. A copy of the Draft Red Herring Prospectus, along with the Draft Abridged Prospectus will also be filed with SEBI at:

Securities and Exchange Board of India

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

Filing of the Red Herring Prospectus and the Prospectus

A copy of the Red Herring Prospectus, along with the material contracts and documents required to be filed under Section 32 of the Companies Act, 2013 would be filed with the RoC at its office and a copy of the Prospectus to be filed under Section 26 of the Companies Act 2013 with the RoC at its office and through the electronic portal at www.mca.gov.in/mcafoportal/loginvalidateuser.do.

Book Building Process

The Book Building Process, in the context of the Offer, refers to the process of collection of Bids from Bidders on the basis of the Red Herring Prospectus, the Bid cum Application Forms and the Revision Forms within the Price Band. Price Band and minimum Bid Lot which will be decided by our Company in consultation with the BRLM and, will be advertised in all editions of [●] (an English national daily newspaper), all editions of [●] (a Hindi national daily newspaper) and [●] editions of [●] (a Telugu regional daily newspaper, Telugu being the regional language in Telangana, where our Registered and Corporate Office is located), each with wide circulation at least two Working Days prior to the Bid/Offer Opening Date and shall be made available to the Stock Exchanges for the purposes of uploading on their respective websites. The Offer Price shall be determined by our Company in consultation with the BRLM after the Bid/Offer Closing Date. For details, please see the section titled "*Offer Procedure*" on page 511.

All Bidders, except Anchor Investors, are mandatorily required to use the ASBA process for participating in the Offer by providing details of their respective ASBA Account in which the corresponding Bid Amount will be blocked by the SCSBs, or in the case UPI Bidders, by using the UPI Mechanism. The Retail Individual Bidders shall participate through the ASBA process by either (a) providing the details of their respective ASBA Account in which the corresponding Bid Amount will be blocked by SCSBs; or (b) through the UPI Mechanism. Non - Institutional Investors with an application size of up to ₹ 0.50 million shall use the UPI Mechanism and shall also provide their UPI ID in the Bid cum Application Form submitted with Syndicate Member(s), Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents. Anchor Investors are not permitted to participate in the Issue through the ASBA process. Pursuant to SEBI ICDR Master Circular, all individual bidders in initial public offerings whose application sizes are up to ₹ 0.50 million shall use the UPI Mechanism. Anchor Bidders are not permitted to participate in the Offer through the ASBA process.

In accordance with the SEBI ICDR Regulations, QIBs and Non-Institutional Bidders are not allowed to withdraw or lower the size of their Bid(s) (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Retail Individual Bidders (subject to the Bid Amount being up to ₹0.20 million) can revise their Bids during the Bid/Offer Period and withdraw their Bids until the Bid/Offer Closing Date. Further, Anchor Investors cannot withdraw their Bids after the Anchor Investor Bidding Date. Except for Allocation to RIBs and NIBs, and the Anchor Investors (except QIBs), Allocation in the Issue will be on a proportionate basis. Allocation to the Anchor Bidders will be on a discretionary basis, while allocation to QIBs (other than Anchor Investors) will be on a proportionate basis. Additionally, allotment to each Non Institutional Bidder shall not be less than the minimum application size, subject to the availability of Equity Shares in the Non -Institutional Portion, and the remaining Equity Shares, if any, shall be allotted on a proportionate basis.

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

For details on the method and procedure for Bidding and Book Building Process, please see the sections titled "*Terms of the Offer*", "*Offer Structure*" and "*Offer Procedure*" on pages 499, 506 and 511, respectively.

The Book Building Process under the SEBI ICDR Regulations and the Bidding process are subject to change from time to time. Bidders are advised to make their own judgment about an investment through this process prior to submitting a Bid.

Bidders should note that the Offer is also subject to obtaining (i) final approval of the RoC after the Prospectus is filed with the RoC; and (ii) final listing and trading approvals from the Stock Exchanges, which our Company shall apply for after Allotment as per the prescribed timelines in compliance with the SEBI ICDR Regulations.

Underwriting Agreement

In terms of Regulation 40(3)(b) of the SEBI ICDR Regulations, after the determination of the Offer Price and allocation of Equity Shares, but prior to the filing of the Prospectus with the RoC, our Company and each of the Selling Shareholders will enter into an Underwriting Agreement with the Underwriters for the Equity Shares proposed to be offered through the Offer. The extent of underwriting obligations and the Bids to be underwritten in the Offer shall be as per the Underwriting Agreement. The Underwriting Agreement is dated [●]. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters will be several and will be subject to certain conditions to closing, as specified therein.

The Underwriters have indicated their intention to underwrite the following number of Equity Shares which they shall subscribe to on account of rejection of bids, either by themselves or by procuring subscription, at a price which shall not be less than the Offer Price, pursuant to the Underwriting Agreement:

(The Underwriting Agreement has not been executed as on the date of this Draft Red Herring Prospectus and will be executed after determination of the Offer Price and allocation of Equity Shares, but prior to the filing of the Prospectus with the RoC. This portion has been intentionally left blank and will be filled in before the filing of the Prospectus with the RoC)

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

The abovementioned underwriting commitments are indicative and will be finalised after determination of Offer Price and finalisation of Basis of Allotment and will be subject to the provisions of the SEBI ICDR Regulations.

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

Allocation among the Underwriters may not necessarily be in proportion to their underwriting commitment set forth in the table above.

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

CAPITAL STRUCTURE

The details of the share capital of our Company, as at the date of this Draft Red Herring Prospectus, is set forth below:

(In ₹, except share data)

Sr. No	Particulars	Aggregate value at face value	Aggregate value at Offer Price*
A	**AUTHORISED SHARE CAPITAL [(1)]**		
	84,000,000 Equity Shares bearing face value of ₹5 each	420,000,000.00	-
B	**ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL BEFORE THE OFFER**		
	48,711,600 Equity Shares bearing face value of ₹5 each	243,558,000.00	-
C	**PRESENT OFFER IN TERMS OF THIS DRAFT RED HERRING PROSPECTUS [(2)]**		
	Offer of up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹ 5,000.00 million [(2)(3)(4)]	[●]	[●]
	Which includes:		
	Fresh Issue of up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹3,250.00 million [(2)(4)]	[●]	[●]
	Offer for Sale of up to [●] Equity Shares of face value of ₹5 aggregating up to ₹1,750.00 million [(3)]	[●]	[●]
	Which comprises		
	- Employee Reservation Portion of up to [●] Equity Shares of face value ₹ 5 each aggregating up to ₹ [●] million [(5)]	[●]	[●]
	Net Offer of up to [●] Equity Shares of face value of ₹ 5 each aggregating up to ₹[●] million	[●]	[●]
D	**ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL AFTER THE OFFER*^**		
	[●] Equity Shares bearing face value of ₹5 each	[●]	-
E	**SECURITIES PREMIUM ACCOUNT**		
	Before the Offer		428,302,000.00
	After the Offer*		[●]

**To be updated upon finalisation of the Offer Price and subject to Basis of Allotment.*

^ Assuming full subscription in the Offer.

(1) For details in relation to the changes in the authorised share capital of our Company in the last 10 years, please refer to the section titled "History and Certain Corporate Matters – Amendments to our Memorandum of Association in the last 10 years" on page 310.

(2) Our Board has authorised the Offer, pursuant to its resolution dated September 9, 2026. Our Shareholders have authorised the Fresh Issue pursuant to a special resolution dated September 17, 2026 in accordance with Section 62(1)(c) of the Companies Act, 2013. Further, our Board has taken on record the approval for the Offer for Sale by the Selling Shareholders pursuant to its resolution dated September 9, 2026 and September 28, 2026.

(3) Each of the Selling Shareholders have authorized their participation in the Offer for Sale to the extent of Offered Shares pursuant to their consent letters. For details of consents of the Selling Shareholders in relation to the Offered Shares and the Offer, see "Other Regulatory and Statutory Disclosures – Authority for the Offer" on page 485. Further, each of the Selling Shareholders, severally and not jointly, confirms and undertakes that their respective portion of the Offered Shares has been held by such Selling Shareholders for a continuous period of at least one year prior to the filing of this Draft Red Herring Prospectus in accordance with Regulation 8 of the SEBI ICDR Regulations.

*(4) Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).*

(5) The Employee Reservation Portion shall not exceed 5% of our post-Offer paid-up Equity Share capital. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 0.2 million (net of Employee Discount), subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹ 0.5 million (net of Employee Discount). Further, undersubscription, if any, in the Employee Reservation Portion or the Shareholders Reservation Portion, may be added to other reserved category and the unsubscribed portion, if any, after such inter-se adjustments among such reserved categories shall be added to the Net Offer. Our Company, in consultation with the BRLM, may offer a discount of up to [●] % on the Offer Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees bidding in the Employee Reservation Portion which shall be announced two Working Days prior to the Bid/ Offer Opening Date. For details, see the sections titled "Offer Procedure" and "Offer Structure" on pages 511 and 506, respectively.

Notes to Capital Structure

1. Share capital history of our Company

(a) Equity Share capital:

Date of allotment	Number of equity shares allotted	Details of allottees	Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
April 23, 2008*	10,000	**Sr. No.** / **Name of allottee** / **Number of equity shares** 1. Akuri Srinivasa Reddy — 5,000 2. A Sandhya — 5,000	10	10	Cash	Allotment pursuant to initial subscription to the Memorandum of Association	10,000	100,000
July 4, 2011	910,000	**Sr. No.** / **Name of allottee** / **Number of equity shares** 1. Akuri Srinivasa Reddy — 546,000 2. A Sandhya — 92,000 3. K Sivareddy — 91,000 4. Akuri Kasireddy — 136,000 5. M Venkat Reddy — 45,000	10	10	Cash	Further issue	920,000	9,200,000
March 30, 2024	184,000	**Sr. No.** / **Name of allottee** / **Number of equity shares** 1. Akuri Srinivasa Reddy — 91,325 2. A Sandhya — 36,800 3. Venkata Lakshmi Narasimha Murthy Chilla — 12,500 4. Anil Kondoth — 12,500 5. Satyanarayana Reddy Akuri — 12,500 6. K Sivareddy — 12,500 7. Papasani Venkat — 1,000	10	10	Cash	Rights issue	1,104,000	11,040,000

Date of allotment	Number of equity shares allotted	Details of allottees	Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*

	Rao	
8.	Gottimukkala Lachi Reddy	420
9.	Katikireddy Venkat Satyanarayana	1,000
10.	Satya Prakash Singh	210
11.	Raj Kumar	85
12.	Gaddam Uma Mahesh	85
13.	Magapu Balaji	420
14.	Kalluru Maheshwara Reddy	420
15.	Patel Subash	420
16.	Tummala Gopinath	210
17.	Akoju Bhanu Prasanth	420
18.	Ganjarla Purna Chandra Rao	170
19.	M Chandana	420
20.	Makarapu Deelip Kumar	85
21.	Moluguri Srilatha	85
22.	B Harini	85
23.	Hanumanthu Sai Prasanth	85
24.	Md Nagul Meera	85
25.	Masrath Unnisa	85
26.	Dasari Meena	85

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Details of allottees</th><th>Face value per equity share (in ₹)</th><th>Issue price per equity share (in ₹)</th><th>Nature of consideration</th><th>Nature of allotment</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (in ₹)</th></tr>
<tr><td>April 19, 2024</td><td>12,144,000</td><td>
<table>
<tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr>
<tr><td>1.</td><td>Akuri Srinivasa Reddy</td><td>91,00,575</td></tr>
<tr><td>2.</td><td>Sandhya Akuri</td><td>24,28,800</td></tr>
<tr><td>3.</td><td>Venkata Lakshmi Narasimha Murthy Chilla</td><td>1,37,500</td></tr>
<tr><td>4.</td><td>Anil Kondoth</td><td>1,37,500</td></tr>
<tr><td>5.</td><td>Satyanarayana Reddy Akuri</td><td>1,37,500</td></tr>
<tr><td>6.</td><td>K Siva Reddy</td><td>1,37,500</td></tr>
<tr><td>7.</td><td>Papasani Venkata Rao</td><td>11,000</td></tr>
<tr><td>8.</td><td>Gottimukkala Lachi Reddy</td><td>4,620</td></tr>
<tr><td>9.</td><td>Katikireddy Venkat Satyanarayana</td><td>11,000</td></tr>
<tr><td>10.</td><td>Satya Prakash Singh</td><td>2,310</td></tr>
<tr><td>11.</td><td>Raj Kumar</td><td>935</td></tr>
<tr><td>12.</td><td>Gaddam Uma Mahesh</td><td>935</td></tr>
<tr><td>13.</td><td>Magapu Balaji</td><td>4,620</td></tr>
<tr><td>14.</td><td>Kalluru Maheswara Reddy</td><td>4,620</td></tr>
<tr><td>15.</td><td>Patel Subash</td><td>4,620</td></tr>
<tr><td>16.</td><td>Tummala Gopinath</td><td>2,310</td></tr>
<tr><td>17.</td><td>Akoju Bhanu Prasanth</td><td>4,620</td></tr>
<tr><td>18.</td><td>Ganjarla Purna Chandra Rao</td><td>1,870</td></tr>
<tr><td>19.</td><td>M Chandana</td><td>4,620</td></tr>
<tr><td>20.</td><td>Makarapu Deelip Kumar</td><td>935</td></tr>
<tr><td>21.</td><td>Moluguri Srilatha</td><td>935</td></tr>
</table>
</td><td>10</td><td>NA</td><td>NA</td><td>Bonus issue of 11 equity shares for every 1 equity share held</td><td>13,248,000</td><td>132,480,000</td></tr>
</table>

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Details of allottees</th><th>Face value per equity share (in ₹)</th><th>Issue price per equity share (in ₹)</th><th>Nature of consideration</th><th>Nature of allotment</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (in ₹)</th></tr>
<tr><td></td><td></td><td><table>
<tr><td>22.</td><td>B Harini</td><td>935</td></tr>
<tr><td>23.</td><td>Hanumanthu Sai Prasanth</td><td>935</td></tr>
<tr><td>24.</td><td>Md Nagul Meera</td><td>935</td></tr>
<tr><td>25.</td><td>Masrath Unnisa</td><td>935</td></tr>
<tr><td>26.</td><td>Dasari Meena</td><td>935</td></tr>
</table></td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>June 17, 2024</td><td>283,000</td><td><table>
<tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr>
<tr><td>1.</td><td>Dhairya Dhiraj Shah</td><td>11,500</td></tr>
<tr><td>2.</td><td>Reena Karwa</td><td>50,000</td></tr>
<tr><td>3.</td><td>Superstar Investments Private Limited</td><td>50,000</td></tr>
<tr><td>4.</td><td>Palagiri Mahendra Reddy</td><td>75,000</td></tr>
<tr><td>5.</td><td>Ande Prathap Reddy</td><td>76,500</td></tr>
<tr><td>6.</td><td>Sai Krishna Narra</td><td>10,000</td></tr>
<tr><td>7.</td><td>Anne Vijaya</td><td>10,000</td></tr>
</table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>13,531,000</td><td>135,310,000</td></tr>
<tr><td>June 29, 2024</td><td>348,900</td><td><table>
<tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr>
<tr><td>1.</td><td>Dantuluri Krishna Harish Varma</td><td>17,600</td></tr>
<tr><td>2.</td><td>Md Mohiuddin Hamid</td><td>22,300</td></tr>
<tr><td>3.</td><td>Piyush Bhupendra Gala</td><td>23,000</td></tr>
<tr><td>4.</td><td>Vardhman Jain</td><td>50,000</td></tr>
<tr><td>5.</td><td>Lakshmi Neelima Surisetty</td><td>10,000</td></tr>
<tr><td>6.</td><td>Puneet Bansal</td><td>80,000</td></tr>
</table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>13,879,900</td><td>138,799,000</td></tr>
</table>

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
		7.	Navin Khimji Dedhia	10,000						
		8.	Jigar Kantilal Gala	10,000						
		9.	Asha Hiralal Savla	10,000						
		10.	Reddicharla Srilakshmi	7,600						
		11.	Akuri Harsha Vardhan Reddy	7,000						
		12.	Balina Srikanth Reddy	8,000						
		13.	Vemula Veera Reddy	21,900						
		14.	Akuri Srinivasa Reddy	7,500						
		15.	Gottimukkala Ramana Reddy	9,000						
		16.	Chinta Kalpana	5,000						
		17.	Bandi Vijaysimha Reddy	6,000						
		18.	Akuri Bhagya Reddy	5,000						
		19.	Akuri Vengal Reddy	12,500						
		20.	Akuri Sudhakar Reddy	3,000						
		21.	Akuri Ramakrishna Reddy	3,000						
		22.	Dulikatla Venkatesh	3,000						
		23.	Bandi Punna Reddy	2,000						
		24.	Papasani Venkat Rao	8,000						
		25.	Bandi Vijaya Bhaskar Reddy	1,500						
		26.	Gajengi Sharanya	5,000						
		27.	Varra Srinivas Reddy	1,000						

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Details of allottees</th><th>Face value per equity share (in ₹)</th><th>Issue price per equity share (in ₹)</th><th>Nature of consideration</th><th>Nature of allotment</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (in ₹)</th></tr>
<tr><td>July 20, 2024</td><td>424,376</td><td><table>
<tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr>
<tr><td>1.</td><td>Dantuluri Krishna Harish Varma</td><td>6,500</td></tr>
<tr><td>2.</td><td>Amit Raj Sinha Family Trust</td><td>53,800</td></tr>
<tr><td>3.</td><td>Dhairya Dhiraj Shah</td><td>28,500</td></tr>
<tr><td>4.</td><td>Piyush Bhupendra Gala</td><td>24,000</td></tr>
<tr><td>5.</td><td>Ande Prathap Reddy</td><td>153,500</td></tr>
<tr><td>6.</td><td>Sai Krishna Narra</td><td>15,000</td></tr>
<tr><td>7.</td><td>Manoj Kumar</td><td>33,000</td></tr>
<tr><td>8.</td><td>Vemula Veera Reddy</td><td>3,100</td></tr>
<tr><td>9.</td><td>Akuri Vengal Reddy</td><td>6,900</td></tr>
<tr><td>10.</td><td>Akuri Sudhakar Reddy</td><td>76</td></tr>
<tr><td>11.</td><td>A Sanjeeva Reddy</td><td>100,000</td></tr>
</table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>14,304,276</td><td>143,042,760</td></tr>
<tr><td>August 12, 2024</td><td>232,415</td><td><table>
<tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr>
<tr><td>1.</td><td>Amit Raj Sinha Family Trust</td><td>2,25,300</td></tr>
<tr><td>2.</td><td>Dhairya Dhiraj Shah</td><td>7,000</td></tr>
<tr><td>3.</td><td>Reddicharla Srilakshmi</td><td>92</td></tr>
<tr><td>4.</td><td>Akuri Vengal Reddy</td><td>23</td></tr>
</table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>14,536,691</td><td>145,366,910</td></tr>
</table>

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Details of allottees</th><th>Face value per equity share (in ₹)</th><th>Issue price per equity share (in ₹)</th><th>Nature of consideration</th><th>Nature of allotment</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (in ₹)</th></tr>
<tr><td>August 30, 2024</td><td>587,600</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Baddam Karunakar Reddy</td><td>300,000</td></tr><tr><td>2.</td><td>Dhairya Dhiraj Shah</td><td>3,000</td></tr><tr><td>3.</td><td>Reena Karwa</td><td>50,000</td></tr><tr><td>4.</td><td>Sreedhar Ambati</td><td>50,000</td></tr><tr><td>5.</td><td>Superstar Investments Private Limited</td><td>50,000</td></tr><tr><td>6.</td><td>Adepalli Krishna Sai Kumar</td><td>50,000</td></tr><tr><td>7.</td><td>Jandhyala Srinivasa Murthy</td><td>50,000</td></tr><tr><td>8.</td><td>Avula Praveen Reddy</td><td>34,600</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>15,124,291</td><td>151,242,910</td></tr>
<tr><td>September 12, 2024</td><td>119,769</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Amit Raj Sinha Family Trust</td><td>70,900</td></tr><tr><td>2.</td><td>Md Mohiuddin Hamid</td><td>2,700</td></tr><tr><td>3.</td><td>Avula Praveen Reddy</td><td>46,169</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>15,244,060</td><td>152,440,600</td></tr>
<tr><td>September 30, 2024</td><td>228,850</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Arjun Nagulapally</td><td>25,000</td></tr><tr><td>2.</td><td>Ravi Putta</td><td>25,000</td></tr><tr><td>3.</td><td>Mayank Gupta</td><td>15,000</td></tr><tr><td>4.</td><td>Bandi Jayaraju</td><td>5,000</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Preferential allotment</td><td>15,472,910</td><td>154,729,100</td></tr>
</table>

Date of allotment	Number of equity shares allotted	Details of allottees	Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
		5. Kondoth Neelima — 5,000 6. Kolli Lakshmi Sreedhar Reddy — 153,850						
October 7, 2024	124,807	**Sr. No. / Name of allottee / Number of equity shares** 1. Dantuluri Krishna Harish Varma — 92,307 2. Payal Sanghavi — 32,500	10	130	Cash	Preferential allotment	15,597,717	155,977,170
October 8, 2024	125,893	**Sr. No. / Name of allottee / Number of equity shares** 1. Dantuluri Krishna Harish Varma — 125,893	10	130	Cash	Preferential allotment	15,723,610	157,236,100
November 20, 2024	21,120	**Sr. No. / Name of allottee / Number of equity shares** 1. Simran Mahesh Khandelwal — 4,230 2. Sakinala Salitha Reddy — 7,500 3. Sakinala Sahithi Reddy — 7,500 4. Kandoth Neelima — 1,890	10	130	Cash	Preferential allotment	15,744,730	157,447,300
April 7, 2025	2,270	**Sr. No. / Name of allottee / Number of equity shares** 1. Kondothi Chandrakumari — 2,270	10	130	Cash	Preferential allotment	15,747,000	157,470,000

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Details of allottees</th><th>Face value per equity share (in ₹)</th><th>Issue price per equity share (in ₹)</th><th>Nature of consideration</th><th>Nature of allotment</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (in ₹)</th></tr>
<tr><td>September 8, 2025</td><td>30,769</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Gangula Srinivas Reddy</td><td>30,769</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Conversion of warrants^</td><td>15,777,769</td><td>157,777,690</td></tr>
<tr><td>November 3, 2025</td><td>980,128</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Oruganti Subbarami Reddy</td><td>100,000</td></tr><tr><td>2.</td><td>Adiraju Rajendra Prasad</td><td>175,000</td></tr><tr><td>3.</td><td>Ajay Pratyush Nedunuri</td><td>102,564</td></tr><tr><td>4.</td><td>Gangula Srinivas Reddy</td><td>28,205</td></tr><tr><td>5.</td><td>Akuri Srinivasa Reddy</td><td>574,359</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Conversion of warrants^</td><td>16,757,897</td><td>167,578,970</td></tr>
<tr><td>November 24, 2025</td><td>639,103</td><td><table><tr><th>Sr. No.</th><th>Name of allottee</th><th>Number of equity shares</th></tr><tr><td>1.</td><td>Adiraju Rajendra Prasad</td><td>100,000</td></tr><tr><td>2.</td><td>Ajay Pratyush Nedunuri</td><td>72,436</td></tr><tr><td>3.</td><td>Gangula Srinivas Reddy</td><td>41,026</td></tr><tr><td>4.</td><td>Akuri Srinivasa Reddy</td><td>425,641</td></tr></table></td><td>10</td><td>130</td><td>Cash</td><td>Conversion of warrants^</td><td>17,397,000</td><td>173,970,000</td></tr>
</table>

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
August 29, 2026[#]	6,958,800	**Sr. No.**	**Name of allottee**	**Number of equity shares**	10	N.A.	N.A.	Bonus issue in the ratio of 2 equity shares for every 5 equity shares held	24,355,800	243,558,000
		1.	Srinivasa Reddy Akuri	39,60,000						
		2.	A Sandhya	10,00,000						
		3.	Akuri Deepthi	1,95,500						
		4.	Akuri Sakesh Reddy	1,95,500						
		5.	Amit Raj Sinha Family Trust	1,40,000						
		6.	Karunakar Reddy Baddam	1,20,000						
		7.	Dantuluri Krishna Harish Varma	96,920						
		8.	Prathap Reddy Ande	92,000						
		9.	Rajendra Prasad Adi Raju	86,000						
		10.	Ajay Pratyush Nedunuri	70,000						
		11.	K L Sreedhar Reddy	61,540						
		12.	Anil Kondoth	60,000						
		13.	Satyanarayana Reddy Akuri	60,000						
		14.	Venkata Lakshmi Narasimha Murthy Chilla	60,000						
		15.	K Sivareddy	60,000						
		16.	Superstar Investments Private Limited	40,000						
		17.	Nimmala Sravan Goud	40,000						
		18.	Srinivas Reddy Gangula	40,000						
		19.	Reena Karwa	40,000						
		20.	Bonthu Sai	40,000						

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
			Akshara Reddy							
		21.	Oruganti Subbarami Reddy	70,000						
		22.	Sanjeeva Reddy Avula	40,000						
		23.	Avula Praveen Reddy	32,308						
		24.	Puneet Bansal	32,000						
		25.	Jandhyala Srinivasa Murthy	20,000						
		26.	Addepalli Krishna Sai Kumar	20,000						
		27.	Vardhman Jain	20,000						
		28.	Piyush Bhupendra Gala	18,800						
		29.	Surya Prakash Bairavarsu	16,000						
		30.	Vasu Babu Vajja	13,600						
		31.	Manoj Kumar	13,200						
		32.	Payal Sanghavi	13,000						
		33.	Vemula Veera Reddy	10,000						
		34.	Arjun Nagulapally	10,000						
		35.	Mohammed Mohiuddin Hamid	10,000						
		36.	Dhairya Dhiraj Shah	10,000						
		37.	Sai Krishna Narra	10,000						
		38.	Ravi Putta	10,000						
		39.	Venkata Rao Papasani	8,000						
		40.	Vengal Reddy Akuri	7,769						
		41.	Sreedhar Ambati	6,400						
		42.	Mayank Gupta	5,600						
		43.	Venkata Satyanarayana Katikireddy	4,800						

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
		44.	Asha Hiralal Savla	4,000						
		45.	Lakshmi Neelima Surisetty	4,000						
		46.	Jigar Kantilal Gala	4,000						
		47.	Subramanya Saipratik Bontha	4,000						
		48.	Leela Devi Bairavarsu	4,000						
		49.	Navin Khimji Dedhia	4,000						
		50.	Anne Vijaya	4,000						
		51.	Gottimukkala Ramanareddy	3,600						
		52.	Balina Sreekanth Reddy	3,200						
		53.	Reddicharla Srilakshmi	3,077						
		54.	Sakinala Salitha Reddy	3,000						
		55.	Sakinala Sahithi Reddy	3,000						
		56.	Srinivasa Reddy Akuri	3,000						
		57.	Harsha Vardhan Reddy Akuri	2,800						
		58.	Vibhu Agarwal	2,800						
		59.	Kondoth Neelima	2,756						
		60.	Vijayasimha Reddy Bandi	2,400						
		61.	Lachi Reddy Gottimukkala	2,016						
		62.	Akoju Bhanu Prashanth	2,016						
		63.	Kalluru Maheswara Reddy	2,016						
		64.	Balaji Magapu	2,016						
		65.	Subhas Patel	2,016						
		66.	Chandana Malladi	2,016						

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
		67.	Ramesh Kumar Adiraju	2,000						
		68.	Bandi Jayaraju	2,000						
		69.	Gajengi Sharanya	2,000						
		70.	Kalpana Chintha	2,000						
		71.	Akuri Bhagya Reddy	2,000						
		72.	Simran Mahesh Khandelwal	1,692						
		73.	Rushil Jitendra Khakhar	1,600						
		74.	Riddhi Vinod Shah	1,600						
		75.	Chitman Kaur	1,600						
		76.	Sudhakar Reddy Akuri	1,230						
		77.	Ramakrishna Reddy Akuri	1,200						
		78.	Venkatesh Dulikatla	1,200						
		79.	Prakash Singh Satya	1,008						
		80.	Gopinath Tummala	1,008						
		81.	Chandrakumari Kondothi	908						
		82.	Purnachandrarao Ganjarla	816						
		83.	Punna Reddy Bandi	800						
		84.	Yugal Kishore Dhoot	800						
		85.	Vijaya Bhasker Reddy Bandi	600						
		86.	Makarapu Deelip Kumar	408						
		87.	Meena Dasari	408						
		88.	Nagul Meera Mohammad	408						
		89.	Raj Kumar	408						

Date of allotment	Number of equity shares allotted	Details of allottees			Face value per equity share *(in ₹)*	Issue price per equity share *(in ₹)*	Nature of consideration	Nature of allotment	Cumulative number of equity shares	Cumulative paid-up equity share capital *(in ₹)*
		90.	Srilatha Moluguri	408						
		91.	Masrath Unnisa	408						
		92.	Gaddam Uma Mahesh	408						
		93.	Sai Prasanth Hanumanthu	408						
		94.	Banka Harini	408						
		95.	Srinivasa Reddy Varra	400						
Pursuant to the resolutions passed by our Board and Shareholders dated August 8, 2026 and August 13, 2026, respectively, the face value of the equity shares was sub-divided from ₹10 per equity share to ₹5 per Equity Share. Accordingly, the issued, subscribed and paid-up equity share capital of our Company being 24,355,800 equity shares of ₹10 each was sub-divided into 48,711,600 Equity Shares of ₹5 each										
Total									**48,711,600**	**243,558,000**

** Our Company was incorporated on April 23, 2008 and the date of subscription to our MoA was April 4, 2008 and the allotment pursuant to such subscription was taken on record by our Board on May 8, 2008.*

^ Our Company had, pursuant to a Board resolution dated May 23, 2024 and a Shareholders' resolution dated May 28, 2024, authorised the issuance of 1,650,000 warrants. Thereafter, our Company allotted 100,000 warrants to Oruganti Subbarami Reddy, 275,000 warrants to Adiraju Rajendra Prasad, 175,000 warrants to Ajay Pratyush Nedunuri, 100,000 warrants to Gangula Srinivas Reddy and 1,000,000 warrants to Akuri Srinivasa Reddy, at a price of ₹ 130 per warrant, by way of a preferential issue, with each warrant convertible into one Equity Share having face value ₹10 each at any time after the date of allotment but on or before the expiry of 18 months from the date of allotment, in one or more tranches. 25% of the consideration against the issuance and allotment of the warrants was received at the time of issuance of the warrants and the remaining 75% of the consideration was received at the time of conversion of warrants. Such warrants have been converted into equity shares of our Company upon payment of the balance consideration amount and are no longer outstanding.

Pursuant to the Board resolution dated August 8, 2026 and Shareholders' resolution dated August 13, 2026, our Company has issued 2 bonus equity shares of ₹ 10 each for every 5 equity shares of face value ₹ 10 each and accordingly 6,958,800 bonus equity shares were issued, which were allotted on August 29, 2026. Further, our Company has undertaken sub-division from ₹ 10 per equity share each to ₹ 5 per Equity Share pursuant to the Board and Shareholders' resolution dated August 8, 2026, and August 13, 2026, respectively.

[The remainder of this page has intentionally been left blank]

(b) Preference Share capital

Our Company has not issued any preference shares as on the date of this Draft Red Herring Prospectus

2. Secondary transactions of specified securities by our Promoters, members of our Promoter Group and the Selling Shareholders

Except as disclosed below and in "-*Build-up of the equity shareholding of our Promoters in our Company*" on page 111, there have been no acquisitions or transfer of specified securities through secondary transactions by our Promoters, members of our Promoter Group and the Selling Shareholders, as on the date of this Draft Red Herring Prospectus:

Date of transfer	Number of equity shares transferred	Details of transferor(s)	Details of transferee(s)	Face Value per equity share (in ₹)	Transfer price per equity share (in ₹)	Nature of consideration
Selling Shareholders						
Sreedhar Ambati						
May 21, 2026	(34,000)	Sreedhar Ambati	Vasu Babu Vajja	10	130	Cash
Promoter Group						
K Sivareddy*						
March 30, 2013	(1,000)	A Sandhya	K Sivareddy	10	10	Cash
September 30, 2023	(92,000)	K Sivareddy	A Sandhya	10	-	Gift
Akuri Kasi Reddy*						
March 30, 2013	(2,000)	A Sandhya	Akuri Kasi Reddy	10	10	Cash
September 30, 2023	(1,38,000)	Akuri Kasi Reddy	Akuri Srinivasa Reddy	10	-	Gift
Akuri Sakesh Reddy*						
November 25, 2024	(4,13,950)	Akuri Srinivasa Reddy	Akuri Sakesh Reddy	10	-	Gift
November 25, 2024	(74,800)	A Sandhya	Akuri Sakesh Reddy	10	-	Gift
Akuri Deepthi*						
November 25, 2024	(4,13,950)	Akuri Srinivasa Reddy	Akuri Deepthi	10	-	Gift
November 25, 2024	(74,800)	A Sandhya	Akuri Deepthi	10	-	Gift

**Also, a Selling Shareholder*

3. Issue of specified securities which may be at a price lower than the Offer Price

The Offer Price shall be determined by our Company in consultation with the BRLM after the Bid / Offer Closing Date. Except as disclosed in "– *Share capital history of our Company*" on page 96 above, our Company has not issued any specified securities at a price that may be lower than the Offer Price during the last one year.

4. Shares issued for consideration other than cash or out of revaluation reserves

As on the date of this Draft Red Herring Prospectus, our Company has not issued any shares for consideration other than cash or out of revaluation reserves since incorporation.

5. Issue of shares pursuant to Sections 391 to 394 of the Companies Act 1956 or Sections 230 to 234 of the Companies Act, 2013

As of the date of this Draft Red Herring Prospectus, our Company has not issued or allotted any equity shares pursuant to schemes of arrangement approved under Sections 391-394 of the Companies Act, 1956 or Sections 230-234 of the Companies Act, 2013.

6. Compliance with Companies Act, 1956 and Companies Act, 2013

All issuances of equity shares by our Company since the date of incorporation, have been issued and allotted in compliance with the relevant provisions of the Companies Act, 1956 and Companies Act, 2013 as applicable.

7. Equity shares issued pursuant to employee stock option schemes

As on the date of this Draft Red Herring Prospectus, our Company has not issued any equity shares pursuant to any employee stock option schemes.

8. History of share capital held by our Promoters

As on the date of this Draft Red Herring Prospectus, our Promoters i.e., Akuri Srinivasa Reddy and A Sandhya in aggregate hold 34,720,000 Equity Shares of ₹ 5 each, equivalent to 71.28% of the issued, subscribed and paid-up pre-Offer Equity Share capital of our Company.

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

The details regarding the build-up of the equity shareholding of our Promoters in our Company since incorporation is set forth in the table below:

Date of allotment/ transfer	Number of equity shares allotted/ transferred	Face value per equity share (in ₹)	Issue price/ transfer price per equity share (in ₹)	Nature of consideration	Nature of transaction	Percentage of the pre-Offer equity share capital	Percentage of the post-Offer equity share capital^
Akuri Srinivasa Reddy#							
April 23, 2008*	5,000	10	10	Cash	Allotment pursuant to initial subscription to the Memorandum of Association	0.01	[●]
July 4, 2011	546,000	10	10	Cash	Further issue	1.12	[●]
March 30, 2013	1,000	10	10	Cash	Transfer from A Sandhya	Negligible	[●]
September 30, 2023	138,000	10	-	NA	Transfer from Akuri Kasireddy by way of gift	0.28	[●]
	46,000	10	10	Cash	Transfer from M Venkata Reddy	0.09	[●]
March 30, 2024	91,325	10	10	Cash	Rights issue	0.19	[●]
April 19, 2024	9,100,575	10	NA	NA	Bonus issue of 11 equity shares for every 1 equity share held	18.68	[●]
November 25, 2024	(413,950)	10	-	NA	Transfer to Akuri Sakesh Reddy by way of gift	(0.85)	[●]
	(413,950)	10	-	NA	Transfer to Akuri Deepthi	(0.85)	[●]

Date of allotment/ transfer	Number of equity shares allotted/ transferred	Face value per equity share (in ₹)	Issue price/ transfer price per equity share (in ₹)	Nature of consideration	Nature of transaction	Percentage of the pre-Offer equity share capital	Percentage of the post-Offer equity share capital^
					by way of gift		
November 3, 2025	574,359	10	130	Cash	Conversion of warrants	1.18	[●]
November 24, 2025	425,641	10	130	Cash	Conversion of warrants	0.87	[●]
February 20, 2026	(100,000)	10	130	Cash	Transfer to Nimmala Sravan Goud	(0.21)	[●]
February 20, 2026	(100,000)	10	130	Cash	Transfer to Bonthu Sai Akshara Reddy	(0.21)	[●]
August 29, 2026	39,60,000	10	N.A.	NA	Bonus issue in the ratio of 2 equity shares for every 5 equity shares held	8.13	[●]
Pursuant to the resolutions passed by our Board and Shareholders dated August 8, 2026 and August 13, 2026, respectively, the face value of the equity shares was sub-divided from ₹10 per equity share to ₹5 per Equity Share. Accordingly, the shareholding of Akuri Srinivasa Reddy being 13,860,000 equity shares of ₹10 each was sub-divided into 27,720,000 Equity Shares of ₹ 5 each.							
Sub-Total (A)	**27,720,000**					**56.91**	**[●]**
***A Sandhya*#**							
April 23, 2008*	5,000	10	10	Cash	Allotment pursuant to initial subscription to the Memorandum of Association	0.01	[●]
July 4, 2011	92,000	10	10	Cash	Further issue	0.19	[●]
March 30, 2013	(1,000)	10	10	Cash	Transfer to K Sivareddy	Negligible	[●]
	(1,000)	10	10	Cash	Transfer to Akuri Srinivasa Reddy	Negligible	[●]
	(1,000)	10	10	Cash	Transfer to Venkata Reddy	Negligible	[●]
	(2,000)	10	10	Cash	Transfer to Akuri Kasireddy	Negligible	[●]
September 30, 2023	92,000	10	-	NA	Transfer from K Sivareddy by way of gift	0.19	[●]
March 30, 2024	36,800	10	10	Cash	Rights issue	0.08	[●]
April 19, 2024	2,428,800	10	NA	NA	Bonus issue of 11 equity shares for every 1 Equity Share	4.99	[●]

Date of allotment/ transfer	Number of equity shares allotted/ transferred	Face value per equity share (in ₹)	Issue price/ transfer price per equity share (in ₹)	Nature of consideration	Nature of transaction	Percentage of the pre-Offer equity share capital	Percentage of the post-Offer equity share capital^
					held		
November 25, 2024	(74,800)	10	-	NA	Transfer to Akuri Sakesh Reddy by way of gift	(0.15)	[●]
	(74,800)	10	-	NA	Transfer to Akuri Deepthi by way of gift	(0.15)	[●]
August 29, 2026	10,00,000	10	N.A.	NA	Bonus issue in the ratio of 2 equity shares for every 5 Equity Shares held	2.05	[●]
Pursuant to the resolutions passed by our Board and Shareholders dated August 8, 2026 and August 13, 2026, respectively, the face value of the equity shares was sub-divided from ₹10 per equity share to ₹5 per Equity Share. Accordingly, the shareholding of A Sandhya being 3,500,000 equity shares of ₹10 each was sub-divided into 7,000,000 Equity Shares of ₹ 5 each.							
Sub-Total (B)	**7,000,000**					**14.37**	**[●]**
Total (A+B)	**34,720,000**					**71.28**	**[●]**

[#] *Also, a Selling Shareholder*

** Our Company was incorporated on April 23, 2008 and the date of subscription to our MoA was April 4, 2008 and the allotment pursuant to such subscription was taken on record by our Board on May 8, 2008.*

[^] *To be updated at Prospectus stage. Subject to finalisation of Basis of Allotment*

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

10. All Equity Shares held by our promoters were fully-paid up on the respective dates of allotment and/or acquisition of such Equity Shares.

11. Shareholding of our Promoters and members of our Promoter Group

Shareholding of our Promoters and members of our Promoter Group are set forth below, as on the date of this Draft Red Herring Prospectus:

Name of Shareholder	Pre-Offer		Post-Offer*^	
	Number of Equity Shares	Percentage of pre-Offer Equity Share capital (%)	Number of Equity Shares	Percentage of pre-Offer Equity Share capital* (%)
Promoters				
Akuri Srinivasa Reddy	2,77,20,000	56.91	[●]	[●]
A Sandhya	70,00,000	14.37	[●]	[●]
Total holding of the Promoters (A)	**3,47,20,000**	**71.28**	[●]	[●]
Promoter Group				
Akuri Sakesh Reddy	13,68,500	2.81	[●]	[●]
Akuri Deepthi	13,68,500	2.81	[●]	[●]
K Sivareddy	4,20,000	0.86	[●]	[●]
Total holding of the Promoter Group (other than Promoters) (B)	**31,57,000**	**6.48**	[●]	[●]
Total holding of Promoters and Promoter Group (A + B)	**3,78,77,000**	**77.76**	[●]	[●]

[*] *To be updated at Prospectus stage.*

^ *Subject to finalisation of Basis of Allotment*

12. Average cost of acquisition of Equity Shares of our Promoters and the Selling Shareholders

The average cost of acquisition of Equity Shares of our Promoters and the Selling Shareholders as on the date of this Draft Red Herring Prospectus is as follows:

Sr. No.	Name	Number of Equity Shares held	Average cost of acquisition per Equity Share (in ₹)
Promoters			
1.	Akuri Srinivasa Reddy*	2,77,20,000	4.62
2.	A Sandhya*	70,00,000	0.10
Selling Shareholders			
3.	Akuri Sakesh Reddy	13,68,500	Nil
4.	A Deepthi	13,68,500	Nil
5.	K Sivareddy	4,20,000	0.30
6.	Satyanarayana Reddy Akuri	4,20,000	0.30
7.	Arjun Nagulapally	70,000	46.43
8.	Ambati Sreedhar	44,800	46.43
9.	Venkata Lakshmi Narasimha Murthy Chilla	4,20,000	0.30
10.	Anil Kondoth	4,20,000	0.30
11.	Dantuluri Krishna Harish Varma	6,78,440	46.43

^ *Includes effect of share split undertaken by the Company vide their Board Resolution dated August 8, 2026 and approved by the shareholders of the Company vide resolution dated August 13, 2026.*
***** *Also, a Selling Shareholder*

13. Details of price at which specified securities were acquired by each of the Promoters, members of our Promoter Group, Selling Shareholders and Shareholders entitled with the rest to nominate directors or other rights in the last three years preceding the date of this Draft Red Herring Prospectus

Except as disclosed below, none of our Promoters, members of the Promoter Group, the Selling Shareholders have acquired any securities in the last three years preceding the date of this Draft Red Herring Prospectus. Further, our Company does not have any shareholders with right to nominate directors or other rights in our Company:

Sr. No.	Name	Date of acquisition of securities	Number of securities acquired	Nature of transaction	Face value	Acquisition price per security
Promoters						
1.	Akuri Srinivasa Reddy	September 30, 2023	138,000	Gift	10	-
2.	Akuri Srinivasa Reddy	September 30, 2023	46,000	Secondary Transfer	10	10
3.	Akuri Srinivasa Reddy	March 30, 2024	91,325	Rights issue	10	10
4.	Akuri Srinivasa Reddy	April 19, 2024	9,100,575	Bonus	10	-
5.	Akuri Srinivasa Reddy	November 3, 2025	574,359	Conversion of warrants	10	130
6.	Akuri Srinivasa Reddy	November 24, 2025	425,641	Conversion of warrants	10	130
7.	Akuri Srinivasa Reddy	August 29, 2026	3,960,000	Bonus	10	-
8.	A Sandhya	September 30, 2023	92,000	Gift	10	-
9.	A Sandhya	March 30, 2024	36,800	Rights issue	10	10
10.	A Sandhya	April 19, 2024	2,428,800	Bonus	10	-
11.	A Sandhya	August 29, 2026	1,000,000	Bonus	10	-
Promoter Group						
12.	K Sivareddy	March 30, 2024	12,500	Rights issue	10	10
13.	K Sivareddy	April 19, 2024	137,500	Bonus	10	-
14.	K Sivareddy	August 29, 2026	60,000	Bonus	10	-
15.	Akuri Sakesh Reddy	November 25,	413,950	Gift	10	-

Sr. No.	Name	Date of acquisition of securities	Number of securities acquired	Nature of transaction	Face value	Acquisition price per security
		2024				
16.	Akuri Sakesh Reddy	November 25, 2024	74,800	Gift	10	-
17.	Akuri Sakesh Reddy	August 29, 2026	195,500	Bonus	10	-
18.	Akuri Deepthi	November 25, 2024	413,950	Gift	10	-
19.	Akuri Deepthi	November 25, 2024	74,800	Gift	10	-
20.	Akuri Deepthi	August 29, 2026	195,500	Bonus	10	-
Selling Shareholders						
21.	Satyanarayana Reddy Akuri	March 30, 2024	12,500	Rights issue	10	10
22.	Satyanarayana Reddy Akuri	April 19, 2024	137,500	Bonus	10	-
23.	Satyanarayana Reddy Akuri	August 29, 2026	60,000	Bonus	10	-
24.	Venkata Lakshmi Narasimha Murthy Chilla	March 30, 2024	12,500	Rights issue	10	10
25.	Venkata Lakshmi Narasimha Murthy Chilla	April 19, 2024	137,500	Bonus	10	-
26.	Venkata Lakshmi Narasimha Murthy Chilla	August 29, 2026	60,000	Bonus	10	-
27.	Anil Kondoth	March 30, 2024	12,500	Rights issue	10	10
28.	Anil Kondoth	April 19, 2024	137,500	Bonus	10	-
29.	Anil Kondoth	August 29, 2026	60,000	Bonus	10	-
30.	Dantuluri Krishna Harish Varma	June 29, 2024	17,600	Preferential allotment	10	130
31.	Dantuluri Krishna Harish Varma	July 20, 2024	6,500	Preferential allotment	10	130
32.	Dantuluri Krishna Harish Varma	October 07, 2024	92,307	Preferential allotment	10	130
33.	Dantuluri Krishna Harish Varma	October 08, 2024	125,893	Preferential allotment	10	130
34.	Dantuluri Krishna Harish Varma	August 29, 2026	96,920	Bonus	10	-
35.	Sreedhar Ambati	August 30, 2024	50,000	Preferential allotment	10	130
36.	Sreedhar Ambati	August 29, 2026	20,000	Bonus	10	-
37.	Arjun Nagulapally	September 30, 2024	25,000	Preferential allotment	10	130
38.	Arjun Nagulapally	August 29, 2026	10,000	Bonus	10	-

14. Weighted average cost of acquisition at which the specified securities were acquired by our Promoters and Selling Shareholders as on date of the Draft Red Herring Prospectus and the number of Equity Shares acquired one year preceding the date of the Red Herring Prospectus

The weighted average cost of acquisition at which the Equity Shares were acquired by our Promoters and Selling Shareholders, as on date of the Red Herring Prospectus and the number of Equity Shares acquired one year preceding the date of the Draft Red Herring Prospectus, is as follows:

S. No.	Name	Weighted Average Cost of acquisitions per Equity Share (in ₹)	Number of Equity Shares of face value of ₹5 each acquired in last one year	Weighted Average Cost of acquisitions per Equity Share acquired in the last one year (in ₹)
Promoters				
1.	Akuri Srinivasa Reddy^	4.62	99,20,000	13.10*
2.	A Sandhya^	0.10	20,00,000	Nil

S. No.	Name	Weighted Average Cost of acquisitions per Equity Share (in ₹)	Number of Equity Shares of face value of ₹5 each acquired in last one year	Weighted Average Cost of acquisitions per Equity Share acquired in the last one year (in ₹)
Promoters				
Selling Shareholders				
3.	K Sivareddy	0.30	1,20,000	Nil
4.	Akuri Sakesh Reddy	Nil	3,91,000	Nil
5.	Akuri Deepthi	Nil	3,91,000	Nil
6.	Satyanarayana Reddy Akuri	0.30	1,20,000	Nil
7.	Arjun Nagulapally	46.43	20,000	Nil
8.	Ambati Sreedhar	46.43	12,800	Nil
9.	Venkata Lakshmi Narasimha Murthy Chilla	0.30	1,20,000	Nil
10.	Anil Kondoth	0.30	1,20,000	Nil
11.	Dantuluri Krishna Harish Varma	46.43	1,93,840	Nil

** Includes effect of share split undertaken by the Company vide their Board Resolution dated August 8, 2026 and approved by the shareholders of the Company vide resolution dated August 13, 2026*

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

^Also selling shareholders

15. Weighted average cost of acquisition of all equity shares transaction in one year, 18 months and three years preceding the date of this Draft Red Herring Prospectus:

Period	Weighted Average Cost of Acquisition (in ₹)	Cap Price is 'X' times the Weighted Average Cost of Acquisition^	Range of acquisition price: Lowest Price – Highest Price (in ₹)
Last one year preceding the date of this Draft Red Herring Prospectus	46.43*	[●]	Nil – 130
Last 18 months preceding the date of this Draft Red Herring Prospectus	46.43*	[●]	Nil – 130
Last three years preceding the date of this Draft Red Herring Prospectus	11.69*	[●]	Nil – 130

^ To be updated on finalization of the Price Band.

** Includes effect of share split undertaken by the Company vide their Board Resolution dated August 08, 2026 and approved by the shareholders of the Company vide resolution dated August 13, 2026.*

16. Details of lock-in of Equity Shares

(a) Promoters' Contribution

In accordance with the Regulations 14 and 16 of the SEBI ICDR Regulations, an aggregate of 20% of the fully diluted post-Offer Equity Share capital of our Company held by our Promoters, except for the Equity Shares offered pursuant to the Offer for Sale, shall be locked in for a period of three years, from the date of Allotment as minimum promoters' contribution ("**Minimum Promoters' Contribution**"), and the Promoters' shareholding in excess of 20% of the fully diluted post-Offer Equity Share capital shall be locked in for a period of one year from the date of Allotment. As on the date of this Draft Red Herring Prospectus, the Promoters hold 34,720,000 equity shares of face value of ₹5 each equivalent to 71.28% of the issued, subscribed and paid-up Equity Share capital of our Company on a fully diluted basis out of which [●] Equity Shares of face value of ₹5 are eligible for Minimum Promoters' Contribution.

The details of the Equity Shares to be locked-in for three years from the date of Allotment as Minimum Promoters' Contribution are set forth in the table below:

Name of Promoter	Number of Equity Shares locked-in[(1)(2)]	Date of allotment / transfer of the Equity Shares and when made fully paid-up	Nature of transaction	Face value per Equity Share (₹)	Issue/ acquisition price per Equity Share (₹)	Percentage of the pre-Offer paid-up capital (%)	Percentage of the post-Offer paid-up capital (%) *	Date up to which the Equity Shares are subject to lock-in
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]

Note: To be updated in the Prospectus to be filed with the RoC.

(1) For a period of 3 years from the date of Allotment or such other period as prescribed under SEBI ICDR Regulations from the date of Allotment.

(2) All Equity Shares were fully paid-up at the time of allotment/acquisition.

** Subject to finalisation of Basis of Allotment.*

Our Promoters have given their consent for inclusion of such number of Equity Shares held by them as may constitute 20% of the fully diluted post-Offer Equity Share capital of our Company as part of the Minimum Promoters' contribution, subject to lock-in requirements as specified under Regulation 14 of the SEBI ICDR Regulations. Our Promoters have agreed not to dispose, sell, transfer, create any pledge, lien or otherwise encumber in any manner, the Minimum Promoters' Contribution from the date of filing this Draft Red Herring Prospectus, until the expiry of the lock-in specified above, or for such other time as required under the SEBI ICDR Regulations, except as may be permitted, in accordance with the SEBI ICDR Regulations.

Our Company undertakes that the Equity Shares that are being locked-in are not and will not be ineligible for computation of Minimum Promoters' Contribution in terms of Regulation 15 of the SEBI ICDR Regulations.

In this connection, we confirm the following:

1. The Equity Shares offered for Minimum Promoters' Contribution do not include Equity Shares acquired in the three immediately preceding years from the date of this Draft Red Herring Prospectus (a) for consideration other than cash involving revaluation of assets or capitalisation of intangible assets; or (b) resulting from a bonus issue of Equity Shares out of revaluation reserves or unrealised profits of our Company or from a bonus issuance of Equity Shares against Equity Shares, which are otherwise ineligible for computation of Minimum Promoters' Contribution. The price per share for determining securities ineligible for Minimum Promoters' Contribution, shall be determined, after adjusting the same for corporate actions such as share split, bonus issue, etc. undertaken by our Company;

2. The Minimum Promoters' Contribution does not include any Equity Shares acquired during the immediately preceding one year from the date of this Draft Red Herring Prospectus at a price lower than the price at which the Equity Shares are being offered to the public in the Offer;

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

4. As on the date of this Draft Red Herring Prospectus, the Equity Shares held by our Promoters and offered for Minimum Promoters' Contribution are not subject to pledge or any other encumbrance with any creditor.

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

In accordance with Regulation 17 of the SEBI ICDR Regulations, the entire pre-Offer Equity Share capital of our Company held by persons other than our Promoters, will be locked-in for a period of six months from the date of Allotment, except for (i) Minimum Promoters' Contribution, (ii) any Equity Shares allotted to eligible employees of our Company, whether currently employees or not and including the legal heirs or nominees of any deceased employees or previous employees pursuant to any employee stock option scheme or employee stock option plan or employee stock appreciation right scheme, provided that, the Equity Shares shall include any equity shares allotted pursuant to bonus issue against equity shares allotted pursuant to employee stock option plan or employee stock purchase scheme or employee stock appreciation right scheme

or employee stock option plan through trust; and (iii) the Equity Shares held by VCFs or Category I AIF or Category II AIF or FVCI, subject to certain conditions set out in Regulation 17 of the SEBI ICDR Regulations, provided that such Equity Shares will be locked-in for a period of at least six months from the date of purchase by the VCFs or Category I AIF or Category II AIF or FVCI.

As required under Regulation 20 of the SEBI ICDR Regulations, our Company shall ensure that the details of the Equity Shares locked-in are recorded by the relevant Depository.

(c) Lock-in of Equity Shares Allotted to Anchor Investors

There shall be a lock-in of 90 days on 50% of the Equity Shares allotted to the Anchor Investors from the date of Allotment, and lock-in of 30 days on the remaining 50% of the Equity Shares allotted to the Anchor Investors from the date of Allotment.

(d) Other requirements in respect of lock-in

(a) The Equity Shares held by our Promoters which are locked-in for a period of three years from the date of Allotment in terms of clause (a) Regulation 16 of the SEBI ICDR Regulations may be pledged only with scheduled commercial banks or public financial institutions or NBFC-ND-SI or housing finance companies, as collateral security for loans granted by such banks or public financial institutions or NBFC-ND-SI or housing finance companies in terms of Regulation 21 of the SEBI ICDR Regulations, provided that such loans have been granted to our Company for the purpose of financing one or more of the objects of the Offer and pledge of Equity Shares is a term of sanction of such loans. The Equity Shares held by our Promoters which are locked-in for a period of one year from the date of Allotment in terms of clause (b) Regulation 16 of the SEBI ICDR Regulations may be pledged only with scheduled commercial banks or public financial institutions or NBFC-ND-SI or housing finance companies, as collateral security for loans granted by such banks or public financial institutions or NBFC-ND-SI or housing finance companies in terms of Regulation 21 of the SEBI ICDR Regulations, provided that the pledge of Equity Shares is one of the terms of sanction of such loans. However, the relevant lock-in period shall continue post the invocation of the pledge referenced above, and the relevant transferee shall not be eligible to transfer to the Equity Shares till the relevant lock-in period has expired in terms of the SEBI ICDR Regulations.

(b) In terms of Regulation 22 of the SEBI ICDR Regulations, the Equity Shares held by our Promoters and locked-in as per Regulation 16 of the SEBI ICDR Regulations, may be transferred to and among any member of the Promoter Group or a new promoter or persons in control of our Company, subject to continuation of lock-in in the hands of the transferee for the remaining period and compliance with the Takeover Regulations, as applicable, and such transferee shall not be eligible to transfer them till the lock-in period stipulated in the SEBI ICDR Regulations has expired.

The Equity Shares held by any person other than our Promoters and locked-in for a period of six months from the date of Allotment in the Offer as per Regulation 17 of the SEBI ICDR Regulations, may be transferred to any other person holding the Equity Shares which are locked-in, subject to continuation of the lock-in in the hands of transferees for the remaining period and compliance with the Takeover Regulations, as applicable.

[The remainder of this page has intentionally been left blank]

17. Shareholding pattern of our Company

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

Category (I)	Category of shareholder (II)	Nos. Of shareholders (III)	No. of fully paid up equity shares held (IV)	No. Of Partly paid-up equity shares held (V)	No. Of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+ (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)				No. Of Shares Underlying Outstanding convertible securities (XA)	No. of Shares Underlying Outstanding Warrants (XB)	No. Of Outstanding ESOP Granted (XC)	No. of Shares Underlying Outstanding convertible securities, No. of Warrants and ESOP etc. (X) = (XA+XB+XC)	Total No. of shares on fully diluted basis (including warrants, ESOP, Convertible Securities etc.) (XI)=(VII+X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XII)= (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XIII)		Number of Shares pledged (XIV)		Non-Disposal Undertaking (XV)		Other encumbrances, if any (XVI)		Total Number of Shares encumbered (XVII) = (XIV+XV+ XVI)		Number of equity shares held in dematerialized form (XVIII)
								No of Voting Rights (XIV)											No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
								Class eg: Equity Shares	Class eg: others	Total	Total as a % of (A+B+C)																		
(A)	Promoter & Promoter Group	5	37,877,000	-	-	37,877,000	77.76	37,877,000	-	37,877,000	77.76	-	-	-	-	37,877,000	77.76	-	-	-	-	-	-	-	-	-	-	37,877,000
(B)	Public	90	10,834,600	-	-	10,834,600	22.24	10,834,600	-	10,834,600	22.24	-	-	-	-	10,834,600	22.24	-	-	-	-	-	-	-	-	-	-	10,834,600
(C)	Non Promoter-Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	95	48,711,600	-	-	48,711,600	100.00	48,711,600	-	48,711,600	100.00	-	-	-	-	48,711,600	100.00	-	-	-	-	-	-	-	-	-	-	48,711,600

18. As on the date of this Draft Red Herring prospectus, our Company has 95 equity Shareholders and does not have any preference shareholders.

19. Details of equity shareholding of the major shareholders of our Company

a) Set forth below is a list of Shareholders holding 1% or more of the issued and paid-up Equity Share capital of our Company, as on the date of this Draft Red Herring Prospectus:

S. No.	Name of the Shareholder	Number of Equity Shares	Percentage of the pre-Offer Equity Share capital (%)
1.	Akuri Srinivasa Reddy	27,720,000	56.91
2.	A Sandhya	7,000,000	14.37
3.	Akuri Deepthi	1,368,500	2.81
4.	Akuri Sakesh Reddy	1,368,500	2.81
5.	Amit Raj Sinha Family Trust	980,000	2.01
6.	Karunakar Reddy Baddam	840,000	1.72
7.	Dantuluri Krishna Harish Varma	678,440	1.39
8.	Ande Prathap Reddy	644,000	1.32
9.	Adiraju Rajendra Prasad	522,000	1.07
10.	Ajay Pratyush Nedunuri	490,000	1.01
11.	Oruganti Subbarami Reddy	490,000	1.01
	Total	**42,101,440**	**86.43**

** Based on the beneficiary position statement dated September 25, 2026.*

b) Set forth below is a list of Shareholders holding 1% or more of the Equity Share capital of our Company, as of 10 days prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of the Shareholder	Number of Equity Shares	Percentage of the pre-Offer Equity Share capital (%)
1.	Akuri Srinivasa Reddy	27,720,000	56.91
2.	A Sandhya	7,000,000	14.37
3.	Akuri Deepthi	1,368,500	2.81
4.	Akuri Sakesh Reddy	1,368,500	2.81
5.	Amit Raj Sinha Family Trust	980,000	2.01
6.	Karunakar Reddy Baddam	840,000	1.72
7.	Dantuluri Krishna Harish Varma	678,440	1.39
8.	Ande Prathap Reddy	644,000	1.32
9.	Adiraju Rajendra Prasad	522,000	1.07
10.	Ajay Pratyush Nedunuri	490,000	1.01
11.	Oruganti Subbarami Reddy	490,000	1.01
	Total	**42,101,440**	**86.43**

c) Set forth below is a list of Shareholders holding 1% or more of the issued and paid-up Equity Share capital of our Company, as of one year prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of the Shareholder	Number of equity shares of face value ₹10 each	Percentage of the pre-Offer equity share capital (%)
1.	Akuri Srinivasa Reddy	9,100,000	57.68
2.	A Sandhya	2,500,000	15.85
3.	Akuri Sakesh Reddy	488,750	3.10
4.	Akuri Deepthi	488,750	3.10
5.	Amit Raj Sinha Family Trust	350,000	2.22
6.	Baddam Karunakar Reddy	300,000	1.90
7.	Dantuluri Krishna Harish Varma	242,300	1.54
8.	Ande Prathap Reddy	230,000	1.46
	Total	**13,699,800**	**86.85**

d) Set forth below is a list of Shareholders holding 1% or more of the issued and paid-up Equity Share capital of our Company, as of two years prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of the Shareholder	Number of equity shares of face value ₹10 each	Percentage of the pre-Offer equity share capital (%)
1.	Akuri Srinivasa Reddy	9,927,900	65.13
2.	A Sandhya	2,649,600	17.38
3.	Amit Raj Sinha Family Trust	350,000	2.30
4.	Baddam Karunakar Reddy	300,000	1.97
5.	Ande Prathap Reddy	230,000	1.51
	Total	**13,457,500**	**88.29**

20. Details of shares held by our Directors, Key Managerial Personnel and Senior Management

Except as disclosed below, none of our Directors, Key Managerial Personnel or Senior Management hold any Equity Shares in our Company as on the date of this Draft Red Herring Prospectus:

S. No.	Name of the Shareholder	Number of Equity Shares held	Percentage of pre-Offer Equity Share capital (%)	Percentage of post-Offer Equity Share capital*^ (%)
Directors				
1.	Akuri Srinivasa Reddy*	27,720,000	56.91	[●]
2.	Anil Kondoth*	420,000	0.86	[●]
3.	Venkata Lakshmi Narasimha Murthy Chilla	420,000	0.86	[●]
Sub-Total (A)		**28,560,000**	**58.63**	**[●]**
Senior Management				
4.	Satyanarayana Reddy Akuri	420,000	0.86	[●]
5.	A Sandhya	7,000,000	14.37	
Sub-Total (B)		7,420,000	15.23	[●]
Grand Total (A+B)		**39,580,000**	**73.86**	[●]

^ *To be updated at Prospectus stage*
* *Also Key Managerial Personnel*

Pre-Offer shareholding as at the date of the Draft Red Herring Prospectus and post-Offer shareholding as at Allotment for Promoters, members of the Promoter Group and top 10 shareholders

Except as disclosed below, none of our Promoters, members of the Promoter Group and additional top 10 shareholders hold any Equity Shares in our Company as at the date of the Draft Red Herring Prospectus and as at the date of Allotment:

Name	Pre-Offer Shareholding as on date of the Draft Red Herring Prospectus		Post-Offer shareholding as at Allotment(1)			
	Number of Equity Shares	Percentage of pre-Offer Equity Share capital (%)	At the lower end of the price band (₹[●])		At the upper end of the price band (₹[●])	
			Number of Equity Shares (2)	Percentage of post-Offer Equity Share capital (%)(2)	Number of Equity Shares (2)	Percentage of post-Offer Equity Share capital (%)(2)
Promoters						
Akuri Srinivasa Reddy	27,720,000	56.91	[●]	[●]	[●]	[●]
A Sandhya	70,000,000	14.37	[●]	[●]	[●]	[●]
Total (A)	**34,720,000**	**71.28**	[●]	[●]	[●]	[●]
Promoter Group						
Akuri Sakesh Reddy	1,368,500	2.81	[●]	[●]	[●]	[●]
Akuri Deepthi	1,368,500	2.81	[●]	[●]	[●]	[●]
K Sivareddy	420,000	0.86	[●]	[●]	[●]	[●]
Total (B)	**3,157,000**	**6.48**	[●]	[●]	[●]	[●]
Top 10 shareholders other than the above						
Amit Raj Sinha Family Trust	980,000	2.01	[●]	[●]	[●]	[●]
Baddam Karunakar Reddy	840,000	1.72	[●]	[●]	[●]	[●]

Name	Pre-Offer Shareholding as on date of the Draft Red Herring Prospectus		Post-Offer shareholding as at Allotment[(1)]			
	Number of Equity Shares	Percentage of pre-Offer Equity Share capital (%)	At the lower end of the price band (₹[●])		At the upper end of the price band (₹[●])	
			Number of Equity Shares [(2)]	Percentage of post-Offer Equity Share capital (%)[(2)]	Number of Equity Shares [(2)]	Percentage of post-Offer Equity Share capital (%)[(2)]
Dantuluri Krishna Harish Varma	678,440	1.39	[●]	[●]	[●]	[●]
Ande Prathap Reddy	644,000	1.32	[●]	[●]	[●]	[●]
Adiraju Rajendra Prasad	522,000	1.07	[●]	[●]	[●]	[●]
Ajay Pratyush Nedunuri	490,000	1.01	[●]	[●]	[●]	[●]
KolliLakshmi Sreedhar Reddy	430,780	0.88	[●]	[●]	[●]	[●]
Anil Kondoth	420,000	0.86	[●]	[●]	[●]	[●]
Venkata Lakshmi Narasimha Murthy Chilla	420,000	0.86	[●]	[●]	[●]	[●]
Satyanarayana Reddy Akuri	420,000	0.86	[●]	[●]	[●]	[●]
Other Public Shareholders						
Other Public Shareholders[@]	4,989,380	10.24	[●]	[●]	[●]	[●]
Total (C)	**10,834,600**	**22.24**	[●]	[●]	[●]	[●]
Total (A+B+C)	**48,711,600**	**100.00**	[●]	[●]	[●]	[●]

(1) To be filled in at Prospectus stage, upon finalisation of Price Band.
(2) Assuming full subscription in the Offer. The post-Offer shareholding details as at Allotment will be based on the actual subscription and the Offer Price and updated in the Prospectus, subject to finalization of the Basis of Allotment. Further, assuming that there is no transfer of shares by the Shareholders between the date of the Price Band advertisement and Allotment, and if any such transfers occur prior to the date of Prospectus, it will be updated in the shareholding pattern in the Prospectus.
@ As on the date of this Draft Red Herring Prospectus, our Company has 80 other public shareholders (based on beneficiary position statement dated September 25, 2026).

21. The BRLM and their associates (determined as per the definition of 'associate company' under the Companies Act, and as per definition of the term 'associate' under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992) do not hold any securities of our Company as on the date of this Draft Red Herring Prospectus. The BRLM and their affiliates may engage in the transactions with and perform services for our Company, the Promoter, members of the Promoter Group and their respective directors and officers, group companies, affiliates or associates or third parties in the ordinary course of business or may in the future engage in commercial banking and investment banking transactions with our Company, the Promoter, members of the Promoter Group and their respective officers, group companies, affiliates or associates or third parties, for which they may in the future receive customary compensation. As used herein, the term 'affiliate' means any person or entity that controls or is controlled by or is under common control with another person or entity.

22. All Equity Shares held by our Promoters, members of Promoter Group, our Directors, our KMPs, the members of our Senior Management, the Promoter Selling Shareholders and our employees, as applicable, are in dematerialized form as on the date of this Draft Red Herring Prospectus.

23. Our Company has not made any public issue or rights issue, as defined under the SEBI ICDR Regulations, of any kind or class of securities since its incorporation.

24. No person connected with the Offer, including, but not limited to, our Company, the Members of the Syndicate, our Directors or the members of our Promoter Group, shall offer in any manner whatsoever any incentive, whether direct or indirect, in cash, in kind or in services or otherwise to any Bidder for making a Bid. Further, no payment, direct or indirect benefit in the nature of commission (except underwriting commission that may be paid to the underwriters) and allowance or otherwise shall be offered or paid either by our Company or our Promoters to any person in connection with making an application for or receiving any Equity Shares pursuant to this Offer.

25. Except as disclosed in "-*Secondary transactions of specified securities by our Promoters, members of our Promoter Group and the Selling Shareholders*" and "- *History of share capital held by our promoters*" on pages 110 and 111, none of our Promoters and members of our Promoter Group, our Directors, and their relatives (as defined under the Companies Act) have purchased or sold any securities of our Company during the period of six months immediately preceding the date of this Draft Red Herring Prospectus.

26. Our Company, our Directors and the BRLM have not entered into any buy-back arrangements for the purchase of Equity Shares from any person.

27. The Equity Shares are fully paid-up and there are no partly paid-up Equity Shares as on date of this Draft Red Herring Prospectus.

28. None of the Equity Shares are pledged or otherwise encumbered.

29. All Equity Shares issued pursuant to the Offer shall be fully paid-up at the time of allotment.

30. Except to the extent of sale of the Offered Shares in the Offer for Sale by the Promoter Selling Shareholders and the Promoter Group Selling Shareholders, none of our Promoters and members of the Promoter Group will participate in the Offer.

31. There have been no financing arrangements whereby the Promoters, members of the Promoter Group, our Directors and their relatives (as defined under Companies Act) have financed the purchase by any other person of securities of our Company during a period of six months preceding the date of this Draft Red Herring Prospectus with SEBI.

32. Neither the (i) BRLM or any associates of the BRLM (other than the Mutual Funds sponsored by entities which are associates of the BRLM or insurance companies promoted by entities which are associates of the BRLM or AIFs sponsored by the entities which are associates of the BRLM or FPIs other than individuals, corporate bodies and family offices which are associates of the BRLM or pension funds sponsored by entities which are associates of the BRLM) nor (ii) any person related to our Promoters or the members of the Promoter Group shall apply in the Offer under the Anchor Investors Portion.

33. None of our Shareholders are directly/ indirectly related to the BRLM or any associates of the BRLM.

34. There shall be only one denomination of the Equity Shares, unless otherwise permitted by law.

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

36. No person connected with the Offer, including, but not limited to, the Members of the Syndicate, our Company, the Directors, members of our Promoter Group and the Promoters, shall offer or make payment of any incentive, direct or indirect, in the nature of discount, commission and allowance, except for fees or commission for services rendered in relation to the Offer, in any manner, whether in cash or kind or services or otherwise, to any Bidder for making a Bid.

37. Our Company shall ensure that any transaction in the Equity Shares by our Promoters and our Promoter Group and Pre-IPO Placement, if any during the period between the date of filing this Draft Red Herring Prospectus and the date of closure of the Offer shall be reported to the Stock Exchanges within 24 hours of such transaction.

38. Except for issuance of Equity Shares pursuant to the (i) Pre-IPO Placement, if any; and (ii) Fresh Issue, there will be no further issue of Equity Shares whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from filing of this Draft Red Herring Prospectus with SEBI until the Equity Shares are listed on the Stock Exchanges pursuant to the Offer or all application monies have been refunded, or the application moneys are unblocked in the ASBA Accounts on account of non-listing, under-subscription etc., as the case may be.

39. Except for the issuance of any Equity Shares pursuant to (i) Fresh Issue and (ii) exercise of employee stock options under the ESOP Scheme, if any, our Company presently does not intend or propose to alter the capital

structure for a period of six months from the Bid/Offer Opening Date, by way of split or consolidation of the denomination of Equity Shares, or further issue of specified securities (including issue of securities convertible into or exchangeable for, directly or indirectly into Equity Shares), whether on a preferential basis or by issue of bonus Equity Shares or on a rights basis or further public issue of Equity Shares or otherwise.

40. There are no outstanding warrants, options or rights to convert debentures, loans or other convertible instruments into Equity Shares, or any other right which would entitle any person any option to receive Equity Shares.

41. Employee stock option schemes

As on the date of this Draft Red Herring Prospectus, except as mentioned below, our Company does not have any employee stock option scheme:

Technopaints Employee Stock Option Scheme 2026:

Pursuant to the resolutions passed by our Board on August 8, 2026 and Shareholders on August 13, 2026, our Company has approved the Technopaints Employee Stock Option Scheme 2026 ("**ESOP Scheme" or "ESOP Scheme 2026**") to grant not exceeding 4,871,160 options to the eligible employees in one or more tranches, from time to time, subject to adjustments for corporate actions such as bonus, stock split, consolidation or other capital restructuring.

Exercise Price: The exercise price in respect of each option shall be ₹5 per option or such other price as may be determined by the Nomination and Remuneration Committee which is designated as the compensation committee, at the time of grant, subject to compliance with applicable laws and the provisions of the scheme, which in any case shall not be lower than the face value of the shares of the Company on the date of such grant. The specific exercise price applicable to each grant shall be communicated to the eligible employee in the respective grant letter. In the event of any corporate actions such as rights issues, bonus issues, stock splits, consolidations, or other reorganization of capital structure of the Company, the exercise price shall be adjusted by the Committee in accordance with applicable law, in a manner that is fair and reasonable and ensures that the total value of the Options granted remains unchanged.

Exercise Period: The exercise period in respect of an option shall be as determined by the Nomination and Remuneration Committee, in accordance with applicable laws.

As on the date of this Draft Red Herring Prospectus, no options have been granted under the ESOP Scheme.

SECTION IV: PARTICULARS OF THE OFFER

OBJECTS OF THE OFFER

The Offer comprises the Fresh Issue and the Offer for Sale. The Fresh Issue comprises of up to [●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 3,250.00 million to be issued by our Company and the Offer for Sale comprises of up to [●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 1,750.00 million by the Selling Shareholders. For details, see "*The Offer*" on page 76.

Offer for Sale

The Selling Shareholders will be entitled to their respective portion of the proceeds of the Offer for Sale after deducting their proportion of Offer expenses and relevant taxes thereon. Our Company will not receive any proceeds from the Offer for Sale and the proceeds received from the Offer for Sale will not form part of the Net Proceeds. For further details of the Offer for Sale, please see "*The Offer*" and "*Other Regulatory and Statutory Disclosures*" on pages 76 and 485, respectively.

Fresh Issue

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

1. Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility ("**Proposed Greenfield Project**");
2. Part funding the incremental working capital requirements of our Company; and
3. General corporate purposes.

(collectively, the '**Objects**').

In addition to the above Objects, we expect to receive the benefits of listing of the Equity Shares on the Stock Exchanges, and creation of a public market for our Equity Shares in India. The main objects and objects incidental and ancillary to the main objects set out in our Memorandum of Association enable us: (i) to undertake our existing business activities and other activities set out therein; and (ii) to undertake the activities proposed to be funded from the Net Proceeds.

Net Proceeds

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

Particulars	Amount (*in ₹ million*)
Gross Proceeds of the Fresh Issue[*]	3,250.00
(*Less*) Offer-related expenses in relation to the Fresh Issue[(1)(2)]	[●]
Net Proceeds[(1)(2)]	[●]

[*] *Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).*

[(1)] *For details with respect to sharing of fees and expenses amongst our Company and the Selling Shareholders, please see "–Offer Related Expenses" on page 148.*

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

Requirement of funds and utilization of Net Proceeds

The Net Proceeds are proposed to be utilized in accordance with the details provided in the following table:

Sr. No.	Particulars	Estimated amount (*in ₹ million*)	Percentage of Net Proceeds (%)**
1	Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility	1,491.39	[●]
2	Part funding the incremental working capital requirements of our Company	799.86	[●]
3	General corporate purposes (1)(2)	[●]	[●]
	Net Proceeds*	[●]	[●]

(1) The amount to be utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.
(2) To be finalized upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC.
** Our Company, in consultation with the BRLM, may consider an issue of specified securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹650.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety).*
*** To be updated at the Prospectus stage*

Proposed schedule of implementation and deployment of Net Proceeds

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

Sr. No.	Particulars	Total Estimated Cost	Amount deployed as at September 28, 2026	Estimated utilization from Net Proceeds	Estimated schedule of deployment of Net Proceeds (2)	
					Financial Year 2028	Financial Year 2029
		(*in ₹ million*)				
1	Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility	1,686.64 #	195.25*	1,491.39	1,164.85	326.54
2	Part funding the incremental working capital requirements of our Company	894.18	-	799.86	799.86	-
3	General corporate purposes(1)			[●]	[●]	[●]
	Total			[●]	[●]	[●]

(1) To be finalized upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. The amount to be utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.
(2) Includes the proceeds, if any, received pursuant to the Pre-IPO Placement which may be undertaken, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR. The details of the Pre-IPO Placement, if undertaken, shall be included in the Red Herring Prospectus with the RoC. Upon allotment of Equity Shares pursuant to the Pre-IPO Placement, we may utilize the proceeds from the Pre-IPO Placement towards the Objects as set out in this section. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.
As certified by Goldrush Capital Services Private Limited pursuant to their DPR.
** As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.*

The above fund requirements are based on our (a) current business plan, management estimates, other commercial and technical factors including interest rates and other charges, and the financing and other agreements entered into by our Company, (b) the detailed project report dated September 28, 2026 for Proposed Greenfield Project ("**DPR**") located at Plot Nos. 113, 114, 115, 116, 117, 118, 123, 124, 125, 126, 127 and 128, admeasuring 24,276.00 sq. m., in IP MSME GP Ibrahimpatnam, Ibrahimpatnam village, Ibrahimpatnam Mandal, Ranga Reddy District, Telangana issued by Goldrush Capital Servies Private Limited; and (c) certificate dated September 28, 2026 from VASG & Associates, Chartered Accountants, Statutory Auditors of our Company, in relation to the working capital requirements. which are subject to change in the future and have not been appraised by any bank, financial institution or any other independent agency. These are based on current conditions and are subject to revisions in light of changes in costs, our financial condition, our business operations or growth strategy or external circumstances which may not be in our control. For details in relation to risks associated with the use of the Net Proceeds for funding the working capital requirements of our Company, see "*Risk Factors – Our funding requirements and the proposed deployment of Net Proceeds have not been appraised and our management will have broad discretion over the use of the Net Proceeds.*" on page 66.

We may have to revise our funding requirements and deployment schedule on account of variety of factors such as financial and market conditions, macro-economic factors, changes in business and strategy, variation in cost estimates, availability of raw material, machinery, equipment and suitable workforce and other external factors such as changes in the business environment and interest or exchange rate fluctuations, changes in technology, which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of our management, subject to compliance with applicable laws. For further details, see "*Risk Factors – We intend to utilise a portion of the Net Proceeds towards funding capital expenditure for our proposed greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana ("Proposed Greenfield Project"). Any delay, cost overrun or variation in estimated costs could adversely affect our business and results of operations."* on page 34. Subject to applicable law, in the event of any increase in the actual utilization of funds earmarked for the purposes set forth above, such additional funds for a particular activity will be met by way of means available to us, including from internal accruals and any additional equity and/or debt arrangements. Further, if the actual utilization towards any of the stated objects is lower than the proposed deployment, the balance remaining may be utilized towards future growth opportunities, and/or towards funding any other purpose, and/or general corporate purposes, subject to applicable laws to the extent that the total amount to be utilized towards general corporate purposes will not exceed 25% of the Gross Proceeds in accordance with the SEBI ICDR Regulations and in compliance with the objectives as set out under "-*Details of the Objects - General corporate purposes"* below and will be consistent with the requirements of our business. The estimated schedule of deployment of Net Proceeds is indicative and our management may vary the amount to be utilized in a particular Financial Year at its discretion.

For further information on factors that may affect our internal management estimates, see "*Risk Factors – Our funding requirements and the proposed deployment of Net Proceeds have not been appraised and our management will have broad discretion over the use of the Net Proceeds.*" on page 66.

Means of finance

As of the date of this Draft Red Herring Prospectus, ₹ 195.25 million has been incurred towards the Proposed Greenfield Project. We intend to fund the entire balance cost of the Proposed Greenfield Project from the Net Proceeds. Accordingly, we confirm that there are no requirements to make firm arrangements of finance under Regulation 7(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue and existing identifiable internal accruals of our Company. In case of a shortfall in the Net Proceeds or any increase in the actual utilization of funds earmarked for the objects, our Company shall bear such cost out of internal accruals. Our Company may also consider raising bridge financing facilities, including through secured or unsecured loans or any short-term instrument like non-convertible debentures, commercial papers or inter-corporate deposits, pending receipt of the Net Proceeds.

Details of the Objects

1. ***Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility ("Proposed Greenfield Project")***

   According to the CRISIL Report, the Indian paint industry has demonstrated strong growth, increasing from approximately ₹620-640 billion in Fiscal 2020 to approximately ₹1,210-1,260 billion in Fiscal 2025, representing a CAGR of approximately 13.5-15.5% during this period, growing at approximately 2.01 to 2.04 times India's real GDP growth in Fiscal 2024 and Fiscal 2025, and is projected to grow at a CAGR of approximately 11-12% between Fiscals 2025 and 2030 to reach approximately ₹2,080-2,170 billion by Fiscal 2030.

   The Union Budget 2026-27 announced an increase in public capital expenditure to ₹12.2 trillion, with continued infrastructure investments expected to support construction activity and demand for paints and coatings (*source: CRISIL Report*). The construction and real estate sectors are key demand drivers for the paint industry, accounting for approximately 70-75% of paint demand through residential housing, commercial buildings and infrastructure (*source: CRISIL Report*). Growth in the Indian paint market has also been supported by housing and infrastructure development, rising repainting frequency, premiumization, higher disposable incomes and increasing penetration in rural, Tier II and Tier III markets, while continued

residential and real estate development, renovation-led demand, product mix upgrades and expanding organized distribution are likely to support future growth (*source: CRISIL Report*)

According to the CRISIL Report, the Indian paint industry is witnessing a shift in consumer perception, with paints increasingly being viewed not only as construction inputs but also as aesthetic, lifestyle and experience-led products. This shift is driving demand for premium and value-added paints, which represented a market size of approximately 0.13 to 0.15 billion litres in volume terms and approximately ₹48-52 billion in value terms in Fiscal 2025 (*source: CRISIL Report*). Advanced product offerings, including premium emulsions, waterproofing and specialty coatings, are gaining traction, particularly in infrastructure projects and premium residential developments, contributing to higher value realization for manufacturers and enabling organized players to tap into higher-margin segments beyond basic decorative painting (*source: CRISIL Report*). Product mix optimization and premiumization remain important levers for margin improvement, as companies increasingly focus on higher-margin and value-added offerings (*source: CRISIL Report*).

We currently operate two manufacturing facilities with an aggregate installed capacity of 103,896.00 MTPA of powder paints i.e. putties and textures, and 22,199.00 KLPA of liquid paints, i.e. emulsions, primers and enamels, as at July 31, 2026, comprising manually intensive production lines. Our existing manufacturing infrastructure is also subject to space constraints, with one facility operating from leased premises, and has limited infrastructure for expansion and advanced product development. We propose to consolidate our existing manufacturing operations at Cheriyal and Pashamylaram in Telangana into the new manufacturing facility i.e., Proposed Greenfield Project, for which we have acquired a land parcel of 24,276.00 square metres. The aforesaid land parcel has been allotted to our Company by TGIIC on an outright sale basis, and our Company has entered into a registered agreement for sale of the aforesaid plot with TGIIC, however sale deed will be executed at a later stage. Our Company is currently in possession of the land parcel for which the consideration of ₹ 195.25 million, including stamp duty and other charges has been paid from our internal accruals. The Proposed Greenfield Project is proposed to be commissioned by July 2028 and funded through the Net Proceeds and internal accruals. The establishment of the Proposed Project is expected to deliver strategic, operational, and long-term competitive advantages for our company.

Key benefits of the Proposed Greenfield Project include the following:

(i) ***Introduction of automation and enhanced manufacturing infrastructure:*** The Proposed Greenfield Project is proposed to incorporate higher levels of automation across key manufacturing processes, including raw material handling, batching, mixing, filling and packaging, together with real-time process monitoring. It is also proposed to include upgraded testing and quality control infrastructure, dedicated product development facilities, including a pilot plant and testing laboratories. We expect these initiatives to reduce manual intervention, improve batching accuracy, process consistency and traceability, and enhance the efficient utilization of manpower, materials and other resources. Further, consolidation of our manufacturing operations into an integrated facility, together with automated material movement and improved production planning, is intended to streamline manufacturing operations and improve our long-term cost competitiveness.

The proposed product development infrastructure is also expected to support formulation development, product testing and the development and commercialization of new and differentiated products, including industrial, protective, anti-corrosive and marine coatings and, subject to technical collaborations, automotive coating products. We believe this will enable us to address a wider range of customer requirements and end-use applications. For further details, see "*Our Business – Our Strategies - Expand our portfolio of value-added and premium paint products*" on page 261.

(ii) ***Enhanced manufacturing capacity to support future growth***: The Proposed Greenfield Project is expected to have an installed manufacturing capacity of 234,000.00 MTPA for powder paints, i.e., putties and textures, and 31,200.00 KLPA for liquid paints, i.e., emulsions, primers and enamels. For further details, see "*Our Business*" on page 244. The proposed capacity has been planned having regard to our anticipated manufacturing requirements as our operations scale, including the requirements arising from our Turnkey Paint Projects, standalone product sales and expansion across product categories and operating markets. Our Order Book stood at ₹9,946.85 million as at July 31, 2026, having grown from ₹5,215.90 million as at March 31, 2024, providing visibility into our future production requirements. Together with our expected project pipeline and anticipated growth in standalone product sales, we expect the proposed capacity to provide greater flexibility to manage our product mix and production volumes, support economies of scale and accommodate the anticipated growth of our operations.

(iii) ***Enhancing sustainability and resource efficiency:*** The Proposed Greenfield Project is intended to incorporate measures aimed at improving the efficient use of energy, water and raw materials, including energy-efficient equipment, rainwater harvesting, water recycling and a rooftop solar photovoltaic system, together with process optimization measures intended to reduce material wastage and avoidable energy consumption. We expect these initiatives to improve the overall resource efficiency of our manufacturing operations.

Our Board pursuant to their resolution dated September 28, 2026 has approved and took note that an amount of ₹ 1,491.39 million is proposed to be funded for capital expenditure from the Net Proceeds and internal accrual towards the entire cost of the Proposed Greenfield Project. The fund requirements, the deployment of funds and the intended use of the Net Proceeds, for the Proposed Greenfield Project, as described hereinabove, are based on our current business plan, management estimates, current and valid quotations from suppliers, and other commercial and technical factors. We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, business and strategy, competition and interest or exchange rate fluctuations and other external factors, which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of our management. See "*Risk Factors – Our funding requirements and the proposed deployment of Net Proceeds have not been appraised and our management will have broad discretion over the use of the Net Proceeds.*" on page 66.

Estimated cost

The total estimated cost of the Proposed Greenfield Project is ₹ 1,686.64 million, as certified by Goldrush Capital Services Private Limited. However, such total estimated cost and related fund requirements have not been appraised by any bank or financial institution. As part of the establishment of the Proposed Greenfield Project, our Company proposes to incur capital expenditure towards *inter alia* building and civil works; plant and machinery; power & electricals, QC lab and R&D equipment, material handling equipment, utilities and computers and office furniture.

The detailed break-down of the estimated cost of the Proposed Greenfield Project, is set forth below:

Sr. No.	Particulars	Cost (*in ₹ million*)
1.	Land cost	195.25*
2.	Buildings and Civil Work	796.22
3.	Plant and Machinery	422.24
4.	Power and Electricals	43.15
5.	QC Laboratory and R&D Equipment	102.98
6.	Material Handling Equipment	7.42
7.	Utilities	24.26
8.	Computers and Office furniture	24.09
	Sub-Total	**1,615.62**
9.	Contingency Cost[#]	71.02
	Total	**1,686.64**

** As of the date of this Draft Red Herring Prospectus, ₹ 195.25 million has been incurred towards the Proposed Greenfield Project.*

[#]Contingency of ₹ 71.02 million has been considered at 5.00% of ₹ 1,420.37 million, comprising of the total estimated cost of the Proposed Greenfield Project excluding the cost of 195.25 million already incurred towards acquisition of land.

Note:

(1) The above estimated cost may increase or decrease depending on the revised commercial terms, rate of inflation or other macro-economic factors, amongst others. In the event of any increased estimated cost, such additional cost shall be funded through contingency cost first and balance, if any, through internal accruals

(2) None of the machinery proposed to be procured under the Proposed Greenfield Project is second-hand or used machinery.

(3) The above cost is inclusive of applicable taxes.

(4) All figures in decimals have been rounded off to the second decimal. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.

(5) Total estimated costs are as per respective quotations received from the vendors.

Land

The Proposed Greenfield Project is being set-up on the land allotted by the Telangana Industrial Infrastructure Corporation Limited ("**TGIIC**") at Industrial Park MSME GP Ibrahimpatnam, Ibrahimpatnam Village, Ibrahimpatnam Mandal, Ranga Reddy District, Telangana. Our Company has been allotted Plot Nos. 113, 114, 115, 116, 117, 118, 123, 124, 125, 126, 127 and 128, with each plot measuring 2,023.00 square metres, aggregating to a total land area of 24,276.00 square metres. The land parcel has been allotted to our Company by TGIIC on an outright sale basis, and our Company has entered into a registered agreement for sale of the aforesaid plot with TGIIC, however sale deed will be executed at a later stage. Our Company is currently in possession of the land parcel for which the consideration of ₹ 195.25 million, including stamp duty and other charges has been paid from our internal accruals. The cost incurred for acquisition of such land parcels forms part of the total estimated cost of the Proposed Project however it is not proposed to be funded from the Offer Proceeds.

Our Promoters, Directors and Key Managerial Personnel do not have any interest in this acquisition of the land parcels.

Buildings and Civil Work

The total estimated cost for building and civil works for the Proposed Greenfield Project is ₹674.77 million, excluding applicable taxes, and ₹796.22 million, inclusive of applicable taxes, which the Company proposes to utilise from the Net Proceeds. The building and civil works includes, *inter alia,* set-up the factory building / floor and pre-engineered building for our various product categories, administrative building, weigh bridges, roads and drains etc. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Detail of Works	Vendor	Date of quotation	Validity of Quotation	Total estimated cost (₹ in million)*
1.	Civil, Structural[(1)]	Sai Pavani Constructions India Pvt Ltd	August 13, 2026	February 12, 2027	467.05
	PEB, Infrastructure and Utility Works[(2)]				304.96
2.	Pipeline structures and others	Maathrusri Engineers	August 27, 2025	February 27, 2027	17.70
3.	Supply, Erection, & Commissioning of Traction Lift	PK Associates	August 25, 2026	February 24, 2027	6.51
	Total				**796.22**

**Including applicable taxes*

Note: *All figures in decimals have been rounded off to the second decimal have been rounded off to two decimal places. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.*

Civil, Structural[(1)]						
Sl. No.	**Description**	**Type**	**Size (m)**	**Area (Sqm)**	**Rate / Sqm (₹)**	**Value (₹ in million)**
1	Texture bldg – Ground floor	RCC	24×24	576	35,000	20.16
2	Texture machinery platform	RCC	8×24	192	40,000	7.68
3	First floor	RCC	24×24	576	35,000	20.16
4	Sand-sewing system	RCC	4×4	16	20,000	0.32
5	Sand-sewing system	RCC	4×4	16	20,000	0.32
6	Sand-bund (bunker) – 150 MT	RCC	6×6	36	30,000	1.08
7	Sand-bund (bunker) – 150 MT	RCC	6×6	36	30,000	1.08
8	Sand-bund (bunker) – 150 MT	RCC	6×6	36	30,000	1.08
9	Stone powder silos – 3×250 MT	RCC	5×15	75	40,000	3.00
10	Cement silo – 1×250 MT	RCC	5×5	25	40,000	1.00
11	Water-based paint divn. – G.F.	RCC	30×40	1,200	35,000	42.00

Civil, Structural[1]						
Sl. No.	**Description**	**Type**	**Size (m)**	**Area (Sqm)**	**Rate / Sqm (₹)**	**Value (₹ in million)**
12	Water-based paint divn. – First floor	RCC	30×40	1,200	35,000	42.00
13	Solvent-based paint divn. – G.F.	RCC	30×40	1,200	35,000	42.00
14	Solvent-based paint divn. – First floor	RCC	30×40	1,200	35,000	42.00
15	Weigh bridge	RCC	5×30	150	20,000	3.00
16	Fire hydrant system	RCC	6×30	180	35,000	6.30
17	Admin building	RCC	10×24	240	28,000	6.72
18	Admin – First floor	RCC	10×24	240	28,000	6.72
19	Admin – Second floor	RCC	10×24	240	28,000	6.72
20	Admin – Third floor	RCC	10×24	240	28,000	6.72
21	R&D building	RCC	10×24	240	28,000	6.72
22	R&D – First floor	RCC	10×24	240	28,000	6.72
23	R&D – Second floor	RCC	10×24	240	28,000	6.72
24	Canteen building	RCC	10×24	240	25,000	6.00
25	Canteen – First floor	RCC	10×24	240	25,000	6.00
26	Power room	RCC	10×12	120	25,000	3.00
27	STP tank	RCC	10×20	200	25,000	5.00
28	Boundary Wall-Rmt	RCC	—	628	9,750	6.12
29	Labour Camp GF+3	RCC	16×10	640	27,500	17.6
30	Basement RCC works	RCC	174×140	24,360	2,950	71.86
					Sub-total	**395.80**
					GST @ 18%	71.25
					Total	**467.05**

PEB, Infrastructure & Utility Works[2]						
Sl. No.	**Description**	**Type**	**Size (m)**	**Area (Sqm)**	**Rate / Sqm (₹)**	**Value (₹ in million)**
1	Second floor	PEB	24×24	576	15,000	8.64
2	Texture storage – ground floor	PEB	24×48	1,152	15,000	17.28
3	Texture storage – first floor	Mezzanine-PEB	24×48	1,152	11,250	12.96
4	Wall putty – mfg. bldg	PEB	18×30	540	15,000	8.10
5	Wall putty storage bldg	PEB	30×54	1,620	15,000	24.30
6	Mezzanine	PEB	30×54	1,620	15,000	24.30
7	R.O. plant and DM plant	PEB	12×24	288	15,000	4.32
8	Water-based paint divn. – Second floor	PEB	30×40	1,200	15,000	18.00
9	Solvent-based paint divn. – Second floor	PEB	30×40	1,200	15,000	18.00
10	Canteen – Second floor	PEB	10×24	240	15,000	3.60
11	Power yard	Fencing	10×20	200	6,000	1.20
12	Toilets	PEB	5×40	200	15,000	3.00
13	Scrap yard	PEB	20×30	600	25,000	15.00

PEB, Infrastructure & Utility Works[2]						
Sl. No.	**Description**	**Type**	**Size (m)**	**Area (Sqm)**	**Rate / Sqm (₹)**	**Value (₹ in million)**
14	Road and drains	CC	7.5×1000	7,500	5,600	42.00
15	Greenery	LS	—	—	50,00,000	5.00
16	Land levelling	LS	—	—	2,50,00,000	25.00
17	Deposits & permit fee	LS	—	—	1,00,00,000	10.00
18	Miscellaneous expenses	LS	—	—	50,41,000	5.04
19	Electrical substation	LS	—	—	1,05,00,000	10.50
20	UG sump	LS	—	—	22,00,000	2.20
					Sub-total	**258.44**
					GST @ 18%	46.52
					Total	**304.96**

Plant and Machinery

The total estimated cost for procurement and installation of plant and machinery for the Proposed Greenfield Project is ₹357.83 million, excluding applicable taxes, and ₹ 422.24 million, inclusive of applicable taxes, which Company proposes to utilise from the Net Proceeds. The cost has been determined based on quotations obtained for the entire amount. A list of such plant and machinery that is intended to be purchased, along with details of the quotations received in this respect are set forth below:

Sl. No.	**Name of the equipment**	**Name of Vendor**	**Date of quotation**	**Validity of quotation**	**Total Cost (₹ in million)***
1.	Texture Paint/400 MT/Day[1]	Maximius Equipment	August 24, 2026	February 23, 2027	45.28
2.	Wall Putty plaster Mixing Tower 500 Tons[2]	Ever Shine Industries	August 24, 2026	February 23, 2027	94.40
3.	Water based paints 100 KL/Day[3]	Mega Fab Tech	August 27, 2026	February 27, 2027	134.66
4.	Solvent-Based Paints 20 KL/Day[4]	Ever Shine Industries	August 24, 2026	February 27, 2027	141.60
5.	Automatic Filling System	Jay Instruments and Systems Pvt. Ltd	August 24, 2026	February 23, 2027	6.31
	Total				**422.24**

**Including applicable taxes*

Note:

(1) All figures in decimals have been rounded off to the second decimal. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.

(2) Our Promoters, Directors, and Key Managerial Personnel, SMP do not have any direct or indirect interest in the proposed procurement of plant and machinery, nor in the entities from whom the quotations for such procurement have been obtained.

(3) None of the machinery proposed to be procured under the proposed project is second-hand or used machinery.

Texture Paints- 400 MT/Day[1]				
Sl. No.	**Description**	**Unit Price (₹)**	**Qty**	**Total Price (₹ in million)**
1	120 Ton Silo – Marble Dust	19,35,000	1	1.94
2	Marble Dust Material Screw Conveyor	5,36,500	2	1.07
3	Vibrating Bin Aerators for White Cement & Calcite	57,600	1	0.06
4	EMV Vibrators 300/3	45,000	1	0.05

Texture Paints- 400 MT/Day[1]				
Sl. No.	**Description**	**Unit Price (₹)**	**Qty**	**Total Price (₹ in million)**
5	25 Sq. M Capacity Ground Mounted Dust Collector for Both Silos	3,69,000	2	0.74
6	Silo Bottom Manual Knife Gate	64,000	1	0.06
7	Pressure Relief Valve – Cosben PRVS10	31,000	1	0.03
8	9 Ton Weigh Hopper	5,84,600	2	1.17
9	150 Kg Capacity Additive Feeding Hopper – SS304	1,56,000	2	0.31
10	Double Shaft Ribbon Blender – SS316	67,92,000	2	13.58
11	Twin Shaft Binder Agitator Mixer – SS316	28,80,000	2	5.76
12	Steel Structure for Texture Mixing Tower	27,20,000	1	2.72
13	Cables, Cable Trays & Termination from MCC to Equipment	15,30,000	1	1.53
14	Erection & Commissioning	32,00,000	1	3.20
15	MCC, PLC & HMI Automation Panel	25,60,000	1	2.56
16	Air Compressor with Air Piping – Elgi, 112 CFM	19,20,000	1	1.92
17	1 Ton Hydraulic Lift to Twin Shaft Agitator Floor	6,07,500	1	0.61
18	Silo Level Indicators – Radar Type	1,33,000	1	0.13
19	Transport, Hydra Crane & Works Accommodation	3,50,000	1	0.35
20	Transportation of Plant Equipment to Telangana Site – 8 Trailers	72,800	8	0.58
			Sub-total	**38.37**
			GST @18%	6.91
			Total	**45.28**

Wall Putty plaster Mixing Tower 500 Tons[2]			
Sl. No.	**Machine / Equipment**	**Role & Usage**	**Cost (₹ in million)**
1	Raw Material Silos / Hoppers	Storage and controlled feeding of cement, fillers and mineral powders	8.00
2	Screw / Belt / Bucket Conveying System	Transfers dry raw materials between storage, weighing and mixing sections	5.00
3	Automatic Weighing & Batching System	Accurately weighs individual ingredients according to formulation	5.00
4	Ribbon Blenders / Pug Mixers	Homogeneous mixing of cement, fillers, polymers and additives	16.00
5	Additive Dosing System	Controlled addition of small-quantity chemicals/additives	3.00
6	Dust Collection System	Captures airborne powder and improves workplace/environmental conditions	3.50
7	Intermediate / Finished Product Hoppers	Temporary storage before packing	2.50
8	Automatic Bagging Machines	Accurate filling and packing of finished wall putty	11.50
9	Bag Conveyors & Palletizing System	Transfers and stacks finished bags	5.50
10	Electrical MCC Panels	Power distribution and motor control	3.50
11	PLC / Automation System	Controls batching, mixing, conveying and packing sequences	3.50
12	Platforms & Machine Accessories	Safe access and equipment integration	2.00
13	Installation & Commissioning	Erection, alignment, testing and trial operation	4.50
14	Engineering / Testing Provision	Detailed engineering, inspection and commissioning support	3.50

Wall Putty plaster Mixing Tower 500 Tons[2]			
Sl. No.	**Machine / Equipment**	**Role & Usage**	**Cost (₹ in million)**
15	Laboratory / QC Equipment	Testing of raw materials and finished putty	3.00
		Sub-total	**80.00**
		Add: GST @18%	14.40
		Total	**94.40**

Water based paints 100 KL/Day[3]					
Sl. No.	**Description of Machine**	**Capacity**	**Qty**	**Unit Price (₹)**	**Total Value (₹)**
1	Twin Shaft Hi Speed Dispenser	4 KL	4	56,00,000	22.40
2	Twin Shaft Hi Speed Dispenser	3 KL	3	33,00,000	9.90
3	Mixing Tanks	3 KL	6	6,00,000	3.60
4	Mixing Tanks	8 KL	4	16,75,000	6.70
5	High Speed Mixers	2 KL	4	3,25,000	1.30
6	High Speed Disperser	1 KL	2	25,00,000	5.00
7	RO Water Storage Tanks	25 KL	2	22,50,000	4.50
8	Emulsion Storage Tank	25 KL	3	22,55,000	6.77
9	Day Storage Tanks	5 KL	6	5,25,000	3.15
10	AODD Pumps & Screw Pumps	5 m^3/h	5	3,50,000	1.75
11	SS Lines – Pumping System – Pipelines	—	1	20,50,000	2.05
12	Loadcell and HMI System	—	1	50,00,000	5.00
13	Belt Conveying System	—	1	20,00,000	2.00
14	Packing Machines	—	6	48,00,000	28.80
15	Weighing Scales	—	6	3,50,000	2.10
16	HOPT	—	6	3,50,000	2.10
17	BOPT	—	1	16,00,000	1.60
18	Air Compressor	—	2	27,00,000	5.40
				Sub-total	**114.12**
				GST @ 18%	**20.54**
				Grand Total	**134.66**

Solvent-Based Paints 20 KL/Day[4]			
Sl. No.	**Machine / Equipment**	**Role & Usage**	**Cost (₹ in million)**
1	Flameproof Mixing Vessels / Mixers	Safe mixing of solvent-based formulations	23.50
2	Premix / Let-Down Tanks	Preparation and final adjustment of coatings	13.00
3	Sand / Bead Mills	Dispersion and grinding of pigments	10.00
4	Solvent Storage Tanks	Safe storage of solvents	4.50
5	Product Storage Tanks	Storage of finished coating batches	12.50
6	Flameproof Pumps	Safe transfer of solvent-based materials	1.50
7	Filtration System	Removal of foreign particles before filling	1.50

Solvent-Based Paints 20 KL/Day[4]			
Sl. No.	**Machine / Equipment**	**Role & Usage**	**Cost (₹ in million)**
8	Filling Machine	Accurate filling of finished products	3.00
9	Flameproof Electrical / MCC	Electrical operation in hazardous areas	2.00
10	VOC / Exhaust System	Controlled removal of solvent vapours	10.50
11	PLC / Instrumentation	Process monitoring and control	20.50
12	Process Piping / Valves	Safe transfer between equipment	11.00
13	Safety Accessories	Emergency and process safety provisions	1.50
14	Installation & Commissioning	Erection, testing and startup	2.50
15	Engineering / Testing Provision	Hazardous-area engineering and testing	2.50
		Sub-total	**120.00**
		GST @ 18%	21.60
		Grand Total	**141.60**

Power and Electricals

The total estimated cost for the power & electricals for the Proposed Greenfield Project is ₹37.08 million, excluding applicable taxes, and ₹ 43.15 million, inclusive of applicable taxes, which Company proposes to utilise from the Net Proceeds. The power and electricals includes, *inter alia,* set-up of DG sets, a 200 kW solar power plant, transformers, generators etc. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Total estimated cost (₹ in million)*
1.	320 KVA KIRLOSKAR Green DG Set	Nextgen Powertech	August 24, 2026	February 23, 2027	3.17
2.	200 kW, Solar Power Plant	ARK Enterprises	August 24, 2026	February 23, 2027	7.19
3.	Panel Boards[1]	Sri Joshitha Electricals	August 28, 2026	September 27, 2027	32.79
	Total				**43.15**

**Including applicable taxes*

Note: *All figures in decimals have been rounded off to the second decimal have been rounded off to two decimal places. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.*

Panel Board[1]				
Sl. No.	**Description**	**Qty**	**Rate per Unit (₹)**	**Amount (₹ in million)**
1	1000 KVA, 11 kV/433 V distribution transformer with OLTC, Make: S&S	1	29,40,000	2.94
2	500 KVA acoustic generator, Make: Greaves	1	46,12,000	4.61
3	11 kV VCB 630A, Make: ABB, including bus duct, switchyard fabrication, switchyard erection work	LS	23,63,168	2.36
4	PCC Panel, Kiosk Panel, MCC-1, MCC-2, MCC-3, Compressor Panel, Lighting & Raw Power Panel, 400 KVAR APFC Panel Boards	7	66,90,600	6.69
5	Cables, Lights, Glands, Lugs, Switches, Conduits, GI Boxes, Sockets, etc.	LS	1,00,44,519	10.04
6	CEIG drawings preparation and approvals	LS	11,40,000	1.14
			Sub-total	**27.79**

Panel Board[1]				
Sl. No.	**Description**	**Qty**	**Rate per Unit (₹)**	**Amount (₹ in million)**
			GST @ 18%	5.00
			Grand Total	**32.79**

QC Laboratory and R&D Equipment

The total estimated cost for the QC Lab and R&D Equipment for the Proposed Greenfield Project is ₹87.27 million, excluding applicable taxes, and ₹ 102.98 million, inclusive of applicable taxes, which Company proposes to utilise from the Net Proceeds. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Total estimated cost (₹ in million)*
1.	LAB & R&D Equipment[1]	Aadarsh Technologies	August 21, 2026	February 17, 2027	61.82
2.	Lab Testing Instruments	Testronix Instruments	August 22, 2026	February 21, 2027	1.26
3.	SYS- DSC 9 ANALYSER	PerkinElmer (Spectralytic Scientific India Pvt Ltd)	August 11, 2026	February 10, 2027	4.51
4.	SYS- TGA 9 Analyser		August 11, 2026	February 10, 2027	3.72
5.	Spectrum Two FT-IR/Sp10 Software		August 11, 2026	February 10, 2027	2.22
6.	Scion GCMS System	Smart Labtech Pvt.Ltd.	August 04, 2026	February 03, 2027	11.78
7.	Waters Binary HPLC System	Smart Labtech Pvt.Ltd.	August 04, 2026	February 03, 2027	4.60
8.	SS 5100H Spectro photo meter With Accessories	Premier Colourscan Instruments Pvt Ltd	August 17, 2026	February 16, 2027	1.59
9.	Lab Furniture	Precision Lab Furniture Industries	August 22, 2026	February 21, 2027	11.47
	Total				**102.98**

**Including applicable taxes*

Note: *All figures in decimals have been rounded off to the second decimal have been rounded off to two decimal places. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.*

LAB & R&D Equipment[1]						
Sl. No.	**Item / Equipment**	**Qty**	**Rate (₹)**	**Amount (₹ in million)**	**Discount**	**Net Amount (₹ in million)**
1	Intelligent Krebs Stormer Viscometer BGD 186	7	1,53,857	1.08	5%	1.02
2	Brookfield Viscometer LVDV-1M	7	5,15,000	3.61	20%	2.88
3	Cone-and-Plate Viscometer BGD 182/1L	1	9,61,464	0.96	5%	0.91
4	Benchtop Spectrophotometer CS820P	1	6,90,000	0.69	5%	0.66
5	Spectrophotometer YS3010	1	2,76,176	0.28	5%	0.26
6	UV Light Accelerated Weathering Tester BGD 856	1	13,06,990	1.31	5%	1.24
7	Multifunctional Irradiance Radiometer BGD 8118/S	1	1,11,301	0.11	5%	0.11

LAB & R&D Equipment[1]						
Sl. No.	**Item / Equipment**	**Qty**	**Rate (₹)**	**Amount (₹ in million)**	**Discount**	**Net Amount (₹ in million)**
8	Xenon Test Chamber BGD 860	1	36,05,490	3.61	5%	3.43
9	Multifunctional Irradiance Radiometer BGD 8142/S	1	1,11,301	0.11	5%	0.11
10	Digital Salt Spray Chamber FRP 250 Ltr	1	2,52,000	0.25	5%	0.24
11	New Multi-functional Cyclic Corrosion Test Cabinets BGD 885/3	2	31,16,174	6.23	5%	5.92
12	Universal Material Testing Machine BGD 570	1	10,06,618	1.01	5%	0.96
13	Tubular Impact Tester BGD 305	4	1,64,465	0.66	5%	0.62
14	Conical Mandrel Bend Tester MS	1	16,225	0.02	0%	0.02
15	Conical Mandrel Tester BGD 566	1	65,537	0.07	5%	0.06
16	Turnable Abrasion Tester BGD 523/S	1	2,68,432	0.27	5%	0.26
17	Automatic Digital Pull-off Adhesion Tester BGD 500/S	3	2,48,790	0.75	15%	0.63
18	Contact Angle Measuring Instrument BGD 190	1	6,23,235	0.62	5%	0.59
19	Zeta Potential / Nanoparticle Size Analyzer Winner 901	1	34,96,649	3.50	5%	3.32
20	Programmable Rheometer BGD 168/L	1	5,15,585	0.52	5%	0.49
21	Water Vapor Permeability Tester WVTR-C1	1	33,53,201	3.35	5%	3.19
22	Spectrophotometer Easy UV	2	6,61,135	1.32	10%	1.19
23	Mitutoyo Surface Roughness Tester SJ220	4	1,64,846	0.66	5%	0.63
24	Tri Angle Gloss Meter YG268	7	32,000	0.22	0%	0.22
25	Density Cup 50 ml	4	1,400	0.01	0%	0.01
26	Density Cup 100 ml	8	1,900	0.02	0%	0.02
27	Wet Abrasion Scrub Tester BGD 526/1	3	2,45,517	0.74	5%	0.70
28	Hot Air Oven 12"×12"×12"	15	27,500	0.41	15%	0.35
29	Packing Charges – Hot Air Oven	8	1,800	0.01	0%	0.01
30	Mettler pH/Cond Meter SevenDirect SD23 Kit	8	5,87,790	4.70	10%	4.23
31	Precision Balance MA503	8	1,63,990	1.31	10%	1.18
32	Versatile Sand-milling Dispersing-Agitator BGD 750/5	4	3,67,142	1.47	5%	1.40
33	Precision Balance MA12001L	8	5,29,115	4.23	10%	3.81

LAB & R&D Equipment[1]						
Sl. No.	**Item / Equipment**	**Qty**	**Rate (₹)**	**Amount (₹ in million)**	**Discount**	**Net Amount (₹ in million)**
34	Dial Thickness Gauge 7301A	8	6,160	0.05	0%	0.05
35	Cross Hatch Adhesion Tester	5	3,800	0.02	0%	0.02
36	Hegman Gauge 0–50 micron	8	4,800	0.04	0%	0.04
37	Penetrometer Manual without Digital Timer	3	36,509	0.11	0%	0.11
38	Four-Sided Film Applicator	10	4,800	0.05	0%	0.05
39	Reflectance Meter BGD 581/S	4	85,931	0.34	5%	0.33
40	Halogen Moisture Analyzer HC103	7	5,06,000	3.54	10%	3.19
41	Muffle Furnace 12"×6"×6"	5	42,000	0.21	15%	0.18
42	Packing Charges – Muffle Furnace	2	2,700	0.01	0%	0.01
43	Water Bath Magnetic Stirrer WBMS3	7	20,000	0.14	20%	0.11
44	Laboratory Refrigerators RLR-200	7	88,750	0.62	5%	0.59
45	Direct Drive Stirrers RQ-121/D	10	15,250	0.15	5%	0.14
46	Bacteriological Incubators 12"×12"×12"	2	16,600	0.03	15%	0.03
47	Packing Charges – Incubators	1	2,000	0.00	0%	0.00
48	Wet Film Thickness Gauges BGD 531/1	7	4,411	0.03	5%	0.03
49	Automatic Film Applicator BGD 219/S	3	2,68,432	0.81	5%	0.77
50	Table Top Sieve Shaker	3	33,000	0.10	15%	0.08
51	Packing Charges – Table Top Sieve Shaker	1	800	0.00	0%	0.00
52	Class F1 Standard Weight F1*1mg–200g	1	14,800	0.01	20%	0.01
53	EDW 5 Pin Type Horizontal Bead Mill	1	24,22,791	2.42	5%	2.30
54	Horizontal Bead Mill Pin Type Ceramic – EDW 10	1	38,37,614	3.84	5%	3.65
55	Installation & Commissioning Charges	1	50,000	0.05	0%	0.05
				56.66	**Sub-total**	52.39
					GST @ 18%	9.43
					Grand Total	61.82

Material Handling Equipment

The total estimated cost for the material handling equipments for the Proposed Greenfield Project is ₹6.29 million, excluding applicable taxes, and ₹ 7.42 million, inclusive of applicable taxes, which Company proposes to utilise from the Net Proceeds. The material handling equipment's includes, *inter alia,* set-up of stackers, drum lifters and tilters, fork lifts etc. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Total estimated cost (₹ in million)*
1.	TEK Resources series Semi electric Stacker ,Model : LES -2030	Tek Resources.	August 24, 2026	February 23, 2027	0.42
2.	TEK Resources series Drum Lifter & Tilter, Model : TR-16	Tek Resources.	August 24, 2026	February 23, 2027	0.97
3.	Prima Make Roto Moulded Pallets 2 Way Entry 3 Longitudinal Skids	ACME Engineering Company	August 17, 2026	February 16, 2027	3.06
4.	2 Ton Battery Operated Fork Lift	PK Associates	August 20, 2026	February 19, 2027	2.97
	Total				**7.42**

**Including applicable taxes*

Note: *All figures in decimals have been rounded off to the second decimal have been rounded off to two decimal places. In certain instances, discrepancies in any table between the sums of the amounts listed in the table and totals are due to rounding off.*

Utilities

The total estimated cost for the utilities for the Proposed Greenfield Project is ₹20.56 million, excluding applicable taxes, and ₹ 24.26 million, inclusive of applicable taxes, which the Company proposes to utilise from the Net Proceeds. The utilities includes, *inter alia,* set-up of water treatment utilities, cooling towers, fire hydrant systems etc. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Total estimated cost (₹ in million)*
1.	10KLPH RO +DM	Revolve Engineers Pvt Ltd	August 22, 2026	February 21, 2027	6.73
2.	Cooling towers	New Jet Cooling Towers	August 22, 2026	February 21, 2027	3.42
3.	100mt x 10kg 12 x 3 mtr electronic Pitless type ,weighbridge	S.S. Enterprise	September 01, 2026	March 02, 2027	1.03
4.	20 TR Water-Cooled Liquid Chiller	Star Refrigeration Systems	August 28, 2026	February 27, 2027	1.25
5.	Complete Fire Hydrant System With Hydrant Pumps & Fire Alarm System	AR Fire Engineers	August 27, 2026	February 26, 2027	11.83
Total					**24.26**

**Inclusive of taxes*

Computers and Office furniture

The total estimated cost for the computers & office furniture for the Proposed Greenfield Project is ₹20.42 million, excluding applicable taxes, and ₹ 24.09 million, including of applicable taxes, which the Company proposes to utilise from the Net Proceeds. The computers and office furniture include, *inter alia,* laptops / computers for employees and office furniture. The cost has been determined based on quotations obtained for the entire amount, the details of which are set out below:

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Qty	Total estimated cost (₹ in million)*
1.	Desktop Dell Vostro ECS1250	Quero Tech LLP	August 29, 2026	February 28, 2027	70	7.00

Sl. No.	Name of Equipment	Name of the Vendor	Date of quotation	Validity	Qty	Total estimated cost (₹ in million)*
2.	Office Furniture	Ritz Interiors	August 11, 2026	February 10, 2027	N.A.	17.09
					Total	**24.09**

**Inclusive of taxes*

Contingency

Contingency cost comprises incremental costs that may be incurred while placing final orders/work orders with various suppliers, including increases in equipment costs due to price escalation, fluctuations in currency exchange rates, changes in logistics costs and other unforeseen or unavoidable expenses. The estimated contingency cost is ₹71.02 million.

Contingency of ₹ 71.02 million has been considered at 5.00% of ₹ 1,420.37 million, comprising of the total estimated cost of the Proposed Greenfield Project excluding the cost of 195.25 million already incurred on the purchase of land.

Water and Electricity Supply

The Proposed Greenfield Project is located within the MSME Industrial Park at Ibrahimpatnam (Village & Mandal) in the Ranga Reddy district, Telangana. This industrial estate provides manufacturing infrastructure, including road connectivity, electricity, and water supply. The estimated power requirement for the Proposed Greenfield Project will be sourced from the Telangana State power distribution network through a dedicated industrial electricity connection. To support energy efficiency and sustainable manufacturing, the Company proposes to install a 200 kW (DC) rooftop solar photovoltaic (PV) system. Water will be sourced through groundwater and other authorised sources, as applicable. The Telangana Ground Water Department has accorded permission for withdrawal of 100 KLD of groundwater for industrial use at the project premises

Certain other confirmations

Our Promoters, Directors, Key Managerial Personnel and members of Senior Management are not related to the entities from whom we have obtained quotations in relation to such activities. Our Company may in the ordinary course of business enter into separate arrangements with the third-party vendor to be appointed to undertake construction of a Proposed Greenfield Project, for supply of equipment which may be utilized towards setting up the Proposed Greenfield Project. However, as on date of this Draft Red Herring Prospectus, there are no such arrangements and there is no assurance that we will be able to enter into such arrangements with such third-party vendor. It is undertaken that any such arrangements, if entered, shall be entered into by our Company on an arms' length basis.

All quotations received from the vendors mentioned below are valid as on the date of this Draft Red Herring Prospectus. However, we are yet to place any orders for the planned capital expenditure. We have not entered into any definitive agreements with any of these vendors and there can be no assurance that the same vendors would be engaged to eventually supply *inter alia* the machinery, equipment or provide the related services at the same costs. No second hand or used machinery / equipment are proposed to be purchased out of the Net Proceeds. If there is any increase in the costs of machinery, equipment, and software, the additional costs shall be paid by our internal accruals. The quantity of machinery / equipment to be purchased is based on the present estimates of our management and could be subject to change in the future. We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, business and strategy, modification in GST rates, import duty, competition and interest or exchange rate fluctuations and other external factors, which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of our management.

Our Company shall have the flexibility to deploy such machinery and lab equipment in relation to the planned capital expenditure as may be considered appropriate, according to the business or engineering requirements of our Company, subject to the total amount to be utilized towards purchase of such machinery and lab equipment not exceeding ₹ 525.22 million. See, "*Risk Factors – We intend to utilise a portion of the Net Proceeds towards funding capital expenditure for our proposed greenfield paints manufacturing and*

innovation facility at Ibrahimpatnam, Telangana ("Proposed Greenfield Project"). Any delay, cost overrun or variation in estimated costs could adversely affect our business and results of operations." on page 34.

Schedule of Implementation

As per the implementation schedule, the estimated date for completion of the Proposed Greenfield Project is July 2028. A detailed implementation schedule is set forth below:

Sl. No.	Activity	Estimated month & year of the commencement date	Estimated month & year of completion
1	Land allotment, registration & possession	Completed	
2	Topographical survey, soil investigation & detailed design (civil, structural, mechanical, electrical, utilities)	August, 2026	February, 2027
3	Statutory approvals (CFE, building plan, provisional fire NOC, factory, electrical)	August, 2026	March, 2027
4	Tendering, technical evaluation & finalisation of contractors and equipment vendors (no financial commitment)	December, 2026	March, 2027
5	Placement of orders for civil contracts, plant machinery & utility equipment and payment of capital advances	April, 2027	May, 2027
6	Site development, compound wall & internal roads	April, 2027	July, 2027
7	Construction of buildings - production block, utility buildings, admin/ QC/ R&D, canteen & security	May, 2027	March, 2028
8	Supply & delivery of plant machinery and utility equipment	May, 2027	February, 2028
9	Erection & installation - mechanical, electrical, piping, instrumentation & automation, HVAC, fire fighting	November, 2027	April, 2028
10	Dry run, individual equipment trials & plant commissioning	April, 2028	May, 2028
11	Trial production, product validation & customer approval	May, 2028	June, 2028
12	Commercial production (COD)	July, 2028	-

Note: *The completion of the Proposed Greenfield Project is dependent on the performance of external agencies, which are responsible for inter alia civil work, installation and commissioning of machinery and supply and testing of equipment, any delay in performance of work by the external agencies, the proposed schedule implementation and deployment of the Net Proceeds may be extended or may vary accordingly, thereby resulting in an delay in commercial production as anticipated. If the performance of these agencies is inadequate, it may result in incremental cost and time overruns which could adversely affect the Company's business and results of operations.*

Government Approvals

Approvals to be obtained before commencement of major construction activities			
Sl. No.	**Nature of License**	**Department**	**Expected timeline**
1.	Land Allotment Letter	Telangana State Industrial Infrastructure Corporation (TGIIC)	Land allotted**
2.	Consent for Establishment (CTE)	Telangana Pollution Control Board (TSPCB)	Obtained****
3.	Building Plan Approval	Concerned Local Authority, Government of Telangana	Applied*
4.	Factory Plan Approval	Directorate of Factories, Boilers & Industrial Safety, Government of Telangana	Applied *

Approvals to be obtained before commencement of major construction activities			
Sl. No.	**Nature of License**	**Department**	**Expected timeline**
5.	Electricity Connection	Telangana State Southern Power Distribution Company Limited (TGSPDCL) / Concerned DISCOM	Approved but yet to be obtained*
6.	Fire NOC	Telangana State Disaster Response & Fire Services Department	To be applied
7.	Ground Water Usage	Government of Telangana, Ground Water Department	Obtained

Approvals During Construction			
Sl. No.	**Nature of License**	**Department**	**Expected timeline**
1.	Temporary Power Connection for Construction	Southern Power Distribution Company of T.G. Limited (TGSPDCL)	Approved but yet to be obtained
2.	Internal Roads, Drainage Connection, and Infrastructure Integration	TGIIC / Concerned Industrial Park Authority	To be applied
3.	Approval for Lifts/ Material Handing equipment	Directorate of Factories, Boilers & Industrial Safety, Government of Telangana	To be applied
4.	DG Set	Telangana Pollution Control Board (TSPCB)	To be applied

Approvals Post Construction and Before Operation			
Sl. No.	**Nature of License**	**Department**	**Expected timeline**
1.	Consent to Operate (CTO)	Telangana Pollution Control Board (TSPCB)	To be applied
2.	Factory Licence	Directorate of Factories, Boilers & Industrial Safety, Government of Telangana	To be applied
3.	Hazardous Waste Authorization	Telangana Pollution Control Board (TSPCB)	To be applied
4.	Plastic Waste Management Authorization	Telangana Pollution Control Board (TSPCB)	To be applied
5.	Registration under Manufacture, Storage and Import of Hazardous Chemical Rules	Telangana Pollution Control Board / Directorate of Factories, Boilers & Industrial Safety	To be applied
6.	Contract Labour (Regulation and Abolition) Act Registration	Labour Department, Government of Telangana	To be applied
7.	Legal Metrology Registration / Verification	Department of Legal Metrology, Government of Telangana	To be applied
8.	Employees' Provident Fund (EPF) Registration	Employees' Provident Fund Organisation (EPFO)	Yet to be modified***
9.	Employees' State Insurance (ESI) Registration	Employees' State Insurance Corporation (ESIC)	Yet to be modified***

** The Company has applied for approvals for the Proposed Greenfield Project through the Telangana State Industrial Project Approval & Self-Certification System (TS-iPASS), which serves as a single-window mechanism for obtaining various industrial approvals from the concerned government departments. Through this system, the Company has initiated the approval process for key requirements including electricity connection, groundwater permission, industrial building plan approval, factory plan approval and Consent for Establishment, thereby facilitating the coordinated processing of statutory approvals for setting up the Proposed Greenfield Project.*

*** The final sale deed is expected to be executed at the time of commencement of construction of the Proposed Greenfield Project.*

**** The proposed unit will be added to the Company's existing PF and ESI registrations, subject to applicable statutory requirements.*

***** Consent Order issued by the Telangana Pollution Control Board (TGPCB), Order No. 1852-RR-I/TGPCB/ZO-HYD/CFE /2026-1072, dated September 17, 2026.*

******PESO approval/licence shall be required where the storage of MTO or other petroleum/flammable materials exceeds the prescribed limit of 2.5 KL. With the proposed increase in production capacity, the storage requirement may exceed the prescribed limit, in which case the requisite PESO approval/licence shall be obtained.*

Note: In the event of any unanticipated delay in receipt of such approvals, the proposed schedule of implementation and deployment of the Net Proceeds may be extended or vary.

2. ***Part funding working capital requirements of our Company***

Our Company is an integrated paint solutions provider with over 18 years of experience in the manufacture, sale and application of paint products. We are primarily involved in the execution of turnkey paint supply and application projects ("**Turnkey Paint Projects**") for real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments, including projects under various government programmes. As part of our Turnkey Paint Projects, we supply paint products manufactured by us and undertake their application at customer sites, providing customers with an integrated offering across the painting value chain. We were the fastest-growing company among our peers from Fiscal 2024 to Fiscal 2026 in terms of CAGR in revenue from operations and EBITDA, growing at a CAGR of 60.61% and 65.40%, respectively (*source: CRISIL Report*).

We have continuous working capital requirements and fund a majority of our working capital requirements in the ordinary course of business from internal accruals and financing availed from banks. For further details of the working capital facilities currently availed by our Company, see "*Financial Indebtedness*" and "*Restated Financial Information*" on pages 426 and 343, respectively. As July 31, 2026, our Company had a sanctioned limit of ₹ 957.50 million of fund-based working capital facility. We propose utilizing ₹ 799.86 million from the Net Proceeds in Fiscal 2028 to fund the working capital requirements of our Company. The board of directors of our Company pursuant to their resolution dated September 28, 2026 have approved the business plan and financial projections for the Financial Years ending March 31, 2027 and March 31, 2028 and the estimated working capital requirements and funding pattern for the respective Financial Years.

Over the last three Fiscals, our business has scaled significantly, as reflected in the increase in our Revenue from Operations from ₹1,358.78 million in Fiscal 2024 to ₹2,080.95 million in Fiscal 2025 and ₹3,505.04 million in Fiscal 2026, representing a CAGR of 60.61% over Fiscal 2024 to Fiscal 2026. During the same periods, our Company executed 23 Turnkey Paint Projects in Fiscal 2024, 48 Turnkey Paint Projects in Fiscal 2025 and 49 Turnkey Paint Projects in Fiscal 2026. The increase in the scale of our operations has resulted in higher working capital requirements to support execution of our turnkey projects and standalone product sales. Our business involves upfront procurement and positioning of raw materials and other materials for project execution, advances for projects the trade receivables arising from the timing difference between execution of work and receipt of customer payments during the operating cycle.

Our turnkey projects typically require materials to be procured and positioned in advance of application and execution at project sites. Further, government-funded turnkey projects generally involve longer collection cycles, as amounts receivable in respect of such projects are settled following measurement of executed work, verification and certification, and departmental sanction. Execution of projects is also generally concentrated towards the latter part of the Fiscal, particularly the fourth quarter, resulting in funds remaining deployed in inventory, work-in-progress and receivables during the execution and collection cycle

To support the continued execution of turnkey projects, including government-funded projects, and an increase in the contribution of private turnkey projects as well as standalone product sales, our company requires significant working capital. We expect to utilize the working capital in the coming years due to increase in our "Order Book" and business visibility. Accordingly, it will result in a proportionate increase in the requirement for raw materials, work-in-progress, inventory, and receivables. Our Company is among the few organized paint companies in India with a reportable order book, owing to its integrated B2B project-based model, unlike most other organized paint companies, which primarily follow a B2C distribution-led model (*source: CRISIL Report*). Our Order Book increased from ₹5,215.90 million as at March 31, 2024 to ₹9,931.25 million as at March 31, 2026. As at July 31, 2026, our Order Book was ₹9,750.93 million, comprising 126 Turnkey Paint Projects.

Accordingly, in order to support the anticipated growth in our business, our Company requires additional working capital for funding its incremental working capital requirements in Fiscal 2028. Such funding is expected to support timely procurement of materials, project execution, deployment towards project-related advances and funding of receivables during the operating cycle

Basis of estimation of working capital requirements

The details of the working capital requirements of our Company as at March 31, 2026, March 31, 2025 and March 31, 2024 and the funding pattern for such periods, based on our audited standalone financial information, are set out in the table below:

(*in ₹ million*)

S. No.	Particulars	As of March 31, 2026	As of March 31, 2025	As of March 31, 2024
I.	***Current Assets***			
1	**Inventories**	530.77	627.90	445.64
2	**Financial Assets**			
(a)	Trade receivables	2,058.51	1,118.17	545.93
3	**Other Current Assets***	292.41	249.43	57.45
	Total Current Assets (A)	**2,881.69**	**1,995.50**	**1,049.02**
II.	***Current Liabilities***			
1	**Financial Liabilities**			
(a)	Trade Payables (MSME & Others)	1,327.49	779.02	273.81
2	**Other Current Liabilities****	451.81	334.78	284.21
	Total Current Liabilities (B)	**1,779.30**	**1,113.80**	**558.02**
III.	**Working Capital Requirement (C = A - B)****	**1,102.39**	**881.70**	**491.00**
IV.	***Funding Pattern***			
	Short Term Borrowings (D)	704.85	351.29	346.58
	Internal Accruals & Equity (E = C - D)	397.53	530.41	144.42
	Total Means of Finance	**1,102.39**	**881.70**	**491.00**

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.
**Other Current Assets comprises Other Current Assets and Contract Assets*
*** Other Current Liabilities comprises Other Current Liabilities, Current Lease Liabilities, Other Current Financial Liabilities, Current Provisions and Current Tax Liabilities*
Note - Net Working capital requirement is the difference between Current Assets (excluding Cash and Cash Equivalents and Other Bank Balances) and Current Liabilities (excluding Short Term Borrowings)

(b) Future working capital

We propose to utilize ₹ 799.86 million of the Net Proceeds in Fiscal 2028, and towards our Company's working capital requirements. The balance portion of working capital requirement of our Company shall be met through short term borrowing and internal accruals. Based on our existing working capital requirements and the estimated working capital requirements, our Board, pursuant to their resolutions dated September 28, 2026, has approved the expected working capital requirements for Fiscals 2027 and 2028 and the proposed funding of such working capital requirements are stated below:

(*in ₹ million*)

S. No.	Particulars	Estimated Amount as at March 31, 2028	Estimated Amount as at March 31, 2027
I.	***Current Assets***		
1	**Inventories**	1,963.75	1,236.58
2	**Financial Assets**		
(a)	Trade receivables	3,619.99	2,732.88
3	**Other Current Assets**	530.82	431.51
	Total Current Assets (A)	**6,114.56**	**4,400.97**
II.	***Current Liabilities***		
1	**Financial Liabilities**		
(a)	Trade Payables (MSME & Others)	2,348.80	1,803.35
2	**Other Current Liabilities***	849.31	575.34
	Total Current Liabilities (B)	**3,198.11**	**2,378.69**
III.	**Working Capital Requirement (C = A - B)****	**2,916.45**	**2,022.26**
IV.	***Funding Pattern***		
1	Net Proceeds from the Fresh Issue	799.86	
2	Short Term Borrowings	950.00	950.00
3	Internal Accruals & Equity	1,166.59	1,072.26
	Total	**2,916.45**	**2,022.26**

*As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.*Other Current Assets comprises Other Current Assets and Contract Assets*
*** Other Current Liabilities comprises Other Current Liabilities, Current Lease Liabilities, Other Current Financial Liabilities, Current Provisions and Current Tax Liabilities*

Note - Net Working capital requirement is the difference between Current Assets (excluding Cash and Cash Equivalents and Other Bank Balances) and Current Liabilities (excluding Short Term Borrowings)

Holding levels

The following table sets forth the details of the holding period (with days rounded to the nearest whole number) for Fiscal 2026, Fiscal 2025 and Fiscal 2024, on the basis of standalone financial statements, as well as estimates for the holding periods for Fiscal 2027 and Fiscal 2028:

S. No.	Particulars	Holding level (No. of days)				
		March 31, 2028 (Estimated)	March 31, 2027 (Estimated)	March 31, 2026 (Actuals)	March 31, 2025 (Actuals)	March 31, 2024 (Actuals)
Current Assets						
1	Inventories (Days of Cost of Goods Sold)	130	120	77	157	181
2	Trade Receivables (Days of Revenue from Operations)	170	190	214	196	147
3	Other Current Assets* (Days of Revenue from Operations)	25	30	30	44	15
Current Liabilities						
1	Trade Payables (Days of Cost of Goods Sold)	155	175	192	195	111
2	Other Current Liabilities**	40	40	47	59	76

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.
**Other Current Assets comprises Other Current Assets and Contract Assets*
*** Other Current Liabilities comprises Other Current Liabilities, Current Lease Liabilities, Other Current Financial Liabilities, Current Provisions and Current Tax Liabilities*
Note – Cost of Goods Sold includes Cost of Material Consumed, Changes in Inventories of Stock-in-Trade, Manufacturing Expenses and Painting Service Expenses

Assumptions and justifications for Holding Period Levels

Particulars	Assumptions & Justifications
Current Assets	
Inventories (Days of Cost of Goods sold)	Our Company had Inventories of 181 days, 157 days and 77 days of Cost of Goods Sold as at the end of Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively. The inventory levels maintained by our Company during Fiscal 2024 and Fiscal 2025 reflected the operating requirements of our government schools' contract in the State of Telangana. Under this contract, material is required to be dispatched to, and positioned at, the mandal level in advance of the commencement of application work at individual school sites, to enable execution to proceed as and when sites are released for work. Material so dispatched, together with work-in-progress at site, continues to form part of our inventory until it is applied. Given the geographical dispersion of the contract and the number of individual school sites involved, this resulted in elevated inventory levels as at the end of Fiscal 2024 and Fiscal 2025, with work-in-progress representing 64.23% and 58.42% of inventories, respectively. The decrease in Inventory days in Fiscal 2026 was primarily attributable to a reduction in inventory levels following elevated prices of key raw materials during the year arising from prevailing geopolitical conditions. Oil and oil-derived products are key inputs used in the manufacture of certain raw materials used in our Company's paint products, and the increase in oil prices near the end of the Fiscal year resulted in an increase in the prices of such raw materials resulting in a higher cost of inventory. In this environment, our Company utilised inventory already available with us towards execution requirements rather than accumulating additional inventory at higher raw material prices. Accordingly, the inventories declined from ₹627.90 million as at March 31, 2025 to ₹530.77 million as at March 31, 2026, notwithstanding an increase in Cost of Goods Sold from ₹1,458.93 million to ₹2,518.14 million during the same period. For Fiscal 2027 and Fiscal 2028, our Company has assumed Inventory Days of 120 days and 130 days, respectively, of Cost of Goods Sold. The increase in Inventory days in Fiscal 2027 is primarily attributable to the continued increase in turnkey project execution during the

Particulars	Assumptions & Justifications
	year, resulting in higher levels of raw materials and work-in-progress being maintained in line with the timing and sequencing of turnkey project execution and reflect a normalisation from the lower inventory levels maintained in Fiscal 2026. The further increase in Inventory days in Fiscal 2028 is also attributable to our strategy of focusing on the contribution of standalone product sales, which requires us to maintain higher levels of finished goods inventory in addition to raw materials and work-in-progress to support timely fulfilment of customer orders
Trade Receivables (Days of Revenue from Operations)	Our Company had Trade Receivables of 147 days, 196 days and 214 days of Revenue from Operations at the end of Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively. The increase in Trade Receivable days from Fiscal 2024 to Fiscal 2025 was primarily attributable to the increase in execution of projects funded by government programmes during Fiscal 2025. Amounts receivable in respect of such projects are settled following measurement of executed work, verification and certification, and departmental sanction, and consequently involve a longer collection cycle as compared to private projects. Our revenue derived from government-funded projects increased from ₹ 242.27 million in Fiscal 2024 to ₹ 630.91 million in Fiscal 2025 and consequently, Trade Receivables attributable to government projects increased from ₹236.85 million, representing 43.38% of trade receivables, as at March 31, 2024 to ₹573.13 million, representing 51.26%, as at March 31, 2025. The further increase in Trade Receivable days in Fiscal 2026 to 214 days of Revenue from Operations was primarily attributable to the continued increase in the contribution of government projects, and a receivable of ₹503.61 million in respect of a government programme which remained outstanding for a period exceeding nine months as at March 31, 2026, on account of delays in obtaining administrative sanction and completion of the verification process. Our revenue from government-funded projects increased to ₹ 2,453.60 million in Fiscal 2026, while Trade Receivables attributable to government projects increased to ₹ 1,517.01 million, representing 73.69% of trade receivables, as at March 31, 2026 Further, execution of turnkey projects is generally concentrated towards the fourth quarter of the Fiscal, resulting in a significant portion of revenue being recognised towards the end of the Fiscal and corresponding receivables remaining outstanding as at the balance sheet date. For Fiscal 2027 and Fiscal 2028, our Company has assumed Trade Receivables of 190 days and 170 days of Revenue from Operations, respectively. The Trade Receivable days for Fiscal 2027 have been assumed broadly in line with the historical levels, considering the expected continued contribution of government-funded turnkey projects to our Company's revenue mix, which generally involve longer collection cycles, as well as the expected continuation of the seasonal concentration of project execution towards the fourth quarter. The moderation in Trade Receivable days in Fiscal 2028 is primarily attributable to the expected increase in the contribution of private turnkey projects and standalone product sales, which generally have shorter collection cycles, as well as a more distributed execution profile between government and private turnkey projects.
Other Current Assets* (Days of Revenue from Operations)	Other Current Assets of our Company primarily comprise project-related advances, including amounts classified as Advances for Projects and Loans and Advances, which are provided in connection with turnkey project execution, as well as prepaid expenses. Our Company had Other Current Assets of 15 days, 44 days and 30 days of Revenue from Operations as at the end of Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively The increase in Other Current Asset days from Fiscal 2024 to Fiscal 2025 was primarily attributable to the increase in project-related advances in connection with the execution of a large projects under government programmes, for which the order was awarded during Fiscal 2024 and execution commenced and scaled up during Fiscal 2025 and Fiscal 2026. The project required significant deployment of working capital towards mobilization advances for the workforce and other project-related requirements. Such advances, including interest-bearing loans and advances provided in connection with projects, remained outstanding as at March 31, 2025, as the corresponding execution and revenue recognition from the project had commenced but had not yet reached the subsequent scale of execution. The decrease in Other Current Asset days in Fiscal 2026 was primarily attributable to the progression of the projects under government programmes and the commencement of revenue recognition during the year. As execution progressed and revenue from the project increased, the requirement to maintain mobilization and other project-related advances reduced and the advances outstanding at the balance sheet date declined. Project-related advances, comprising advances for projects and loans and advances, reduced from ₹216.46 million as at March 31,

Particulars	Assumptions & Justifications
	2025 to ₹191.29 million as at March 31, 2026, notwithstanding the increase in the scale of operations, resulting in a moderation in Other Current Asset days from 44 days in Fiscal 2025 to 30 days in Fiscal 2026. For Fiscal 2027 and Fiscal 2028, our Company has assumed Other Current Assets of 30 days and 25 days of Revenue from Operations, respectively. The projected Other Current Asset days have been assumed in line with Fiscal 2026, reflecting the expected continuation of the project execution cycle observed during Fiscal 2026, wherein project-related advances are deployed in line with the progress of execution and are progressively utilized against ongoing project requirements. Further, the moderation in Fiscal 2028 also reflects the expected increase in the contribution of standalone product sales and a more diversified revenue mix between turnkey projects and standalone product sales, resulting in a relatively lower requirement for project-related advance.
Current Liabilities	
Trade Payables (Days of Cost of Goods Sold)	Our Company had Trade Payables of 111 days, 195 days and 192 days of Cost of Goods Sold as at the end of Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively. The increase in Trade Payable days from Fiscal 2024 to Fiscal 2025 was primarily attributable to the increase in the proportion of turnkey project revenue within our revenue mix during Fiscal 2025. Turnkey contracts represented 89.20% of our Revenue from Operations in Fiscal 2025 as compared to 81.81% in Fiscal 2024. Our commercial arrangements with our Application Contractors provide for payment upon receipt by our Company of the corresponding amounts from the customer. This back-to-back payment structure aligns our payment obligations with our collection cycle and, accordingly, the increase in the proportion of turnkey contracts resulted in a corresponding increase in Trade Payables outstanding as at the balance sheet date. This is reflected in the composition of our Trade Payables, wherein amounts due to suppliers of services increased from ₹69.15 million, representing 25.25% of Trade Payables, as at March 31, 2024 to ₹367.21 million, representing 47.14%, as at March 31, 2025. Trade Payable days remained broadly stable in Fiscal 2026 at 192 days as compared to 195 days as at March 31, 2025, in line with the movement in our Trade Receivable days during the year. Amounts due to suppliers of services represented ₹976.92 million, or 73.59%, of our Trade Payables as at March 31, 2026, while amounts due to suppliers of goods reduced from ₹404.61 million to ₹310.35 million For Fiscal 2027 and Fiscal 2028, our Company has assumed Trade Payables of 175 days and 155 days of Cost of Goods Sold, respectively. The projected Trade Payable days are expected to broadly follow the movement in Trade Receivable days, with the reduction reflecting the expected moderation in the collection cycle as the expected revenue mix evolves towards a more even contribution of turnkey project and standalone product sales. However, given the back-to-back payment arrangements with Application Contractors, Trade Payable days are expected to remain reduced relative to Trade Receivable days, as the timing of payments to such contractors is linked to the receipt of corresponding amounts from customers.
Other Current Liabilities** (Days of Cost of Goods Sold)	The Other Current Liabilities of our Company primarily comprises of advances received from customers and statutory dues payable. Our Company had Other Current Liabilities of 76 days, 59 days and 47 days of Revenue from Operations as at the end of Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively. The decrease in Other Current Liability days from Fiscal 2024 to Fiscal 2025 and Fiscal 2026 was primarily attributable to a reduction in advances received from customers. The reduction in advances received from customers was in line with the increase in the contribution of government turnkey projects, which generally involve lower customer advances as compared to private turnkey projects. The reduction in advances received from customers was partly offset by an increase in statutory dues payable and current tax liabilities during Fiscal 2025. For Fiscal 2027 and Fiscal 2028, our Company has assumed Other Current Liabilities of 40 days each of Revenue from Operations. The projected Other Current Liability days reflect the expectation that statutory dues payable and advances received from customers will remain broadly consistent with the levels observed during Fiscal 2026. The expected continued execution of turnkey projects, together with the expected increase in the contribution of private turnkey projects, is expected to result in continued customer advances, while the expected

Particulars	Assumptions & Justifications
	increase in standalone product sales, which generally do not involve customer advances, is expected to moderate the overall contribution of customer advances to Other Current Liabilities. Accordingly, Other Current Liability days have been assumed to remain broadly stable during the projected period.

**Other Current Assets comprises Other Current Assets and Contract Assets.*
*** Other Current Liabilities comprises Other Current Liabilities, Current Lease Liabilities, Other Current Financial Liabilities, Current Provisions and Current Tax Liabilities.*
Note - Cost of Goods sold comprises the sum of Purchase of Traded Goods and Changes in Inventories of Traded Goods.
Note – Cost of Goods Sold includes Cost of Material Consumed, Changes in Inventories of Stock-in-Trade, Manufacturing Expenses and Painting Service Expenses.

Pursuant to a certificate dated September 28, 2026, VASG & Associates, Chartered Accountants, have certified the working capital requirements and working capital estimates of our Company, as approved by the Board pursuant to its resolution dated September 28, 2026. See "*Material Contracts and Documents for Inspection – Material documents*" on page 557.

3. ***General corporate purposes***

Our Company proposes to deploy the balance Net Proceeds aggregating up to ₹ [●] million towards general corporate purposes, subject to such amount not exceeding 25% of the Gross Proceeds, in compliance with the SEBI ICDR Regulations. The general corporate purposes for which our Company proposes to utilize Net Proceeds include marketing expense requirements, strengthening marketing capabilities and brand building exercises, funding growth opportunities, meeting corporate contingencies and expenses incurred in ordinary course of business, strategic and any other purpose as may be approved by our Board or a duly appointed committee from time to time, subject to compliance with applicable laws. The quantum of utilization of funds towards each of the above purposes will be determined by our Board, based on the amount available under this head and the business requirements of our Company and other relevant considerations, from time to time. Our Company's management, in accordance with the policies of our Board, shall have flexibility in utilizing surplus amounts, if any. In addition to the above, our Company may utilize the balance Net Proceeds towards any other expenditure considered expedient and as approved periodically by our Board or a duly appointed committee thereof, subject to compliance with applicable law.

Offer Related Expenses

The total expenses of the Offer are estimated to be approximately [●] % of the Offer size. The expenses of this Offer include, among others, listing fees, underwriting commission (if any), selling commission and brokerage, fees payable to the BRLM, fees payable to legal counsel, fees payable to the Registrar to the Offer, Escrow Collection Bank and Sponsor Bank to the Offer, processing fee to the SCSBs for processing application forms, brokerage and selling commission payable to members of the Syndicate, Registered Brokers, RTAs and CDPs, printing and stationery expenses, advertising and marketing expenses and all other incidental and miscellaneous expenses for listing the Equity Shares on the Stock Exchanges.

Except for (a) listing fees, and stamp duty payable on the issuance of Equity Shares pursuant to the Fresh Issue, (b) audit fees of the statutory auditors, to the extent not attributable to the Offer, and (c) expenses for product or corporate advertisements of the Company, i.e. any corporate advertisements consistent with past practices of the Company and not including expenses relating to marketing and advertisements undertaken in connection with the Offer which will be borne by the Company, and (d) fees of counsel separately appointed by any Selling Shareholder and securities transaction tax in respect of the Equity Shares sold by each Selling Shareholder, which shall be borne solely by the relevant Selling Shareholder, all costs, charges, fees and expenses that are associated with and incurred in connection with the Offer including, inter-alia, filing fees, book building fees and other charges, fees and expenses of the SEBI, the Stock Exchanges, the Registrar of Companies and any other governmental authority, advertising, printing, road show expenses, accommodation and travel expenses, fees and expenses of the legal counsels to the Company and the BRLM, fees and expenses of our Statutory Auditors attributable to the Offer, registrar fees and broker fees (including fees for procuring of applications), bank charges, fees and expenses of the BRLM, Syndicate Members, Self-Certified Syndicate Banks, other Designated Intermediaries and any other consultant, advisor or third party in connection with the Offer shall be borne by the Company and each of the Selling Shareholders in proportion to the number of Equity Shares issued and/or transferred by the Company and each of the Selling Shareholders in the Offer, respectively, except as may be prescribed by the SEBI or any other regulatory authority.

The estimated Offer related expenses are set out below.

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

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

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

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

** Amount Allotted is the product of the number of Equity Shares Allotted and the Offer Price. The selling commission payable to the SCSBs will be determined on the basis of the bidding terminal ID as captured in the Bid Book of BSE or NSE. No uploading/processing fees shall be payable by our Company and the Selling Shareholders to the SCSBs on the applications directly procured by them.*

Processing fees payable to the SCSBs on the portion for Retail Individual Bidders and Non-Institutional Bidders (excluding UPI Bids) which are procured by the members of the Syndicate/sub-Syndicate/Registered Broker/CRTAs/ CDPs and submitted to SCSB for blocking, would be as follows:

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

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

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

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

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

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

(4)The selling commission payable to the Syndicate / sub-Syndicate Members will be determined:

For UPI Bidders and NIBs (up to ₹ 0.50 million) on the basis of the application form number / series, provided that the application is also bid by the respective Syndicate / Sub-Syndicate Member. For clarification, if a Syndicate ASBA application on the application form number / series of a Syndicate / Sub-Syndicate Member, is bid by an SCSB, the selling commission will be payable to the SCSB and not the Syndicate / Sub-Syndicate Member.

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

(5)Uploading Charges:

payable to members of the Syndicate (including their sub-Syndicate Members), RTAs and CDPs on the applications made using 3-in-1 accounts, would be: ₹ [•] plus applicable taxes, per valid application bid by the Syndicate member (including their sub-Syndicate Members) , RTAs and CDPs,
Bid uploading charges payable to the SCSBs on the portion of QIB and Non-Institutional Bidders (excluding UPI Bids) which are procured by the members of the Syndicate/sub-Syndicate/Registered Broker/RTAs/ CDPs and submitted to SCSB for blocking and uploading would be: ₹ [•] per valid application (plus applicable taxes)

The selling commission and bidding charges payable to Registered Brokers the RTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the Bid Book of BSE or NSE. The payment of selling commission payable to the sub-brokers / agents of sub-syndicate members are to be handled directly by the respective sub-Syndicate member. The selling commission payable to the CRTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the bid book of BSE or NSE.
Selling commission/ uploading charges payable to the Registered Brokers on the portion for UPI Bidders procured through UPI Mechanism and Non-Institutional Bidders which are directly procured by the Registered Broker and submitted to SCSB for processing, would be as follows:

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

**Based on valid applications*

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

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

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

The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation as per SEBI RTA Master Circular and SEBI ICDR Master Circular and such payment of processing fees to the SCSBs shall be made in compliance with circulars prescribed by SEBI and applicable law.

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). Accordingly, Syndicate / Sub-Syndicate Members shall not be able to accept Bid Cum Application Form above ₹ 500,000 and the same Bid Cum Application Form needs to be submitted to SCSBs for blocking of fund and uploading on the exchange bidding platform. To identify bids submitted by Syndicate / Sub-Syndicate Members to SCSB, a special Bid Cum Application Form with a heading / watermark, 'Syndicate ASBA' may be used by Syndicate / Sub-Syndicate Member along with SM code and Broker code mentioned on the Bid Cum Application Form to be eligible for brokerage on Allotment. However, such special forms, if used for RIB Bids and NIB Bids up to ₹ 500,000 will not be eligible for brokerage.

Interim Use of Funds

The Net Proceeds shall be retained in the Public Offer Account until receipt of the listing and trading approvals from the Stock Exchanges by our Company. Pending utilization of the Net Proceeds for the purposes described above, we undertake to temporarily deposit the funds from the Net Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934, as amended, as may be approved by our Board. In accordance with Section 27 of the Companies Act 2013, our Company confirms that it shall not use the Net Proceeds for buying, trading or otherwise dealing in shares of any other listed company or for any investment in the equity markets.

Bridge Loan

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

Monitoring of Utilization of Funds

Our Company shall, in compliance with Regulation 41 of the SEBI ICDR Regulations, prior to filing of the Red Herring Prospectus with the RoC, will appoint [●] as a Monitoring Agency for monitoring the utilisation of the Gross Proceeds to as the proposed Fresh Issue exceeds ₹ 1,000.00 million.

Our Company will disclose and continue to disclose, the utilisation of the Gross Proceeds, including interim use under a separate head in our balance sheet for such Fiscals as required under applicable law, clearly specifying the purposes for which the Gross Proceeds have been utilised, till the time any part of the Gross Proceeds remains unutilised. Our Company will also, in its balance sheet for the applicable Fiscals, provide details, if any, in relation to all such Gross Proceeds that have not been utilised, if any, of such currently unutilised Gross Proceeds. Further, our Company, on a quarterly basis, shall include the deployment of Gross Proceeds under various heads, as applicable, in the notes to our quarterly financial results. Our Company will indicate investments, if any, of unutilised Gross Proceeds in the balance sheet of our Company for the relevant Fiscals subsequent to receipt of listing and trading approvals from the Stock Exchanges.

In accordance with Regulation 32(1) of the SEBI Listing Regulations, our Company shall furnish to the Stock Exchanges on a quarterly basis, a statement indicating (i) deviations, if any, in the actual utilisation of the proceeds of the Gross Proceeds from the Objects as stated above; and (ii) details of category wise variations in the actual utilisation of the Gross Proceeds from the Objects as stated above. Pursuant to Regulation 18(1) and 32(3) and Part C of Schedule II, of the SEBI Listing Regulations, our Company shall, on a quarterly basis, disclose to the Audit Committee the uses and applications of the Gross Proceeds. The Audit Committee shall make recommendations to our Board for further action, if appropriate. On an annual basis, our Company shall prepare a statement of funds utilised for purposes other than those stated in the Red Herring Prospectus and the Prospectus and place it before the Audit Committee and make other disclosures as may be required until such time as the Gross Proceeds remain unutilised. Such disclosure shall be made only until such time that all the Gross Proceeds have been utilised in full. The statement shall be certified by the Statutory Auditors of our Company in accordance with Regulation 32(5) of SEBI Listing Regulations.

Variation in Objects of the Offer

In accordance with Sections 13(8) and 27 of the Companies Act and the SEBI ICDR Regulations, our Company shall not vary the objects of the Fresh Issue unless our Company is authorized to do so by way of a special resolution of its Shareholders. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution ("**Notice**") shall specify the prescribed details and be published in accordance with the Companies Act. The Notice shall simultaneously be published in the newspapers, one in English and one in Hindi, the vernacular language of the jurisdiction where our Registered and Corporate Office is situated. Our Promoters and controlling Shareholders, as of the time of such proposed variation, will be required to provide an exit opportunity to the Shareholders who do not agree to the above stated proposal, at a price and in such manner and subject to such conditions as prescribed by SEBI, in this regard.

Appraising Entity

None of the Objects for which the Net Proceeds will be utilized have been appraised by any bank/financial institution.

Other Confirmations

Except to the extent of any proceeds received pursuant to the sale of Offered Shares proposed to be sold in the Offer by the Selling Shareholders, no part of the Offer Proceeds will be paid to our Promoters, members of the Promoter Group, Subsidiary, Group Company, Directors, our Key Managerial Personnel or Senior Management Personnel. Our Company has neither entered into nor has planned to enter into any arrangement/ agreements with our Promoters, members of the Promoter Group, Directors, our Subsidiary, our Key Managerial Personnel, our Senior Management Personnel or our Group Company in relation to the utilization of the Offer Proceeds. Further, there are no material existing or anticipated interest of such individuals and entities in the Objects of the Offer except as set out above.

BASIS FOR OFFER PRICE

The Price Band and the Offer Price will be determined by our Company, in consultation with the BRLM, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and the quantitative and qualitative factors as described below and is justified in view of these parameters. The face value of the Equity Shares is ₹5 each and the Floor Price is [●] times the face value and the Cap Price is [●] times the face value. Investors should also refer to "*Risk Factors*", "*Our Business*", "*Restated Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 23, 244, 343 and 429, respectively, to have an informed view before making an investment decision.

Qualitative factors

Some of the qualitative factors and our strengths which form the basis for computing the Offer Price are as follows:

- **Integrated business model spanning in-house paint manufacturing, supply and on-site project execution:** We are an integrated paint solutions provider engaged in the manufacture and sale of paint products and the execution of Turnkey Paint Projects. Our business model combines in-house paint manufacturing with the supply of such manufactured products and their application at customer sites. Accordingly, our operations span key stages of the Turnkey Paint Project value chain, from product formulation and manufacturing to supply and project execution. This model differentiates us from conventional paint manufacturers, which primarily manufacture and sell paint products, with application typically undertaken by third-party contractors without direct involvement by the paint manufacturer in project execution or management

- **Established presence in Telangana, with a demonstrated track record of executing projects across geographies:** We have completed 982 Turnkey Paint Projects in Telangana over the last decade, covering an aggregate painted area of over 1,350 million square feet across the state, and serving more than 650 customers in the state. Building on our established presence in Telangana, we have subsequently expanded our project execution footprint into Andhra Pradesh, Karnataka, Maharashtra, Gujarat, Uttar Pradesh and Madhya Pradesh. We are also presently undertaking projects in the National Capital Region

- **Established project execution capabilities supporting timely and scalable project delivery**: Our project execution capabilities are supported by an integrated operating framework comprising in-house manufacturing, an established ecosystem of channel partners, dedicated supervisory personnel and an extensive painter base. Our integrated operating framework includes 24 channel partners engaged exclusively by us as at July 31, 2026, who primarily oversee on-site execution activities and coordinate the deployment of painters across projects. Our project execution team comprised 19 site engineers, 78 supervisors and 11 coordinators as at July 31, 2026. In addition, we maintain relationships with over 2,800 verified painters. These components operate as part of an integrated execution system spanning material availability, manpower mobilization, on-site supervision and project delivery. The completion of 1,196 Turnkey Paint Projects over the last decade across residential, commercial, institutional segments demonstrate our proven project execution capabilities across varying project sizes, customer categories and execution requirements

- **Robust and growing Order Book supported by long-standing customer relationships:** Our Company is among the few organized paint companies in India with a reportable order book, owing to its integrated B2B project-based model, unlike most other organized paint companies, which primarily follow a B2C distribution-led model (*source: CRISIL Report*). Our execution track record across our operating markets has enabled us to build a robust Order Book comprising Turnkey Paint Projects. Our Order Book increased from ₹5,215.90 million as at March 31, 2024 to ₹10,528.51 million as at March 31, 2026. As at July 31, 2026, our Order Book was ₹9,946.85 million, comprising 126 Turnkey Paint Projects

- **Track record of strong financial performance with scalable and improving margins:** Our revenue from operations CAGR was 60.61%, which was the highest among our peers in the industry in India; our operating EBITDA CAGR was 65.40%, which was the highest among our peers in the industry in India. Our EBITDA Margin of 17.19% in Fiscal 2026 was the third highest among our peers in the Indian paint industry, and was higher than the peer average of 13.98%. Our Return on Average Equity was 34.25% in Fiscal 2026, which was the second highest among our peers in the Indian paint industry and higher than the peer average of 29.23% during the same period and our Return on Capital Employed was 30.97% in Fiscal 2026, which was the second highest among our peers in the Indian paint industry and higher than the peer average of 20.49% during the same period

- **Broad and diversified product portfolio supported by in-house product development capabilities:** We manufacture a broad range of products spanning the different stages of the painting process, from surface preparation and priming to finishing and specialty applications, including putties, textures, primers, interior and exterior emulsions, enamels, and epoxy and polyurethane ("**PU**") coatings, across economy, mid-range, premium and luxury price points. Through our colour banks, we are able to offer over 2,700 paint shades to meet varying customer colour and finish requirements

- **Experienced Promoters supported by a qualified management team:** Our Company is led by our experienced Promoters, Akuri Srinivasa Reddy and A Sandhya, who have been closely involved in the development and growth of our business and have played a key role in building our manufacturing capabilities, project execution operations and customer relationships. Akuri Srinivasa Reddy, our Chairman and Managing Director, has over 23 years of experience in the paints and coatings sector. A Sandhya, our Chief Administrative Officer, has over 18 years of experience in the paints and coatings sector and is responsible for overseeing administrative and operational functions. Together, our Promoters provide strategic direction and operational oversight which have supported our growth since incorporation

For details, please see the section entitled "*Our Business – Our Strengths*" on page 250.

Quantitative factors

Some of the information presented below relating to our Company is derived from the Restated Financial Information. For details, please refer to the section titled "*Restated Financial Information*" on page 343.

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

1. Basic and Diluted Earnings per Share

Fiscal ended	Basic EPS (₹)	Diluted EPS (₹)	Weight
March 31, 2026	8.23	8.23	3
March 31, 2025	4.01	4.01	2
March 31, 2024	4.77	4.77	1
Weighted Average	6.25	6.25	-

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

Notes:

(1) The face value of each Equity Share is ₹ 5/-.

(2) Basic Earnings per share = Restated net profit after tax (loss after tax) as restated / Weighted average number of equity shares outstanding during the financial year, after considering impact of bonus retrospectively for all period presented.

(3) Diluted Earnings per share = Restated Net profit after tax (loss after tax) as restated / Weighted average number of potential equity shares outstanding during the financial year, after considering impact of bonus retrospectively for all period presented.

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

2. Price/Earning ("P/E") Ratio in relation to the Price Band of ₹[●] to ₹[●] per Equity Share:

Particulars	P/E at Floor Price (no. of times)*	P/E at Cap Price (no. of times)*
Based on basic EPS of ₹8.23 as per the Restated Financial Information for the year ended March 31, 2026	[●]	[●]
Based on diluted EPS of ₹8.23 as per the Restated Financial Information for the year ended March 31, 2026	[●]	[●]

** To be computed at Prospectus stage*

3. Industry Peer Group P/E ratio

Particulars	P/E ratio
Highest	54.27
Lowest	7.24
Average	34.13

***Notes**:*

(1) The highest and lowest industry P/E shown above is based on the peer set provided below under "Comparison with listed industry peers". The industry average has been calculated as the arithmetic average P/E of the peer set provided below. For details, see "- Comparison with listed industry peers" hereunder.

P/E Ratio for the peer has been computed based on the closing market price of equity shares as on September 22, 2026 on www.bseindia.com divided by the Basic EPS based on the financial results declared by the peers available on website of www.bseindia.com for the financial year ending March 31, 2026

4. Return on Net Worth ("RoNW")

Fiscal	RoNW (%)	Weight
March 31, 2026	27.67%	3
March 31, 2025	19.81%	2
March 31, 2024	48.73%	1
Weighted Average	28.56%	

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

Notes:

(1) Weighted average = Aggregate of financial year-wise weighted Net Worth divided by the aggregate of weights i.e. [(Net Worth x Weight) for each financial year] / [Total of weights]

(2) Return on Net Worth (%) = Net profit after tax, as restated / Net worth as restated as at period/year end.

(3) Net worth means the aggregate value of the paid up share capital of the Company and all reserves created out of profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, capital reserve, foreign currency translation reserve, write-back of depreciation as at period /year end, as per Restated Financial Statement of Assets and Liabilities of the Company.

5. Net Asset Value per Equity Share ("NAV")

Period	NAV per Equity Share(₹)
As on March 31, 2026	29.75
After the Offer	
-At the Floor Price[#]	[●]
-At the Cap Price[#]	[●]
-At Offer Price[#]	[●]

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

[#] To be computed after finalisation of price band

Notes:

(1) Offer Price per Equity Share will be determined on conclusion of the Book Building Process.

(2) Net asset value per share= Total equity at the end of period / Weighted average number of diluted equity shares outstanding during the financial year, as adjusted for bonus issue and share split after March 31, 2026

6. Comparison of accounting ratios with listed industry peers

Following is the comparison with our peer group companies listed in India and in the same line of business as our Company:

Name of the Company	Standalone/ Consolidated	Total Revenue (₹ in million)	Face Value per Equity Share (₹)	Closing price as on September 22, 2026	P/E	Basic EPS) (₹)	RoNW (%)	NAV (₹ per share)	Profit after tax (₹)
Technopaints and Chemicals Limited	Standalone	3,524.27	5	N.A.	[●]^	8.23	27.67%	29.75	377.75
Asian Paints Ltd	Consolidated	3,55,835.40	1	2448.50	54.27	45.12	19.89%	229.61	43,946.90
Berger Paints India Ltd	Consolidated	1,18,802.50	1	452.60	46.80	9.67	16.47%	59.42	11,280.20
Kansai Nerolac Paints Ltd	Consolidated	80,519.10	1	180.98	24.83	7.29	8.78%	82.66	5,758.40
JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Consolidated	35,992.00	10	3137.10	7.24	433.42	82.24%	538.34	19,738.00*
Indigo Paints Ltd	Consolidated	14,050.17	10	1142.00	37.52	30.44	12.57%	241.35	1,476.08

Source: All the financial information for listed industry peer mentioned above is on a consolidated basis and is sourced from the filings made with Stock Exchanges available on www. bseindia.com and www. nseindia.com for the Financial Year ending March 31, 2026.

^ To be updated upon finalization of the Price Band

** The significantly higher PAT reported by JSW Dulux Limited in fiscal 2026 was influenced by acquisition-related and exceptional factors and should be viewed in that context.*

Notes:

i. *P/E Ratio for the peer has been computed based on the closing market price of equity shares as on September 22, 2026 on www.bseindia.com divided by the Basic EPS based on the financial results declared by the peers available on website of www.bseindia.com for the financial year ending March 31, 2026*

ii. *Return on Net Worth (%) = Net profit after tax, as restated / Net worth as restated as at period/year end.*

iii. *Net worth means the aggregate value of the paid up share capital of the Company and all reserves created out of profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, capital reserve, foreign currency translation reserve, write-back of depreciation as at period /year end, as per Restated Financial Statement of Assets and Liabilities of the Company.*

iv. *NAV is computed as total equity at the end of the period divided by the weighted average number of diluted equity shares outstanding during the financial year.*

7. Key Performance Indicators and Accounting Ratios

The KPIs disclosed below have been used historically by our Company to understand and analyse its business performance, which in result, help us in analysing the growth of business in comparison to our peers. Our Company considers that the KPIs set forth below are the ones that may have a bearing for arriving at the basis for the Offer Price. The KPIs disclosed below have been approved and confirmed by a resolution of our Audit Committee dated September 28, 2026, 2026. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this Draft Red Herring Prospectus. Further, the KPIs disclosed herein have been certified by, VASG & Associates, Chartered Accountants, pursuant to a certificate dated September 28, 2026.

We have described and defined the KPIs, as applicable, in "*Definitions and Abbreviations – Financial and operational Key Performance Indicators*" on page 16. For details of our other operating metrics disclosed elsewhere in this Draft Red Herring Prospectus, please refer to the sections titled "*Our Business*", and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 244 and 429, respectively.

The presentation of these KPIs is not intended to be considered in isolation or as a substitute for the Restated Financial Information. We use these KPIs to evaluate our financial and operating performance. Some of these KPIs are not defined under Ind AS and are not presented in accordance with Ind AS and may have limitations as analytical tools.

Further, these KPIs may differ from the similar information used by other companies and hence their comparability may be limited. Therefore, these KPIs should not be considered in isolation or construed as an alternative to Ind AS measures of performance, liquidity, profitability or results of operation.

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 period of one year after the date of listing of the Equity Shares on the Stock Exchanges or for such other duration as may be required under the SEBI ICDR Regulations.

(₹ in million, unless mentioned otherwise)

Particulars	Units	For the financial year ended March 31, 2026	For the financial year ended March 31, 2025	For the financial year ended March 31, 2024
Operational KPIs				
Manufacturing Facilities [(1)]	Nos	2	2	2
Installed capacity - total [(2)]	KL / MT p.a.	1,26,095.00	1,25,470.80	89,980.80
Installed capacity - liquid paints [(3)]	KLPA	22,199.00	21,574.80	16,660.80
Installed capacity - powder paints [(4)]	MTPA	1,03,896.00	1,03,896.00	73,320.00
Total production volume [(5)]	KLPA	6,122.59	5,914.78	4,701.08
Total production volume [(6)]	MTPA	67,980.02	38,022.27	25,950.23
Number of SKUs [(7)]	Nos	886	773	537
Number of Franchise Stores [(8)]	Nos	25	6	0
Order Book value [(9)]	₹ in million	10,528.51	6,129.23	5,215.90
Number of projects completed during the year [(10)]	Nos	49	48	23
Financial KPIs				

Particulars	Units	For the financial year ended March 31, 2026	For the financial year ended March 31, 2025	For the financial year ended March 31, 2024
Revenue from Operations [11]	₹ in million	3,505.04	2,080.95	1,358.78
Revenue from Operations Growth [12]	%	68.43%	53.15%	NA
Gross Profit [13]	₹ in million	986.90	622.02	458.09
Gross Profit Margin [14]	%	28.16%	29.89%	33.71%
Operating EBITDA [15]	₹ in million	602.46	341.73	220.21
Operating EBITDA Margin [16]	%	17.19%	16.42%	16.21%
PBT [17]	₹ in million	504.98	284.64	185.39
PBT Margin [18]	%	14.41%	13.68%	13.64%
PAT [19]	₹ in million	377.75	166.54	147.75
PAT Margin [20]	%	10.78%	8.00%	10.87%
Total Equity (including NCI) [21]	₹ in million	1,365.00	840.60	303.19
Net Debt [22]	₹ in million	38.19	366.60	469.61
Net Debt to Operating EBITDA [23]	No. of Times	0.06	1.07	2.13
Debt to Equity [24]	No. of Times	0.73	0.71	1.80
Return on Average Equity (ROE) [25]	%	34.25%	29.12%	64.54%
Return on Average Capital Employed (ROCE) [26]	%	30.97%	28.66%	31.50%
Fixed Asset Turnover Ratio [27]	No. of Times	10.27	7.57	7.23
Inventory Turnover Ratio [28]	No. of Times	6.05	3.88	4.09
Net Working Capital Days [29]	Days	115	155	132
Basic EPS [30]	₹ per share	8.23	4.01	4.77
Net Asset Value per Share [31]	₹	29.75	20.24	9.80

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

Notes:

[1] Represents the number of manufacturing facilities operated by the Company as of the end of the reporting period

[2] Represents the total annual installed manufacturing capacity of the Company as of the end of the reporting period, as disclosed on a combined basis across liquid and powder products

[3] Represents the total annual installed manufacturing capacity for liquid paints i.e. emulsions, primers and enamels as at the end of the reporting period

[4] Represents the total annual installed manufacturing capacity for powder paints i.e. putties and textures at the end of the reporting period

[5] Represents the total volume of liquid paints i.e. emulsions, primers and enamels manufactured by the Company during the reporting period

[6] Represents the total volume of powder paints i.e. putties and textures manufactured by the Company during the reporting period

[7] Total number of stock keeping units offered for sale by the Company as of the end of the reporting period

[8] Total number of exclusive branded retail outlets operated by franchisees under the brand of the Company as of the end of the reporting period

[9] Order Book is calculated as the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects

[10] Total number of painting and application projects completed by the Company during the year

[11] Computed as the sum of revenue from Turnkey Paint Projects and revenue from sale of products

*[12] Computed by dividing increase in Revenue from Operations in the current period with Revenue from Operations for the previous period *100*

[13] Gross Profit is calculated as Revenue from operations minus Cost of Goods sold. Cost of Goods sold is computed as sum of Cost of materials consumed, Purchase of stock-in-trade, changes in inventory of work in progress and finished goods, manufacturing expenses and service and application expenses

*[14] Computed by dividing Gross Profit with Revenue from operations * 100*

[15] Operating EBITDA is calculated as Gross Profit minus employee benefits expense and other expenses

*[16] Computed by dividing Operating EBITDA with revenue from operations * 100*

[17] Restated Earnings before exceptional item and tax as per Restated Financial Information

*[18] Computed by dividing PBT with revenue from operations * 100*

[19] Restated profit for the year/period as per Restated Financial Information without excluding other comprehensive income

*[20] Computed by dividing PAT with revenue from operations * 100*

[21] Total Equity is equity as per Restated Financial Information including NCI as reduced by Share application money pending allotment.

[22] Computed as sum of long-term borrowings and short-term borrowings minus cash and cash equivalents and bank balances other than cash and cash equivalents

[23] Computed as Net Debt divided by operating EBITDA

[24] Computed as the sum of long-term borrowings and short-term borrowings including lease liabilities, divided by total equity

*[25] Computed by dividing PAT by the Average Total Equity * 100. Average Total Equity is calculated as the average of the opening and closing balances of Total Equity*

[26] *Computed as EBIT as a % of average capital employed. EBIT is calculated as Operating EBITDA minus depreciation and amortization expense. Average Capital Employed is calculated by averaging the opening and closing balance of capital employed. Capital employed is calculated by adding Total Equity, long term borrowings, short term borrowings and deferred tax liabilities, and deducting intangible assets and deferred tax assets*

[27] *Computed as revenue from operations divided by average fixed assets. Average fixed assets is calculated by averaging the opening and closing balance of fixed assets. Fixed assets comprise property, plant and equipment and right-of-use assets, and exclude capital work in progress, investment property and intangible assets*

[28] *Computed as revenue from operations divided by average inventory. Average inventory is calculated by averaging the opening and closing balance of inventories*

[29] *Computed as net working capital divided by revenue from operations * 365. Net working capital is computed as Total current assets (excluding cash & cash equivalents and Bank balances other than cash & cash equivalents) minus Total current liabilities (excluding short term borrowings)*

[30] *Computed as Restated Profit for the year attributable to equity holders of the company divided by the weighted average number of equity shares outstanding, as reported*

[31] *Computed as Total Equity at the end of the period divided by the weighted average number of diluted equity shares outstanding*

Explanation for the Key Performance Indicators:

Brief explanation of the relevance of the KPIs for our business operations is set forth below. We have also described and defined the KPIs, as applicable, in "*Definitions and Abbreviations – Financial and operational Key Performance Indicators*" on page 16.

Key Performance Indicators (KPIs)	Units	Explanation
Operational KPIs		
Manufacturing Facilities	Nos	This metric tracks the manufacturing footprint of the Company and its ability to service demand across regions and product categories
Installed capacity - total	KL / MT p.a.	Installed capacity indicates the aggregate annual manufacturing capability of the Company across liquid and powder paint products and is used to assess scale and headroom for growth.
Installed capacity - liquid paints	KLPA	This metric indicates the annual manufacturing capability for liquid paints i.e. emulsions, primers and enamels and is used to monitor capacity available for the decorative and industrial liquid portfolio.
Installed capacity - powder paints	MTPA	This metric indicates the annual manufacturing capability for powder paints i.e. putties and textures and is used to monitor capacity available for the powder paints portfolio.
Total production volume	KLPA	Production volume is used to monitor capacity utilisation and the operating throughput of liquid paints i.e. emulsions, primers and enamels at the manufacturing facilities during the period.
Total production volume	MTPA	Production volume is used to monitor capacity utilisation and the operating throughput of powder paints i.e. putties and textures at the manufacturing facilities during the period.
Number of SKUs	Nos	This metric reflects the breadth of the Company's product portfolio and its ability to address varied customer requirements and price points.
Number of Franchise Stores	Nos	This metric tracks the expansion of the Company's exclusive branded retail network and the reach of its distribution and brand presence.
Order Book value	₹ in million	Order book provides visibility on revenue expected to be executed in subsequent periods and is used to assess demand momentum.
Number of projects completed during the year	Nos	This metric tracks execution capability in the painting and application services business during the period.
Financial KPIs		
Revenue from Operations	₹ in million	Revenue from Operations tracks the revenue profile of the business and in turn helps assess the overall financial performance of the Company
Revenue from Operations Growth	%	This metric highlights growth in the Company's main revenue generating activities
Gross Profit	₹ in million	Gross Profit indicates profit after deducting cost of goods sold from Revenue from Operations.
Gross Profit Margin	%	Gross Profit Margin provides information regarding the Company's pricing strength and cost efficiency in sourcing and manufacturing its products
Operating EBITDA	₹ in million	Operating EBITDA provides information regarding the operational efficiency of the business
Operating EBITDA Margin	%	Operating EBITDA Margin indicates operational profitability of the business as a percentage of Revenue from Operations
PBT	₹ in million	PBT refers to profit before tax and provides information regarding overall pre-tax profitability of the business

Key Performance Indicators (KPIs)	Units	Explanation
PBT Margin	%	PBT Margin is an indicator of the overall pre-tax profitability of the business as a percentage of Revenue from Operations
PAT	₹ in million	PAT refers to profit after tax and provides information regarding the overall profitability of the business
PAT Margin	%	PAT Margin is an indicator of the overall profitability of the business as a percentage of Revenue from Operations
Total Equity (including NCI)	₹ in million	Total Equity provides information regarding total shareholder funds of the business
Net Debt	₹ in million	This metric provides information about financial leverage of the business after adjusting for cash and bank balances
Net Debt to Operating EBITDA	No. of Times	This metric is used to measure financial leverage and the repayment capacity of the business.
Debt to Equity	No. of Times	This metric measures gross financial leverage of the Company relative to its total equity, without adjusting for cash and bank balances
Return on Average Equity (ROE)	%	ROE provides how efficiently our Company generates profits from shareholders' funds
Return on Average Capital Employed (ROCE)	%	Return on Capital Employed provides how efficiently our Company generates earnings from the capital employed in the business
Fixed Asset Turnover Ratio	No. of Times	This metric indicates how efficiently the Company generates revenue from its investment in fixed assets.
Inventory Turnover Ratio	No. of Times	Inventory turnover reflects how efficiently inventory is sold during the year.
Net Working Capital Days	Days	Net working capital days describes the duration it takes for the Company to convert its working capital into revenue.
Basic EPS	₹ per share	This metric indicates the current earnings per share, helping assess the profitability attributable to existing shareholders.
Net Asset Value per Share	₹	This metric indicates the intrinsic value of each share based on the Company's net assets.

Comparison of accounting ratios and KPIs of our Company and listed peers

Comparison of KPIs with listed industry peers:

(a) Comparison of KPIs, of the financial year ended March 31, 2026 with the industry peers

(*₹ in million, unless mentioned otherwise*)

Parameter	Units	Techno paints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
Operational KPIs							
Manufacturing Facilities	Nos	2	10	15	9	5	6
Installed capacity - total	KL / MT p.a.	1,26,095.00	22,90,000.00	14,00,000.00	6,91,600.00	3,00,000.00	4,48,000.00
Installed capacity - liquid paints	KLPA	22,199.00	NA	NA	NA	NA	1,72,000.00
Installed capacity - powder paints	MTPA	1,03,896.00	NA	NA	NA	NA	2,76,000.00
Total production volume	KLPA	6,122.59	NA	NA	NA	NA	NA
Total production volume	MTPA	67,980.02	NA	NA	NA	NA	NA
Number of SKUs	Nos	886	NA	NA	NA	NA	NA
Number of Franchise Stores	Nos	25	74	NA	NA	NA	16
Order Book value	₹ in million	10,528.51	NA	NA	NA	NA	NA
Number of projects	Nos	49	NA	NA	NA	NA	NA

Parameter	Units	Techno paints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
completed during the year							
Financial KPIs							
Revenue from Operations	₹ in million	3,505.04	3,55,835.40	1,18,802.50	80,519.10	35,992.00	14,050.17
Revenue from Operations Growth	%	68.43%	4.95%	2.91%	2.93%	-11.55%	4.80%
Gross Profit	₹ in million	986.90	1,55,817.60	50,529.90	28,553.10	14,904.00	6,535.87
Gross Profit Margin	%	28.16%	43.79%	42.53%	35.46%	41.41%	46.52%
Operating EBITDA	₹ in million	602.46	66,959.20	18,333.00	9,746.00	5,085.00	2,547.72
Operating EBITDA Margin	%	17.19%	18.82%	15.43%	12.10%	14.13%	18.13%
PBT	₹ in million	504.98	59,954.60	14,903.40	8,601.30	5,196.00	2,045.92
PBT Margin	%	14.41%	16.85%	12.54%	10.68%	14.44%	14.56%
PAT	₹ in million	377.75	43,946.90	11,280.20	5,758.40	19,738.00*	1,476.08
PAT Margin	%	10.78%	12.35%	9.49%	7.15%	54.84%*	10.51%
Total Equity (including NCI)	₹ in million	1,365.00	2,20,149.80	69,299.00	66,888.50	24,516.00	11,539.67
Net Debt	₹ in million	38.19	12,195.80	-1,630.70	-1,431.00	-3,237.00	-302.28
Net Debt to Operating EBITDA	No. of Times	0.06	0.18	-0.09	-0.15	-0.64	-0.12
Debt to Equity	No. of Times	0.73	0.18	0.09	0.05	0.03	0.02
Return on Average Equity (ROE)	%	34.25%	20.89%	17.23%	8.80%	104.38%	13.51%
Return on Average Capital Employed (ROCE)	%	30.97%	24.33%	22.62%	11.02%	33.03%	18.29%
Fixed Asset Turnover Ratio	No. of Times	10.27	4.00	3.52	3.51	7.66	2.69
Inventory Turnover Ratio	No. of Times	6.05	5.71	4.99	5.04	6.12	8.47
Net Working Capital Days	Days	115	113	82	180	32	107
Basic EPS	₹ per share	8.23	45.12	9.67	7.29	433.42	30.44
Net Asset Value per Share	₹	29.75	229.61	59.42	82.66	538.34	241.35

** The significantly higher PAT margin reported by JSW Dulux Limited in fiscal 2026 was influenced by acquisition-related and exceptional factors and should be viewed in that context.*

(b) Comparison of KPIs, of the financial year ended March 31, 2025 with the industry peers

(*₹ in million, unless mentioned otherwise*)

Parameter	Units	Techno paints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
Operational KPIs							
Manufacturing Facilities	Nos	2	10	15	9	5	5
Installed capacity - total	KL / MT p.a.	1,25,470.80	22,90,000.00	13,00,000.00	6,64,300.00	2,85,000.00	2,98,000.00
Installed capacity - liquid paints	KLPA	21,574.80	NA	NA	NA	NA	1,60,000.00
Installed capacity - powder paints	MTPA	1,03,896.00	NA	NA	NA	NA	1,38,000.00
Total production volume	KLPA	5,914.78	NA	NA	NA	NA	NA
Total production volume	MTPA	38,022.27	NA	NA	NA	NA	NA
Number of SKUs	Nos	773	NA	NA	NA	NA	NA
Number of Franchise Stores	Nos	6	72	NA	NA	NA	NA
Order Book value	₹ in million	6129.23	NA	NA	NA	NA	NA
Number of projects completed during the year	Nos	48	NA	NA	NA	NA	NA
Financial KPIs							
Revenue from Operations	₹ in million	2,080.95	3,39,056.20	1,15,447.10	78,229.70	40,693.00	13,406.73
Revenue from Operations Growth	%	53.15%	-4.48%	3.09%	0.28%	2.72%	2.65%
Gross Profit	₹ in million	622.02	1,43,898.40	47,827.80	27,536.50	17,513.00	6,170.06
Gross Profit Margin	%	29.89%	42.44%	41.43%	35.20%	43.04%	46.02%
Operating EBITDA	₹ in million	341.73	60,062.10	18,560.90	9,423.20	6,415.00	2,334.85
Operating EBITDA Margin	%	16.42%	17.71%	16.08%	12.05%	15.76%	17.42%
PBT	₹ in million	284.64	53,254.60	15,334.10	8,485.20	5,699.00	1,899.54
PBT Margin	%	13.68%	15.71%	13.28%	10.85%	14.00%	14.17%
PAT	₹ in million	166.54	37,097.10	11,828.10	11,093.30	4,295.00	1,421.65
PAT Margin	%	8.00%	10.94%	10.25%	14.18%	10.55%	10.60%
Total Equity (including NCI)	₹ in million	840.60	2,00,590.50	61,666.90	64,044.60	13,302.00	10,305.79
Net Debt	₹ in million	366.60	817.70	-3,542.40	1,178.20	-3,005.00	-307.02

Parameter	Units	Techno paints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
Net Debt to Operating EBITDA	No. of Times	1.07	0.01	-0.19	0.13	-0.47	-0.13
Debt to Equity	No. of Times	0.71	0.11	0.11	0.05	0.05	0.03
Return on Average Equity (ROE)	%	29.12 %	18.79%	20.47%	18.48%	32.29%	14.71%
Return on Average Capital Employed (ROCE)	%	28.66 %	24.45%	26.42%	11.87%	42.60%	18.75%
Fixed Asset Turnover Ratio	No. of Times	7.57	4.54	3.55	3.57	8.12	2.58
Inventory Turnover Ratio	No. of Times	3.88	5.36	5.08	4.67	6.69	8.27
Net Working Capital Days	Days	155	93	68	186	22	99
Basic EPS	₹ per share	4.01	38.25	10.13	14.14	94.31	29.76
Net Asset Value per Share	₹	20.24	209.19	52.88	79.14	292.09	215.79

(c) Comparison of KPIs, of the financial year ended March 31, 2024 with the industry peers

(*₹ in million, unless mentioned otherwise*)

Parameter	Units	Technopaints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
Operational KPIs							
Manufacturing Facilities	Nos	2	10	15	8	5	5
Installed capacity - total	KL / MT p.a.	89,980.80	18,50,000.00	15,00,000.00	6,10,600.00	NA	2,98,000.00
Installed capacity - liquid paints	KLPA	16,660.80	NA	NA	NA	NA	1,60,000.00
Installed capacity - powder paints	MTPA	73,320.00	NA	NA	NA	NA	1,38,000.00
Total production volume	KLPA	4,701.08	NA	NA	NA	NA	NA
Total production volume	MTPA	25,950.23	NA	NA	NA	NA	NA
Number of SKUs	Nos	537	NA	NA	NA	NA	NA
Number of Franchise Stores	Nos	0	60	NA	NA	NA	NA
Order Book value	₹ in million	5,215.90	NA	NA	NA	NA	NA
Number of projects completed during the year	Nos	23	NA	NA	NA	NA	NA
Financial KPIs							

Parameter	Units	Technopaints	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	JSW Dulux Limited (Formerly known as Akzo Nobel India Ltd)	Indigo Paints Ltd
Revenue from Operations	₹ in million	1,358.78	3,54,947.30	1,11,989.20	78,014.40	39,616.00	13,060.86
Revenue from Operations Growth	%	NA	NA	NA	NA	NA	NA
Gross Profit	₹ in million	458.09	1,54,045.20	45,529.20	27,573.30	17,388.00	6,221.51
Gross Profit Margin	%	33.71%	43.40%	40.65%	35.34%	43.89%	47.63%
Operating EBITDA	₹ in million	220.21	75,849.80	18,613.20	10,277.50	6,320.00	2,380.69
Operating EBITDA Margin	%	16.21%	21.37%	16.62%	13.17%	15.95%	18.23%
PBT	₹ in million	185.39	72,147.70	15,158.70	8,999.60	5,730.00	1,985.81
PBT Margin	%	13.64%	20.33%	13.54%	11.54%	14.46%	15.20%
PAT	₹ in million	147.75	55,576.90	11,698.20	11,758.60	4,266.00	1,488.28
PAT Margin	%	10.87%	15.66%	10.45%	15.07%	10.77%	11.39%
Total Equity (including NCI)	₹ in million	303.19	1,94,236.80	53,891.70	55,986.00	13,299.00	9,021.36
Net Debt	₹ in million	469.61	231.30	-2,121.90	1,207.00	-5,239.00	-298.45
Net Debt to Operating EBITDA	No. of Times	2.13	0.00	-0.11	0.12	-0.83	-0.13
Debt to Equity	No. of Times	1.80	0.13	0.14	0.05	0.05	0.02
Return on Average Equity (ROE)	%	64.54%	30.99%	23.65%	23.15%	32.24%	17.74%
Return on Average Capital Employed (ROCE)	%	31.50%	36.06%	29.51%	15.79%	42.60%	23.08%
Fixed Asset Turnover Ratio	No. of Times	7.23	6.09	3.61	3.70	7.69	3.42
Inventory Turnover Ratio	No. of Times	4.09	5.85	4.98	4.57	6.55	9.06
Net Working Capital Days	Days	132	93	57	156	-2	86
Basic EPS	₹ per share	4.77	56.95	10.02	14.66	93.68	30.95
Net Asset Value per Share	₹	9.80	202.54	46.22	69.20	292.03	189.03

8. Weighted average cost of acquisition ("WACA"), floor price and cap price

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

The details of the Equity Shares or convertible securities, excluding shares issued under ESOP Scheme and issuance of bonus shares, during the 18 months preceding the date of this certificate, where such issuance is equal to or more that 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 ESOPs granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days ("**Primary Issuance"**) are as follows:

Date of allotment	Name of allottee	No. of shares transacted	Face Value (in ₹)	Issue price per share	Nature of allotment	Nature of considera tion	Total consideration (₹ in million)
November 3, 2025	Akuri Srinivasa Reddy	574,359	10	130	Exercise of Warrants	Cash	74,666,670.00
	O Subbarami Reddy	100,000	10	130	Exercise of Warrants	Cash	13,000,000.00
	Gangula Srinivas Reddy	28,205	10	130	Exercise of Warrants	Cash	3,666,650.00
	Adiraju Rajendra Prasad	175,000	10	130	Exercise of Warrants	Cash	22,750,000.00
	Ajay Pratyush Nedunuri	102,564	10	130	Exercise of Warrants	Cash	13,333,320.00
November 24, 2026	Akuri Srinivasa Reddy	425,641	10	130	Exercise of Warrants	Cash	55,333,330.00
	Gangula Srinivas Reddy	41,026	10	130	Exercise of Warrants	Cash	5,333,380.00
	Adiraju Rajendra Prasad	100,000	10	130	Exercise of Warrants	Cash	13,000,000.00
	Ajay Pratyush Nedunuri	72,436	10	130	Exercise of Warrants	Cash	9,416,680.00

(b) The price per share of the Company based on secondary sale/ acquisitions 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 or the Selling Shareholders or shareholder(s) having the right to nominate director(s) on the Board are a party to the transaction, during the 18 months preceding the date of this Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of our Company (calculated based on the pre-Offer capital before such transaction/s), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

9. The Floor Price is [●] times and the Cap Price is [●] times the weighted average cost of acquisition at which the Equity Shares were issued by our Company, or acquired or sold by our Promoters or members of the Promoter Group or Selling Shareholders or shareholder(s) having the right to nominate director(s) on the Board in the last 18 months or three years preceding the date of this Draft Red Herring Prospectus are disclosed below:

Past Transactions	Weighted average cost of acquisition (in ₹)	Floor Price (in ₹)*	Cap Price (in ₹)*
Weighted average cost of acquisition of Equity Securities that were issued by our Company through a primary transaction in the last 18 months or three years preceding the date of this Draft Red Herring Prospectus	46.43[#]	[●] times	[●] times
Weighted average cost of acquisition of Equity Shares that were acquired or sold in the last 18 months or three years preceding the date of this Draft Red Herring Prospectus by our Promoters or members of the Promoter Group or Selling Shareholders or shareholder(s) having the right to nominate director(s) on the Board by way of secondary transactions	Nil	[●] times	[●] times

**To be updated at Prospectus stage*

[#] Issue price per security has been adjusted for bonus issuance and share split while calculating WACA.

10. Justification for Basis of Offer price*

The following provides an explanation to the Cap Price being [●] times of the weighted average cost of acquisition of Equity Securities that were issued by our Company or acquired or sold by our Promoters, the Promoter Group, the Selling Shareholders or other shareholders with rights to nominate directors or other rights by way of primary transactions or secondary transactions in the 18 months or three years preceding the date of this Draft Red Herring Prospectus

[●]*

** To be updated upon finalization of the Price Band.*

The following provides an explanation to the Cap Price being [●] times of weighted average cost of acquisition of Equity Securities that were issued by our Company or acquired by our Promoters, the Promoter Group, the Selling Shareholders or other shareholders with rights to nominate directors or other rights in the 18 months or three years preceding the date of this Draft Red Herring Prospectus in view of external factors, if any

[●]*

** To be updated upon finalization of the Price Band.*

11. The Offer Price is [●] times of the face value of the Equity Shares.

The Offer Price of ₹[●] has been determined by our Company in consultation with the BRLM, on the basis of assessment of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters. Investors should read the abovementioned information along with "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 23, 244, 343 and 429, respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in "*Risk Factors*" on page 23 and you may lose all or a part of your investment.

The trading price of the Equity Shares could decline due to the factors mentioned in the section entitled "*Risk Factors*" on page 23 and any other factors that may arise in the future and you may lose all or part of your investments.

STATEMENT OF SPECIAL TAX BENEFITS

The Board of Directors,
Technopaints and Chemicals Limited
(formerly known as Fortune Paints Private Limited)
Plot No. 1A & 1B, Techno Houz,
Hitex Road, Shilpa Hills, Izzat Nagar,
Kothaguda, Serilingampally,
K.V. Rangareddy,
Telangana 500084.

Anand Rathi Advisors Limited
11th Floor, Times Tower, Kamala City,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400013, Maharashtra, India.

*(***Anand Rathi Advisors Limited** *the book running lead manager appointed in connection with the Offer (as defined below) and referred to as the "**Book Running Lead Manager**" or the "**BRLM**.")*

Sub: Statement of possible special tax benefit (the "Statement") available to Technopaints and Chemicals Limited (the "Company") and, its shareholders prepared to comply with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018 as amended (the "SEBI ICDR Regulations) in connection with the Proposed initial public offering of equity shares of face value of ₹ 5 each (the "Equity Shares") of the Company, through a fresh issue of Equity Shares and an offer for sale of Equity Shares by the Selling Shareholders (the "Offer")

We, VASG & Associates, Chartered Accountants (Firm registration number: 006070S), the statutory auditor of the Company, appointed in accordance with Section 139 of the Companies Act, 2013 as amended ("**Companies Act**"), hereby consent to the use of our name as a "**Statutory Auditor**" in the draft red herring prospectus ("**DRHP**") of the Company to be filed with the Securities and Exchange Board of India (the "**SEBI**"), the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE"**, and together with BSE the "**Stock Exchanges**"), and the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") which the Company intends to file with the Registrar of Companies, Telangana at Hyderabad (the "**RoC**") and thereafter file with the SEBI and the Stock Exchanges and any other document in relation to the Offer (collectively, the "**Offer Documents**").

We have been asked to certify if any possible special tax benefits are available to the Company and to its shareholders.

We, hereby confirm that the enclosed **Annexure A**, prepared by the Company and initialled by us for identification purpose ("**Statement**") for the Offer, provides the possible special tax benefits available to the Company and to its shareholders under direct tax and indirect tax laws presently in force in India, including, but not limited to, the Income-tax Act, 1961, Income-tax Act, 2025, as applicable, the Central Goods and Services Tax Act, 2017 / the Integrated Goods and Services Tax Act, 2017, the Union Territory Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017 (collectively, "**GST Act**"), Customs Act, 1962 and the Customs Tariff Act, 1975 (read with the rules, circulars and notifications issued in connection thereto) Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant statutory provisions. Hence, the ability of the Company or its shareholders identified as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, to derive the tax benefits is dependent upon fulfilling such conditions, which based on business imperatives the Company faces in the future, the Company may or may not choose to fulfil.

This statement of possible special tax benefits is required as per Schedule VI (Part A)(9)(L) of the SEBI ICDR Regulations. While the term 'special tax benefits' has not been defined under the SEBI ICDR Regulations, for the purpose of this Statement, it is assumed that with respect to special tax benefits available to the Company, the same would include those benefits as enumerated in the **Annexure A**. Any benefits under the taxation laws other than those specified in **Annexure A** are considered to be general tax benefits and therefore not covered within the

ambit of this Statement. Further, any benefits available under any other laws within or outside India, except for those mentioned in the **Annexure A** have not been examined and covered by this statement.

The benefits discussed in the enclosed Statement are not exhaustive. The Statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and 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.

In respect of non-residents, the tax rates and the consequent taxation shall be further subject to any benefits available under the applicable Double Taxation Avoidance Agreement, if any, between India and the country in which the non-resident has fiscal domicile.

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

1. the Company or its shareholders will continue to obtain these benefits in the future; or

2. the conditions prescribed for availing of the benefits, where applicable have been/would be met with.

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

The contents of the enclosed Statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company.

We have conducted our review in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("**ICAI**").

We hereby consent to be named an "expert" under the Companies Act, as amended, and our name may be disclosed as an expert to any applicable legal or regulatory authority insofar as may be required, in relation to the statements contained therein. We further confirm that we are not and have not been engaged or interested in the formation or promotion or management of the Company.

We have carried out our work on the basis of Restated Financial Information and other documents, information in the public domain and information made available to us by the Company, which has formed substantial basis for this Statement.

We hereby confirm that while providing this certificate, we have complied with the Ethics Code, 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, issued by the ICAI, as revised from time to time.

We confirm that this Statement, including any annexures hereto, is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Book Running Lead Manager, the Legal Counsel to the BRLM and the Legal Counsel to the Company.

We hereby consent to the submission of this Statement as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority and/ or for the records to be maintained by the Book Running Lead Manager and in accordance with applicable law.

We also consent to include this certificate as part of the section titled '*Material Contracts and Documents for Inspection*' in the Offer Documents which, to the extent applicable, will be available to the public for inspection and on the website(s) of the Company and authorize you to make this certificate available for inspection in accordance with applicable law. Further, we also consent to this certificate forming part of the documents to be uploaded on the online Document Repository platform set up by the Stock Exchanges, which enables a BRLM to electronically upload and maintain documents in connection with the Offer.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Manager until the date when the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the BRLM, the Legal Counsel to the BRLM and the Legal Counsel to the Company can assume that there is no change to the above information.

We hereby consent to this Statement being disclosed by the Book Running Lead Manager, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation, or (iii) for the records to be maintained by the BRLM and in accordance with the applicable laws.

All capitalized terms not defined herein will have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

Yours faithfully,

For and on behalf of VASG & Associates
Chartered Accountants
Firm registration number: 006070S
Name: G S Sridhar
Designation: Partner
Membership No.: 026878
UDIN: 26026878AQSLGT5554
Place: Hyderabad

Enclosed: As above

CC:

Legal Counsel to the BRLM
Dentons Link Legal
1102, 11th Floor, Tower 1,
One International Center,
Senapati Bapat Marg,
Prabhadevi (West),
Mumbai 400 013, India.

Legal Counsel to the Company
JSA Advocates and Solicitors
One Lodha Place, 27th Floor,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013

ANNEXURE A

Statement of Tax Benefits

STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO THE COMPANY AND, THE SHAREHOLDERS OF THE COMPANY UNDER THE APPLICABLE DIRECT AND INDIRECT TAX LAWS IN INDIA

This statement of possible special tax benefits is required as per Schedule VI (Part A)(9)(L) of the SEBI ICDR Regulations. While the term '*special tax benefits*' has not been defined under the SEBI ICDR Regulations, for the purpose of this Statement, it is assumed that with respect to special tax benefits available to the Company, the same would include those benefits as enumerated in this Annexure. Any benefits under the taxation laws other than those specified in this Annexure are considered to be general tax benefits and therefore not covered within the ambit of this Statement. Further, any benefits available under any other laws within or outside India, except for those mentioned in this Annexure have not been reviewed and covered by this statement.

I. Special Direct tax benefits available to the Company

A. Corporate tax rate under section 200 of ITA(Income Tax Act), 2025 (erstwhile section 115BAA of the Income Tax Act, 1961 ("ITA, 1961")).

The Taxation laws prescribed under section 200 of Income tax Act, 2025, wherein domestic companies are entitled to avail a concessional tax rate of 22% (plus applicable surcharge and cess) on fulfilment of certain conditions. The option to apply this tax rate was available from Financial Year (FY') 2019-20 relevant to Assessment Year (AY') 2020-21 and the option once exercised shall apply to subsequent AYs.

The concessional rate is subject to a company not availing of any of the following deductions under the provisions of Direct Tax Laws:
(i) Deduction under the provisions of Section 144 of ITA, 2025 (erstwhile Section 10AA of the ITA, 1961) (deduction for units in Special Economic Zone);
(ii) Deduction under Section 33(8) of ITA, 2025 (erstwhile Section 32(1)(iia) (Additional depreciation); Deduction under Section 48 of ITA, 2025 (erstwhile Section 33AB of the ITA, 1961) (Tea coffee rubber development expenses)
(iii) Deduction under Section 48 of ITA, 2025 (erstwhile Section 33AB of the ITA, 1961) (Tea coffee rubber development expenses);
(iv) Deduction under Section 49 of ITA, 2025 (erstwhile Section 33ABA of the ITA, 1961): (site restoration expenses);
(v) Deduction under Section 45(2), 45(3)(a) or (b) or (c) of ITA, 2025 (erstwhile Section 35(1)/35(2AA)/ 35(2AB) of the ITA, 1961): (Expenditure on scientific research);
(vi) Deduction under Section 46 of ITA, 2025 (erstwhile Section 35AD of the ITA, 1961) (Deduction for specified business);
(vii) Deduction under section 47(1)(a) of the ITA 2025 erstwhile under section 35CCC or 47(1)(b) of ITA, 2025 (erstwhile Section 35CCD of the ITA, 1961) (agricultural extension project / Expenditure on skill development);
(viii) Deduction under any provisions of Chapter VIII other than the provisions of Section 146 of ITA, 2025 or section 148 of ITA, 2025 (erstwhile Section 80JJAA (Deduction in respect of employment of new employees) or 80M of the ITA, 1961 (Deduction in respect of certain inter-corporate dividends);
(ix) The total income of a company availing of the concessional rate of 25.168% (i.e., 22% along with surcharge and health and education cess) is required to be computed without set off of any carried forward loss and depreciation attributable to any of the aforesaid deductions/ incentives. A company can exercise the option to apply for the concessional tax rate in its return of income filed under Section 263(1) of ITA, 2025 (erstwhile section 139(1) of the ITA, 1961).
(x) Where a company opts for this section, the tax credit Section 206 of ITA, 2025 (erstwhile under section 115JB of the ITA, 1961), if any, which it is entitled to on account of MAT paid in earlier years, will no longer be available.

The Company is currently availing benefit under the above section.

B. Deduction in respect of inter-corporate dividends - Section 148 of ITA, 2025 (erstwhile Section 80M of the ITA, 1961

Up to March 31, 2020, any dividend paid to a shareholder by a company was liable to Dividend Distribution Tax ("DDT") payable by the company, and the recipient shareholder was exempt from tax. Pursuant to the amendment made by the Finance Act, 2020, DDT stands abolished, and dividend received by a shareholder on or after April 1, 2020 is liable to tax in the hands of the shareholder.

With respect to a resident corporate shareholder, a section 148 of the ITA, 2025 (erstwhile section 80M of the ITA, 1961) was inserted in the Act to remove the cascading effect of taxes on inter-corporate dividends during FY 2020 21 and thereafter. The section provides that where the gross total income of a domestic company in any previous year includes any income by way of dividends from inter alia any other domestic company or foreign company or a business trust, there shall, in accordance with and subject to the provisions of this section, be allowed in computing the total income of such domestic company, a deduction of an amount equal to so much of the amount of income by way of dividends received from such other domestic company or foreign company as does not exceed the amount of dividend distributed by it on or before the due date.

The "due date" means the date one month prior to the date for furnishing the return of income under section 263 of ITA, 2025 (erstwhile section 139 of the ITA, 1961).

The deduction under this section is available even if the Company opts for concessional tax rate under section 200 of the of ITA, 2025.

C. **Deduction in respect of Section 146 of ITA, 2025 (erstwhile Section 80JJAA of ITA, 1961).**

As per section 146 of the ITA,1961, an assessee is entitled to claim a deduction of an amount equal to thirty per cent of additional employee cost incurred in the course of business in the previous year, for three assessment years including the assessment year relevant to the previous year in which such employment is provided, subject to the fulfilment of prescribed conditions therein.

The deduction under this section is available even if the Company opts for concessional tax rate under section 200 of the of ITA, 2025.

The Company currently availing the benefit under the above section.

D. Deduction in respect of certain preliminary expenses -Section 44 of ITA, 2025 (erstwhile Section 35D of the ITA, 1961)

The Company is entitled to amortize preliminary expenditure, being expenditure incurred in connection with the issue for public subscription, under Section 44 of the Act, subject to the limit specified therein. The deduction is allowable for an amount equal to one-fifth of such expenditure for each of five successive assessment years beginning with the assessment year in which the business commences or as the case may be, in the previous year in which the extension of the undertaking is completed or the new unit commences production or operation. In accordance with and subject to fulfilment of conditions as laid out under the Section, the Company has an option to claim such expenses as allowable expenditure in the computation of taxable income while filing appropriate tax return in India.

E. Deduction in respect of merger/ demerger expenditure – Section 52 of ITA, 2025 (erstwhile Section 35DD of the ITA, 1961)

In accordance with and subject to the fulfilment of conditions as laid out under Section 52 of ITA, 2025 (erstwhile 35DD of the ITA, 1961), the company may be entitled to amortize expenditure incurred wholly and exclusively for the purposes of amalgamation or demerger of an undertaking, expenditure as prescribed under section 52 of the ITA, 1961.

The deduction is allowable for an amount equal to one-fifth of such expenditure for each of five successive previous years beginning with the previous year in which the amalgamation or demerger takes place.

However, the Company has not availed any benefit under the above section.

II. Special Indirect tax benefits available to the Company

There are no special tax benefits available to the Company under the Indirect Tax Laws.

III. Special direct tax benefits available to Shareholders

A. Dividend Income:

The Company would be required to deduct tax at source ('TDS') on the dividend paid to the Shareholders, at applicable rates. In case of Shareholders who are individuals, Hindu Undivided Family, Association of Persons, Body of Individuals, and every artificial juridical person, surcharge would be restricted to 15%, irrespective of the amount of dividend. The shareholders would be eligible to claim the credit of such tax in their return of income. In case of non resident shareholders, the Company is required to deduct TDS on the amount of dividend paid/distributed at applicable rate specified under the Act read with applicable Double Taxation Avoidance Agreement (if any), subject to eligibility.

Resident as well as non-resident buyers should independently evaluate their obligations to withhold tax on transactions involving sale of shares by the shareholders of the company in light of the provisions of section 393 of ITA, 2025 (Section 194 / Section 195 and other provisions of the ITA, 1961).

B. Tax on Capital gains:

As per Section 198 of ITA, 2025 (erstwhile Section 112A of the ITA, 1961, long-term capital gains arising from transfer of an equity share, or a unit of an equity-oriented fund or a unit of a business trust, shall be taxed at 12.50% (without indexation) of such capital gains subject to fulfilment of prescribed conditions. It is worthwhile to note that tax shall be levied only where such capital gains exceed INR 1,25,000.

As per Section 196 of ITA, 2025 (erstwhile section 111A of the ITA, 1961), short-term capital gains arising from transfer of an equity share, or a unit of an equity-oriented fund or a unit of a business trust shall be taxed at 20% subject to fulfilment of prescribed conditions under the Act.

IV. Special indirect tax benefits available to Shareholders

NIL

Notes:

i. The above Statement of Tax benefits sets out the special tax benefits available to the Company and, its shareholders under the tax laws mentioned above.
ii. The above Statement covers only above-mentioned tax laws benefits and does not cover any general tax benefits under any other law.
iii. This Statement is intended only to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of tax consequences, each investor is advised to consult his/her own tax advisor with respect to specific tax consequences of his/her investment in the shares of the Company.
iv. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes.
v. This statement does not discuss any tax consequences under any law for the time being in force, as applicable of any country outside India. The shareholders / investors are advised to consult their own professional advisors regarding possible tax consequences that apply to them in any country other than India.

SECTION V: ABOUT OUR COMPANY

INDUSTRY OVERVIEW

*Unless otherwise indicated, industry and market data used in this section have been derived from the CRISIL report titled "Paint Products and Paint Applications Industry" released in September 2026, which was prepared and issued by CRISIL Intelligence ("**CRISIL Report**"). We commissioned CRISIL Intelligence to prepare the CRISIL Report specifically for the purpose of the Offer and to understand the industry in which we operate for an agreed fee pursuant to the engagement letter dated March 2, 2026. A copy of the CRISIL Report shall be available on the website of our Company at https://www.technopaints.in/investor-relations#offer-documents. The data included in this section includes excerpts from the CRISIL Report and may have been re-ordered by us for the purposes of presentation. For details and risks in relation to commissioned reports, see "Risk Factors – Certain sections of this Draft Red Herring Prospectus disclose information from the CRISIL Report which has been commissioned and paid for by us exclusively in connection with the Offer and any reliance on such information for making an investment decision in the Offer is subject to inherent risks." on page 66.*

Global macroeconomic overview

Global economic growth is estimated at 3.40% in 2025[1] and is projected to remain steady at 3.10% in 2026 and is further expected to edge up to 3.20% in 2027, supported by a cooling (though still uneven) inflation trajectory, gradual normalisation in supply conditions, and continued albeit more targeted policy support. At the same time, growth remains constrained by the lagged impact of restrictive monetary policy, phased withdrawal of fiscal stimulus across major economies, and heightened geopolitical uncertainties (including episodes of escalation in West Asia), which have the potential to disrupt energy prices and trade flows, prompting ongoing policy recalibration and corrective actions focused on safeguarding price stability and financial resilience.

Global growth contracted 2.70% in 2020 as the Covid-19 pandemic disrupted economic activity. However, the contraction was lower than the International Monetary Fund (IMF)'s estimates, with a strong rebound in manufacturing, shift to new ways of working and fiscal and policy support limiting the slide[2].

The global economy has shown remarkable resilience in the face of unprecedented challenges, including the pandemic. A swift recovery in 2021, by vaccine- driven normalisation and fiscal support, laid the foundation for sustained growth.

The global economy expanded 3.80% in 2022 and 3.30% in 2023, despite supply chain constraints, inflation and geopolitical uncertainties. In 2024 and 2025 growth remained stable at 3.40%.

Five-year historical data and growth forecast

Region-wise historic gross domestic product (GDP) growth rates and outlook

The IMF expects global growth to rise from 3.10% in 2026 to 3.20% in 2027 and remain stable at 3.10% in 2031. This is driven by the direct and indirect effects of new trade measures, heightened uncertainty and deteriorating sentiment. The forecast reflects a significant shift in the global economic outlook, underscoring the need for policymakers to address trade uncertainty and restore confidence to support a more robust and sustainable recovery and mitigate the risks to global economic stability and growth prospects.

Table 1: Region-wise and country-wise economic review and outlook[3]

Real GDP (on-year growth)	2019	2020	2021	2022	2023	2024	2025	2026P	2027P	2031P
World	**3.00%**	**-2.70%**	**6.70%**	**3.80%**	**3.30%**	**3.40%**	**3.40%**	**3.10%**	**3.20%**	**3.10%**
Advanced economies	**1.90%**	**-3.90%**	**6.10%**	**3.10%**	**1.70%**	**1.80%**	**1.90%**	**1.80%**	**1.70%**	**1.50%**
Emerging & developing economies	**3.80%**	**-1.80%**	**7.00%**	**4.30%**	**4.40%**	**4.50%**	**4.40%**	**3.90%**	**4.20%**	**4.00%**
Key countries										
The US	2.60%	-2.20%	6.10%	2.50%	2.90%	2.80%	2.10%	2.30%	2.10%	2.10%
Euro area*	1.60%	-6.00%	6.40%	3.60%	0.40%	0.90%	1.40%	1.10%	1.20%	1.10%
Japan	-0.40%	-4.30%	3.60%	1.30%	0.70%	-0.20%	1.20%	0.70%	0.60%	0.60%

[1] Calendar year. Unless mentioned otherwise, the years correspond to calendar years throughout the report

[2] IMF – World Economic Outlook April 2026

[3] All classifications according to the IMF

Real GDP (on-year growth)	2019	2020	2021	2022	2023	2024	2025	2026P	2027P	2031P
The UK	1.60%	-10.00%	8.50%	5.10%	0.30%	1.10%	1.30%	0.80%	1.30%	1.40%
China	6.10%	2.30%	8.60%	3.10%	5.40%	5.00%	5.00%	4.40%	4.00%	3.30%
India	3.90%	-5.80%	9.70%	7.60%	7.21%	7.10%	7.75%	6.50%	6.50%	6.50%

**The euro area consists of member states of the European Union that have adopted the euro as their currency*
P: Projected
Source: Crisil Intelligence, the IMF, National Statistical Office (NSO)

Table 2: Country-wise GDP (constant 2015 USD)

Real GDP (USD Trillion)	2019	2020	2021	2022	2023	2024
World	85.28	82.80	88.11	91.11	93.80	96.49
The US	20.06	19.63	20.82	21.34	21.96	22.57
Euro area	12.78	12.01	12.78	13.25	13.31	13.43
Japan	4.56	4.37	4.49	4.53	4.60	4.61
The UK	3.19	2.87	3.11	3.27	3.28	3.32
China	14.58	14.92	16.20	16.71	17.61	18.49
India	2.69	2.53	2.78	2.99	3.27	3.48

Source: Crisil Intelligence, World Bank

Table 3: Country-wise GDP (current USD)

Current GDP (USD Trillion)	2019	2020	2021	2022	2023	2024
World	88.48	85.91	98.14	102.25	106.74	110.98
The US	21.38	21.06	23.32	25.60	27.29	28.75
Euro area	13.59	13.27	14.92	14.49	15.85	16.49
Japan	5.12	5.05	5.04	4.26	4.21	4.03
The UK	2.88	2.72	3.19	3.18	3.42	3.69
China	14.56	15.00	18.20	18.32	18.27	18.74
India	2.84	2.67	3.17	3.35	3.64	3.91

Source: Crisil Intelligence, World Bank

Global GDP has rebounded post-pandemic. Real GDP at constant 2015 USD rose from USD 85.28 trillion (2019) to USD 96.49 trillion (2024), while current GDP increased faster from USD 88.48 trillion to USD 110.98 trillion, highlighting the impact of inflation and currency movements. The US continued steady real growth (USD 20.06 trillion to USD 22.57 trillion) alongside stronger current-dollar expansion (USD 21.38 trillion to USD 28.75 trillion). China and India expanded meaningfully in real terms, India particularly, from USD 2.69 trillion to USD 3.48 trillion with current GDP also rising robustly. Japan is the key outlier: real GDP stayed flat around USD 4.61 trillion (2024), but current GDP fell from USD 5.12 trillion to USD 4.03 trillion, reflecting valuation effects. In short, constant GDP reflects volume-led growth, while current GDP captures both growth and price/currency changes, so the two measures can diverge sharply across countries.

Major economies outlook

Global economic growth remains moderate, with major economies exhibiting divergent trajectories. The United States continues to demonstrate relative resilience supported by consumption and services, while growth in the Euro area remains subdued due to structural constraints, energy transition costs and weak industrial activity. Japan's growth is expected to remain modest amid demographic challenges and subdued domestic demand, whereas the United Kingdom is projected to witness gradual recovery following inflationary pressures and tighter financial conditions.

China's growth is expected to moderate compared to historical levels, reflecting structural adjustments in the real estate sector and evolving policy priorities, although supported by manufacturing and exports. In contrast, India is expected to remain one of the fastest-growing major economies, driven by strong domestic demand, infrastructure investments and policy support.

Overall, growth across major economies is expected to remain stable but moderate over the medium term, with geopolitical developments, including tensions in West Asia, and evolving global financial conditions continuing to influence economic momentum.

The United States (US)

The country's GDP growth, which expanded to 2.90% in 2023 from 2.50% in 2022, would have been higher if not for high inflation and, consequently, the interest rate increases by the US Federal Reserve (Fed), which affected spending.

The 2024 growth forecast was revised up to 2.80%[4] because of strong consumption and non-residential investment, driven by rising real wages and wealth effects. However, growth is expected to expand 2.30% in 2026, with support from fiscal policy and impact of interest rate cuts in 2025.

Euro area

The euro area growth slowed to 0.40% in 2023 because of geopolitical uncertainty, tighter financial conditions and higher energy prices. Growth recovered to 0.90% in 2024 and 1.40% in 2025, driven by improved exports, rising real wages and easier monetary policy. In 2026, growth is expected to decline to 1.10% because of the rise in energy prices due to the West Asia conflict.

Japan

In 2023, Japan's economy grew at 0.70%, driven by pent-up demand, tourism and accommodative policies. However, growth is expected to drop to 0.70% in 2026 from 1.20% in 2025 due to increased energy prices and weaker external demand.

The United Kingdom (UK)

The United Kingdom (UK)'s growth slowed to 0.30% in 2023 because of tight monetary policy and high energy prices, but was supported by a 2022 fiscal package. Growth accelerated to 1.10% in 2024 and 1.30% in 2025, driven by falling inflation and interest rates, which stimulated domestic demand. Growth is projected to decline to 0.80% in 2026 due to the West Asia conflict and slower pace of monetary easing.

China

China's GDP grew at 8.60% in 2021, driven by pent-up demand and strong exports. Growth was steady at 5.00% in 2024 and 2025, supported by better-than-expected net exports. For 2026, growth is projected at 4.40% on lower US tariffs and stimulus measures offsetting impact of the West Asia conflict.

India

India has emerged as one of the fastest-growing major economies globally. After contracting by 5.80% in Fiscal 2021 due to the impact of the COVID-19 pandemic, the economy recovered strongly, recording growth of 9.70% in Fiscal 2022. The recovery was supported by domestic consumption, investment in infrastructure and continued expansion of the services sector.

Under the revised GDP series, India's real GDP grew by 7.21% in Fiscal 2024 and 7.10% in Fiscal 2025 and is estimated to have grown by 7.75% in Fiscal 2026. Growth is projected to moderate to approximately 6.50% in Fiscal 2027 and remain rangebound through Fiscal 2030. Favourable demographics, increasing urbanisation, expansion of manufacturing capacity and continued government investment in infrastructure are expected to support India's economic growth over the medium term.

Macroeconomic overview of India

GDP trend and composition by sector

India ranks as the world's sixth-largest economy by nominal GDP, with an estimated output of USD 4.15 trillion, behind the United States, China, Germany, Japan, and the United Kingdom. In purchasing power parity terms, India ranks third globally, with an economy of approximately USD 18.90 trillion based on International Monetary Fund (IMF) projections, underscoring its substantial domestic economic scale.

Real GDP trend

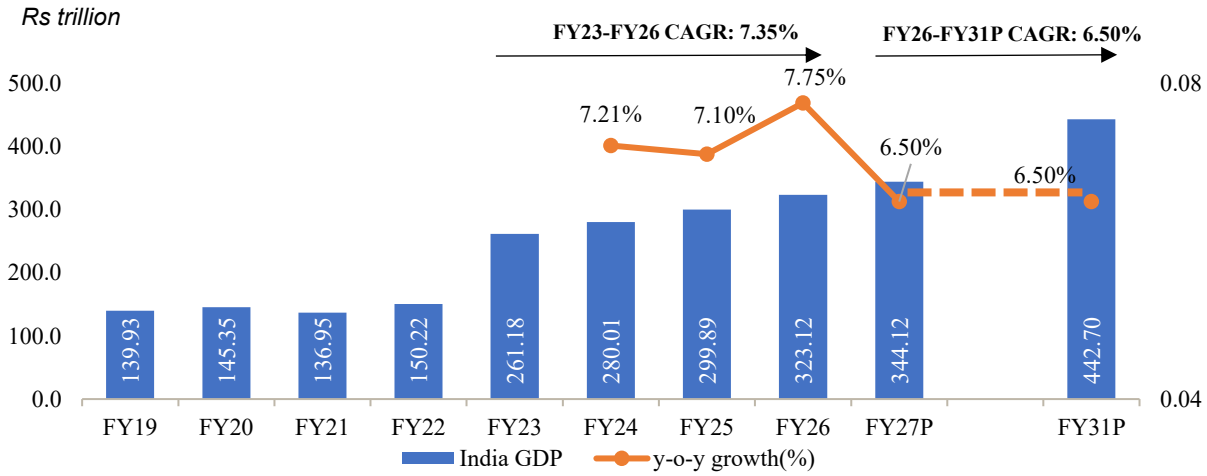
India's real GDP expanded at a CAGR of 7.35% between Fiscal 2023 and Fiscal 2026, increasing from Rs 261.18 trillion to Rs 323.12 trillion at constant Fiscal 2023 prices. Real GDP grew by 7.21% in Fiscal 2024, 7.10% in

[4] All forecasts are by the IMF, unless otherwise stated

Fiscal 2025 and 7.75% in Fiscal 2026.[5] The data is based on a revision in the GDP base year from fiscal 2012 to fiscal 2023, as effected by the Ministry of Statistics and Programme Implementation in 2026.

India's nominal GDP reached Rs 318.07 trillion in Fiscal 2025. During the same year, the construction sector generated nominal Gross Value Added of Rs 24.49 trillion and accounted for 8.48% of India's nominal Gross Value Added, reflecting its significant contribution to the domestic economy.

Figure 1: India's real GDP trend



P – projected; FY - fiscal year
Note: A new national accounts series was released with 2022-23 as the base year, superseding the 2011-12 series, with figures available for fiscal 2023 onwards; values for fiscals 2019 to 2022 are as per base year 2011-12 at constant prices
Source: National Statistical Office (NSO), Crisil Intelligence

India's real GDP is estimated to have increased 7.75% on year in fiscal 2026 vs 7.10% in the previous fiscal. However, major contributors to GDP, such as trade and hotels, and financial services and real estate, are estimated to have recorded slower growth. Further, India's real GDP is projected to grow at a 6.50% CAGR over fiscal 2026-2031P, supported by resilient domestic demand and continued investment momentum. Key drivers include rising private consumption, sustained government capex, increasing private investment, manufacturing expansion and strong services growth, underpinned by favourable demographics and ongoing structural reforms.

On the demand front, investment (gross fixed capital formation) is estimated to have grown at 7.08% on-year in fiscal 2026 (vs 6.41% in fiscal 2025). Private consumption is likely to have increased, with private consumption expenditure estimated to have grown 7.67% in fiscal 2026 vs 5.79% in the previous fiscal. And government consumption expenditure is estimated to have grown 6.57% on-year vs 6.46% in fiscal 2025.

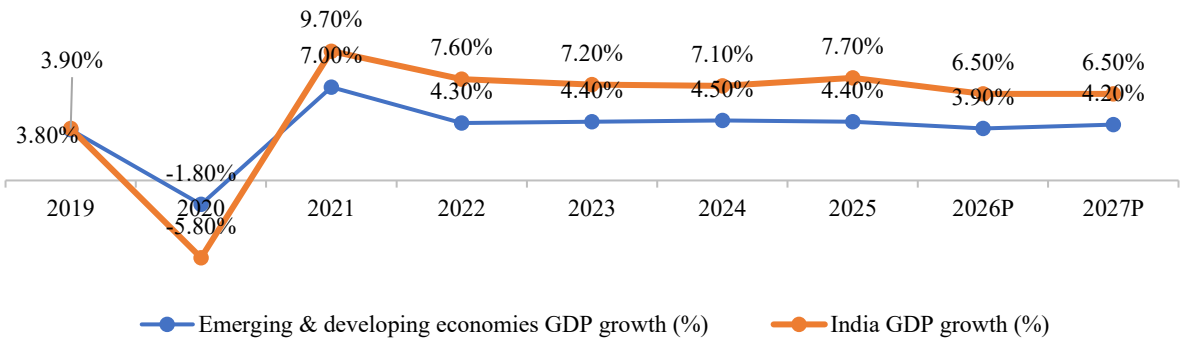
Table 4: Yearly demand-side real GDP growth

Particulars	FY19	FY20	FY21	FY22	FY23	FY24	FY25	FY26PE
Private consumption	7.09%	5.17%	-5.29%	11.68%	7.47%	5.78%	5.79%	7.67%
Government consumption	6.70%	3.95%	-0.77%	0.02%	4.30%	0.58%	6.46%	6.57%
Gross fixed capital formation	11.20%	1.15%	-7.10%	17.52%	8.45%	7.25%	6.41%	7.08%
Exports	11.93%	-3.38%	-6.96%	29.60%	10.32%	0.71%	6.56%	6.46%
Imports	8.82%	-0.84%	-12.62%	22.09%	8.92%	-1.03%	5.31%	6.40%

PE – provisional estimates; FY – fiscal year
Note: FY19-23 values are as per base year 2011-12 at constant prices and FY24-26 values are as per revised base year 2022-23 at constant prices
Source: Crisil Intelligence, NSO

Figure 2: India's GDP growth vs GDP growth of developed and emerging economies

[5] Statistics from second advance estimates of gross domestic product 2024-25



Source: NSO, Crisil Intelligence

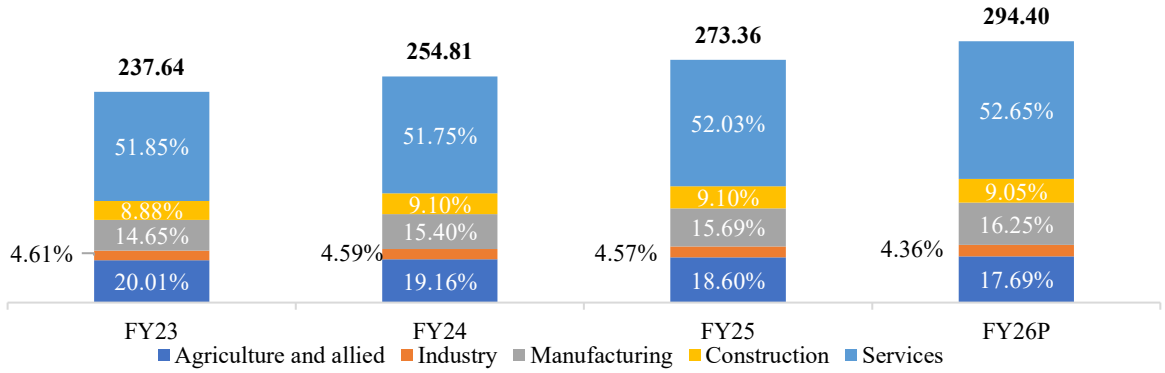
India remains a clear growth outperformer versus both advanced economies and the broader emerging-market cohort. While India's GDP contracted more sharply in 2020 at -5.80%, compared with -3.90% for advanced economies and -1.80% for emerging & developing economies, the rebound was significantly stronger, with growth of 9.70% in 2021 and sustained momentum above 7.00% during 2022-2025.

Over 2019-2024, India's average real GDP growth was around 4.95%, well ahead of 1.78% for advanced economies, 3.70% for emerging & developing economies, and 2.92% for the world. Post-pandemic, India has maintained a sizeable growth premium, supported by resilient domestic demand, investment activity, and stronger macroeconomic fundamentals.

Looking ahead, India is projected to grow 7.70% in 2025 and stabilize at 6.50% from 2026 onwards, compared with 1.50%-1.90% for advanced economies and 3.90%-4.40% for emerging & developing economies. This implies India's projected growth premium of around 4.70% over advanced economies and 2.50% over emerging & developing economies over 2026-2031.

Overall, India's growth trajectory remains structurally stronger than developed markets and meaningfully ahead of the broader emerging-market average, reinforcing its position as one of the fastest-growing major economies globally.

Figure 3: Split of gross value added (GVA) by type of economic activity (%, Rs trillion)



Notes:
1) Industry includes mining and quarrying, electricity, gas, water supply and other utilities
2) Services relate to trade, hotels, transport, communication, broadcasting, finance, real estate, public administration, defence and professional and others
Source: Crisil Intelligence, National Statistical Office (NSO)

India's gross value added (GVA), has demonstrated steady expansion in recent years, supported by broad-based sectoral growth. Total GVA increased from approximately Rs 237.64 trillion in fiscal 2023 to Rs 294.40 trillion in fiscal 2026 (projected), reflecting sustained economic growth momentum following the post pandemic recovery phase. Growth has been driven by continued strength in services, alongside improving contributions from manufacturing and construction.

Within overall GVA, the services sector remained the dominant contributor, accounting for 51.85% in fiscal 2023, increasing to 52.65% in fiscal 2026, indicating a gradual rise in its share. The manufacturing sector's share

improved from 14.65% to 16.25% over the same period, supported by industrial recovery and policy-led manufacturing push, while agriculture and allied activities moderated from 20.01% to 17.69%, reflecting structural shifts in the economy. The construction sector remained stable at around 8.88–9.10%, supported by infrastructure and real estate activity.

On the supply side, growth in fiscals 2024 to 2026 has been supported by strong performance in services, manufacturing and construction, driven by continued investments, urban demand and government infrastructure spending. The data reflects a structural transition toward a more services-led economy, with increasing industrial contribution, while agriculture's relative share continues to moderate in line with long-term economic trends.

Table 5: Yearly GVA by economic activity (in Rs Trillion)

At basic prices	FY23	FY24	FY25	FY26P
Agriculture and allied	47.56	48.82	50.86	52.09
Industry*	10.96	11.71	12.50	12.84
Manufacturing	34.82	39.25	42.89	47.84
Construction	21.09	23.18	24.87	26.64
Services^	123.20	131.86	142.24	155.00

P – projected
** Includes mining and quarrying, electricity, gas, water supply and other utilities*
^ Relates to trade, hotels, transport, communication, broadcasting, finance, real estate, public administration, defence, and professional and others
Source: Crisil Intelligence, National Statistical Office (NSO)

Table 6: Yearly growth rate of supply-side GVA by economic activity

At basic prices	FY24	FY25	FY26P
Agriculture and allied	2.64%	4.18%	2.42%
Industry*	6.83%	6.78%	2.71%
Manufacturing	12.71%	9.29%	11.53%
Construction	9.92%	7.30%	7.12%
Services^	7.02%	7.87%	8.97%

P – projected
** Includes mining and quarrying, electricity, gas, water supply and other utilities*
^ Relates to trade, hotels, transport, communication, broadcasting, finance, real estate, public administration, defence, and professional and others
Source: Crisil Intelligence, National Statistical Office (NSO)

Year-wise growth trends across sectors indicate a mixed but resilient supply-side performance over fiscals 2024 to 2026. Manufacturing and services emerged as the primary growth drivers, with manufacturing recording strong expansion of 12.71% in fiscal 2024, moderating to 9.29% in fiscal 2025, and rebounding to 11.53% in fiscal 2026 (projected), reflecting improving industrial activity and demand conditions. The services sector maintained a steady upward trajectory, growing from 7.02% in fiscal 2024 to 7.87% in fiscal 2025 and further to 8.97% in fiscal 2026, supported by robust performance across trade, financial and other contact-intensive services.

In contrast, construction growth moderated from 9.92% in fiscal 2024 to 7.30% in fiscal 2025 and 7.08% in fiscal 2026, indicating some normalisation after strong post-pandemic expansion. Industry growth remained stable at 6.83% and 6.78% in fiscals 2024 and 2025, respectively, before slowing to 2.71% in fiscal 2026, suggesting emerging pressures in core industrial segments. Meanwhile, agriculture and allied activities showed relatively moderate and volatile growth, increasing from 2.64% in fiscal 2024 to 4.18% in fiscal 2025, before easing to 2.42% in fiscal 2026, reflecting dependence on monsoon conditions and base effects. Overall, the growth profile highlights increasing reliance on manufacturing and services, with variability in agriculture and industrial segments.

Table 7: State Domestic Product (SDP) Contribution- at current prices (in Rs billions)

State/UT	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
Andaman & Nicobar Islands	90.03	97.65	93.10	103.92	119.77	124.85	130.64	-
Andhra Pradesh	8,737.21	9,258.39	9,785.81	11,316.29	13,079.76	14,239.00	15,912.26	17,623.57
Arunachal Pradesh	253.35	300.24	305.25	327.05	357.12	376.36	442.61	495.06
Bihar	5,279.76	5,818.55	5,678.14	6,473.94	7,631.65	8,772.30	9,904.92	11,070.72
Chandigarh	401.39	434.21	394.11	460.50	559.63	624.47	680.73	-
Chhattisgarh	3,271.07	3,446.72	3,523.28	4,116.13	4,534.83	5,120.73	5,658.45	6,312.91
Delhi	7,383.89	7,929.11	7,442.77	8,706.27	10,000.23	11,136.46	12,128.51	-
Goa	718.53	750.32	741.58	812.26	851.14	978.39	1,170.79	-
Gujarat	14,921.56	16,171.43	16,161.06	19,209.27	21,889.01	24,527.36	27,035.18	29,844.49
Himachal Pradesh	1,483.83	1,591.64	1,519.05	1,706.54	1,915.68	2,093.85	2,305.87	-
Jammu & Kashmir-UT*	1,598.59	1,641.03	1,677.93	1,885.61	2,098.16	2,360.59	2,623.58	2,856.74
Jharkhand	3,056.95	3,103.05	2,966.64	3,761.27	4,143.08	4,656.38	5,162.55	-
Karnataka	14,793.91	16,158.27	16,408.11	19,920.29	23,260.71	25,935.67	29,060.63	32,810.65
Kerala	7,882.86	8,129.35	7,717.24	9,244.65	10,387.34	11,353.72	12,485.33	-
Madhya Pradesh	8,298.05	9,278.55	9,462.18	11,011.68	12,219.22	13,624.21	15,024.28	16,697.50
Maharashtra	25,288.54	26,568.06	26,106.51	31,438.21	36,654.12	41,183.75	46,221.38	51,005.97
Manipur	273.88	298.13	297.76	350.27	385.52	434.25	503.09	-
Meghalaya	321.76	347.70	337.76	402.22	468.34	532.23	596.26	-
Mizoram	219.12	249.90	239.23	266.95	301.84	332.77	383.43	-
Odisha	4,986.11	5,375.02	5,401.85	6,955.30	7,173.99	8,208.52	9,030.57	9,884.21
Puducherry	341.71	369.99	361.80	409.03	423.15	469.45	521.63	-
Punjab	5,125.10	5,370.31	5,408.53	6,277.17	6,803.33	7,576.27	8,259.32	-
Rajasthan	9,115.19	10,000.32	10,179.17	11,956.41	13,486.93	15,220.63	17,011.90	18,754.13
Sikkim	284.02	314.41	330.18	376.50	428.06	479.88	533.40	-
Tamil Nadu	16,302.09	17,431.44	17,880.74	20,724.96	23,724.69	26,889.63	31,185.90	35,290.52
Telangana	8,574.27	9,500.90	9,430.78	11,240.86	13,107.10	14,553.83	16,099.02	17,821.98
Tripura	498.23	541.51	535.04	623.02	706.33	782.34	871.70	-
Uttar Pradesh	16,217.26	17,451.31	16,829.43	20,280.30	22,957.67	26,669.50	30,246.21	-
Uttarakhand	2,303.27	2,392.63	2,256.17	2,549.66	2,925.99	3,149.73	3,479.81	3,818.89
West Bengal	11,020.54	11,791.27	11,418.02	13,400.30	15,103.35	16,501.15	18,123.72	19,908.96
Southern region (SDP)*	56,632.05	60,848.33	61,584.49	72,856.08	83,982.76	93,441.29	105,264.77	103,546.72

State/UT	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
Southern region SDP as a % of Total	31.63%	31.67%	32.26%	32.19%	32.59%	32.34%	32.61%	37.76%
Total of above SDP at current prices^	179,042.09	192,111.43	190,889.24	226,306.86	257,697.72	288,908.25	322,793.68	274,196.30

** Includes SDPs of Andhra Pradesh, Karnataka, Kerela, Puducherry, Tamil Nadu, Telangana*
^ Note: Base taken as 2011-12, as per data available on Directorate of Economics & Statistics of respective State/UT Governments, State-series data of Assam, Haryana, Nagaland and Ladakh is not available and thus the total is not an exact match of overall GDP at current prices, State-wise estimates for the year 2024-25 received from the respective States/UTs have been checked only by applying growth rates in line with the estimates of the year 2023-24 and has not been compared by NSO. The estimates for the year 2025-26 are Advance Estimates, the data for some states like Tripura, Uttar Pradesh, Sikkim etc. is not available.
Source: MoSPI, National Statistical Office (NSO), Crisil Intelligence

The Southern region's share of total State Domestic Product (SDP) remained broadly stable during the earlier years before increasing in the latest period. It ranged between 31.63% and 32.26% from fiscal 2018-19 to fiscal 2021-22, indicating that the region consistently contributed approximately one-third of aggregate SDP during this period. The share increased modestly to 32.59% in fiscal 2022-23, suggesting slightly faster growth in the Southern region relative to the other regions.

In fiscal 2023-24, the Southern region's share moderated to 32.34%, indicating a partial normalisation in its relative growth. It subsequently increased to 32.61% in fiscal 2024-25 and rose more significantly to 37.76% in fiscal 2025-26. This increase indicates a higher contribution from the Southern region to aggregate SDP and suggests that its economy expanded at a faster pace than the overall total during the latest period.

Table 8: State-wise Gross Value Added by Construction Segment at Current prices (In Rs Billions)

Year	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
Andhra Pradesh	600.79	565.49	625.54	845.64	1,001.17	1,100.95	1,214.12
Karnataka	820.47	832.43	811.85	1,080.71	1,259.40	1,376.20	1,485.12
Kerela	929.18	921.74	903.52	1,179.07	1,304.71	1,364.89	1,466.17
Tamil Nadu	1,661.15	1,728.37	1,861.52	2,315.15	2,563.08	2,971.47	3,486.29
Telangana	376.87	387.41	365.19	503.21	624.87	758.06	855.72
Puducherry	44.78	45.12	43.24	58.02	61.72	67.87	74.44
Total Of Southern Region	4,433.23	4,480.56	4,610.87	5,981.79	6,814.95	7,639.44	8,581.86
Southern Region % Share	32.79%	32.50%	33.92%	32.59%	31.39%	31.81%	32.67%
Overall Construction GVA	13,521.18	13,786.69	13,595.11	18,356.74	21,714.01	24,016.18	26,270.09

Source: MoSPI, Niti Aayog, National Statistical Office (NSO), Crisil Intelligence

The Southern region's contribution to total construction GVA remained in the range of 31.39%- 33.92% range during fiscal 2019-2025, reinforcing its position as one of India's principal construction markets and a major contributor to national construction output. This reflects the region's relatively diversified economic base, high urbanisation, sustained residential and commercial development, industrial and infrastructure investments, and the presence of major metropolitan centres, ports and manufacturing corridors. These structural characteristics support recurring construction, refurbishment and maintenance activity across residential, commercial, institutional, industrial and infrastructure assets, creating a broad and relatively resilient demand base for construction-related products and services, including paints and coatings.

The Southern region accounted for 32.79% of total Construction GVA in fiscal 2018-19, before moderating slightly to 32.50% in fiscal 2019-20. Its share increased to 33.92% in fiscal 2020-21, indicating that construction activity in the region marginally outpaced overall construction GVA growth during that period. The share subsequently declined to 32.59% in fiscal 2021-22 and 31.39% in fiscal 2022-23, suggesting that construction activity in other regions expanded relatively faster in fiscal 2022-23. From fiscal 2023-24, the Southern region's share improved to 31.81% and further increased to 32.67% in fiscal 2024-25, indicating a renewed alignment with overall construction GVA growth and continued importance of the region within India's construction ecosystem.

Key economic growth drivers

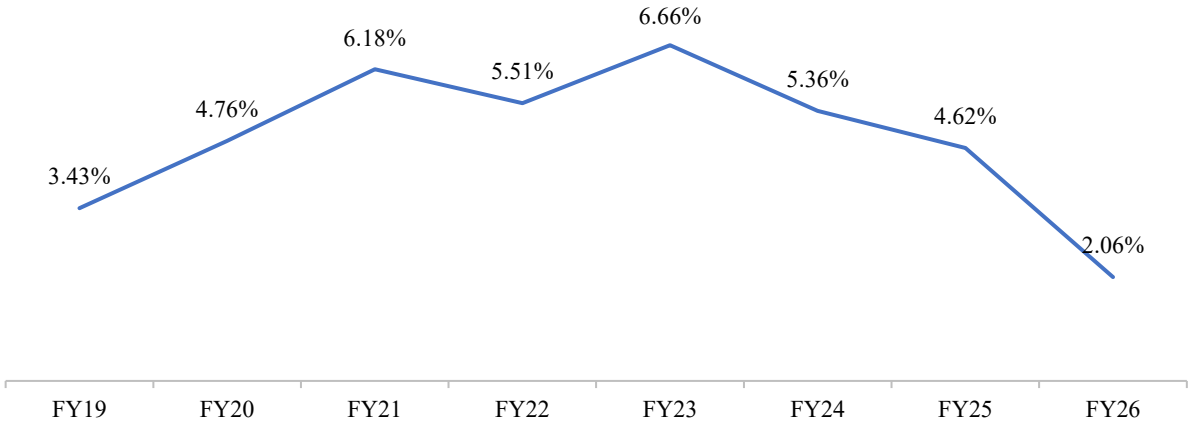
Strong domestic demand as well as consumption are expected to drive India's GDP growth, with urban consumption strengthening and rural demand remaining robust. Manufacturing and industrial growth are also expected to be key drivers, with a projected 9.00% annual growth rate from fiscal 2025-2031, driven by the government's Production Linked Incentive (PLI) scheme and the Make in India initiative.

Infrastructure investment and capex are expected to support growth as well, with the government allocating a record Rs 12.22 trillion for capex in fiscal 2027, and large-scale public infrastructure projects driving economic activity and improving logistics, leading to increased economic growth.

Performance of key macroeconomic indicators
Consumer Price Index inflation trend

India's average Consumer Price Index (CPI) inflation rate trended ~4.97% between fiscals 2019 and 2022. However, in fiscal 2023, it increased to 6.66%, mainly due to surging food prices, before moderating slightly to an average of 5.36% in fiscal 2024 and further to 4.62% in fiscal 2025. In fiscal 2026, CPI inflation moderated sharply to 2.06% marking a significant decline from the previous year due to easing food prices and stable core inflation.

Figure 4: CPI inflation trend

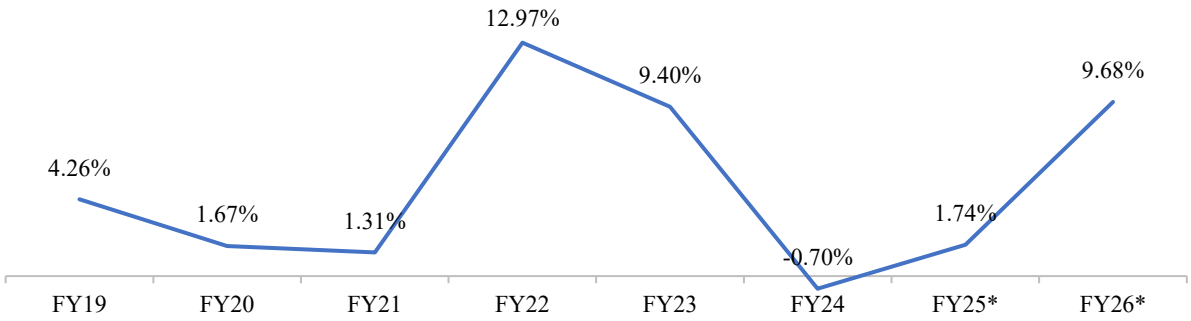


Source: NSO, Ministry of Industry and Commerce, Crisil Intelligence

Wholesale Price Index inflation trend

India's Wholesale Price Index (WPI) inflation remained subdued during fiscals 2020 and 2021, averaging 1.67% and 1.31%, respectively, amid weak demand conditions. Inflation surged sharply to 12.97% in fiscal 2022 and moderated to 9.40% in fiscal 2023, driven by elevated global commodity and energy prices. As supply-side pressures eased, WPI inflation declined significantly to -0.70% in fiscal 2024 before recovering modestly to 1.47% in fiscal 2025. In fiscal 2026 (latest, May 2026; new 2022-23 base), WPI inflation accelerated to 9.68%, primarily due to a sharp increase in fuel and power prices under the revised WPI series.

Figure 5: WPI inflation trend

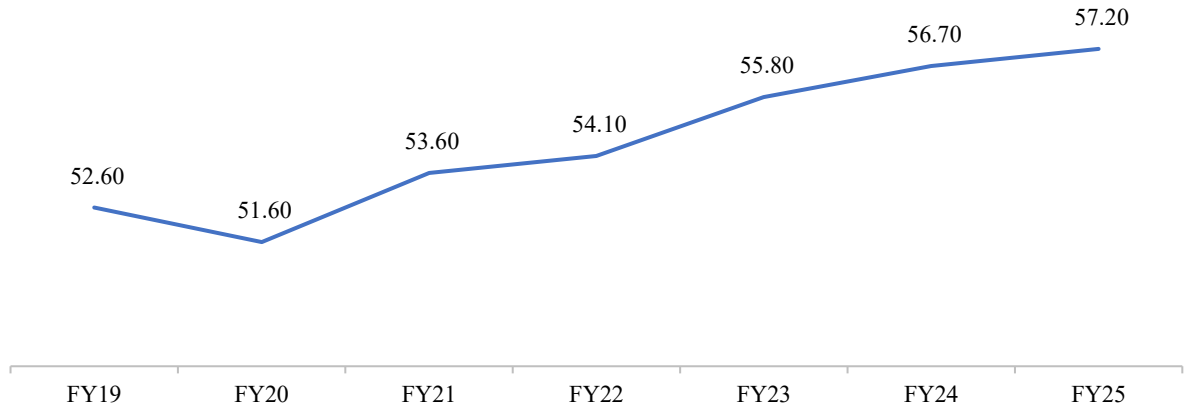


**FY26 (latest, May 2026, and FY25 as per new 2022-23 base)*
Source: Office of Economic Advisor, Crisil Intelligence

Purchasing Managers' Index (Manufacturing) trend

India's Manufacturing Purchasing Managers' Index (PMI) India's Manufacturing Purchasing Managers' Index (PMI) is a survey-based indicator that tracks changes in manufacturing activity based on factors such as output, new orders, employment, supplier deliveries and inventories, and is used to assess the pace and direction of economic activity in the manufacturing sector. The PMI remained above the neutral threshold of 50 throughout fiscals 2019 to 2025, indicating sustained expansion in manufacturing activity. The index moderated from 52.60 in fiscal 2019 to 51.60 in fiscal 2020 amid pandemic-related disruptions, before recovering to 53.60 in fiscal 2021. Manufacturing momentum strengthened further, with PMI rising to 54.10 in fiscal 2022, 55.80 in fiscal 2023, 56.70 in fiscal 2024 and 57.20 in fiscal 2025, supported by robust domestic demand, improving export orders, higher output and resilient business confidence.

Figure 6: PMI trend

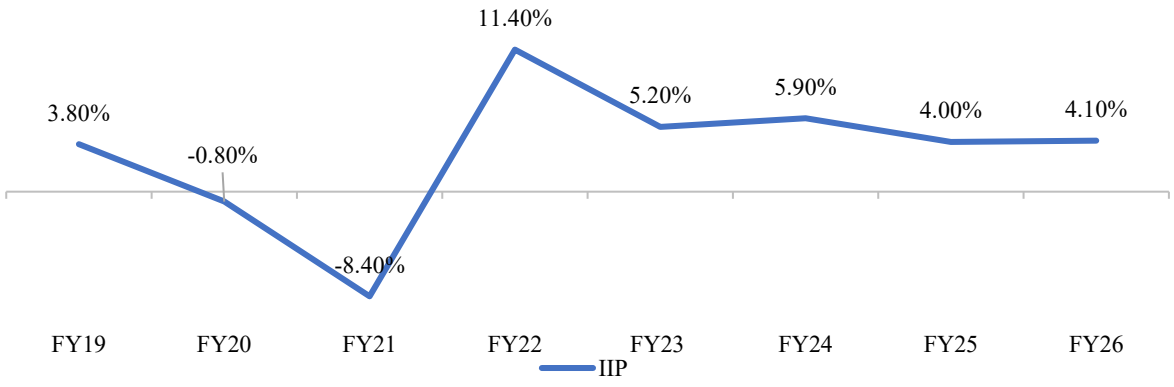


Source: S&P Global PMI Releases, Crisil Intelligence

Index of Industrial Production trend

India's Index of Industrial Production (IIP) averaged 3.24% between fiscals 2019 and 2023, rising sharply thereafter to 5.90% in fiscal 2024, led by a strong pick-up in the manufacturing of electrical equipment and basic metals, with an uptick in the consumer durables sector supporting the print. In fiscal 2025, however, IIP growth slowed to 4.00% primarily because of a slowdown in on-year growth in the manufacturing sector's GVA, and, thereafter, remaining stable at 4.10% in fiscal 2026.

Figure 7: IIP trend



Source: NSO, Ministry of Industry and Commerce, Crisil Intelligence

Per capita GNI and income growth trend

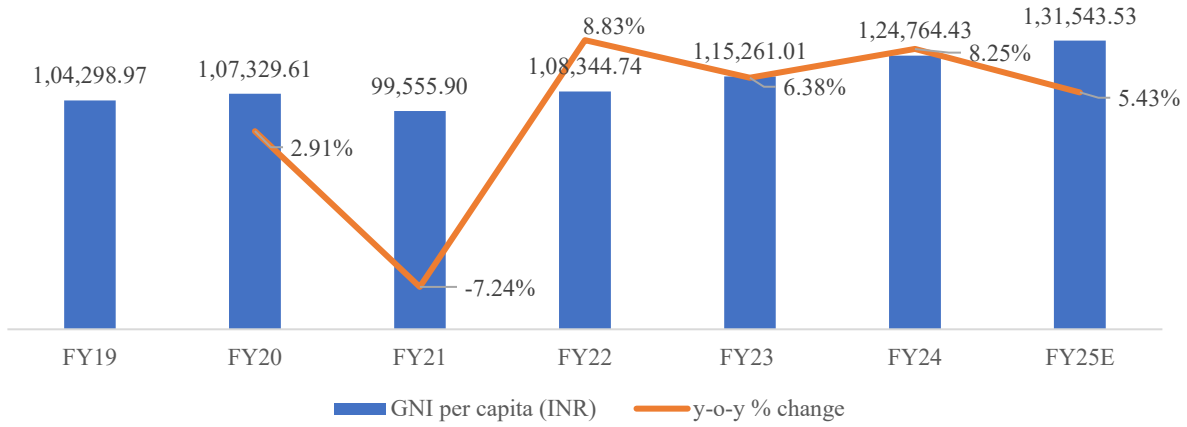
A country's gross national income (GNI) is derived at by adding overseas receipts to GDP and subtracting overseas payments in the form of wages, salaries and property income.

India's GNI per capita has shown a largely positive trend, except for a decline of 7.24% in fiscal 2021 due to a

contraction in the GDP. However, it rebounded in fiscal 2022, growing 8.83%, driven by recovery in demand, the labour market and consumer sentiment. The growth rate remained rangebound, increasing at 6.38% and 8.25% on year, in fiscals 2023 and 2024, respectively, reflecting economic stabilisation. Hence, from fiscal 2019-2025, India's GDP grew at 3.94% CAGR.

This steady growth trajectory underscores the country's economic resilience and potential for sustained development.

Figure 8: GNI per capita trajectory



E: Estimated
Note: Fiscal 2024 and 2025 values are as per second advance estimates of GDP 2024-25 by NSO
Source: NSO, Ministry of Industry and Commerce, Ministry of Statistics and Programme Implementation, Crisil Intelligence

Table 9: Indian Paints Product Industry Growth vs Real GDP Growth: Multiplier Analysis

Parameter	FY24	FY25	FY26
Average Growth (%) In Paint Products Industry (Market Value) *	14.50%	14.50%	11.50%^
India's Real GDP growth (%) (base 2022-2023)	7.21%	7.10%	7.75%
Multiplier (paint growth per % growth in Real GDP)	2.01	2.04	1.48

** Average growth percentages of Paints products industry by market Value*
^ Estimated
Source: National Statistical Office (NSO), Crisil Intelligence

The Indian paints industry continued to grow at a pace significantly higher than the country's real GDP during fiscals 2024-2026. The industry recorded market value growth of 14.50% in fiscals 2024 and 2025, before moderating to an estimated 11.50% in fiscal 2026. In comparison, India's real GDP expanded by 7.21% in fiscal 2024, 7.10% in fiscal 2025, and is estimated to grow by 7.75% in fiscal 2026. Consequently, the paints industry exhibited a GDP growth multiplier of approximately 2.01 times in fiscal 2024, 2.04 times in fiscal 2025, and 1.48 times in fiscal 2026, highlighting its structural outperformance over the broader economy despite an expected moderation in industry growth.

Overview of the domestic construction sector

India's construction sector, a key pillar of economic growth, is being driven by sustained government capex, urbanisation and industrial expansion, and rising residential demand. The sector comprises three key segments: infrastructure, building and construction (residential and commercial), and industrial construction, each contributing differently to overall capex and economic growth.

Table 10: Indian Paints Product Industry Growth vs Construction GVA Growth: Multiplier Analysis

Parameter	FY24	FY25	FY26
Average Growth (%) In Paint Products Industry (Market Value)*	14.50%	14.50%	11.50%^
India's Construction sector GVA growth (%) (base 2022-2023)	9.92%	7.30%	7.08%
Multiplier (paint growth per % growth in Construction GVA)	1.46	1.99	1.62

** Average growth percentages of Paints products industry by market Value*
^ Estimated
Source: National Statistical Office (NSO), Crisil Intelligence

The Indian paints industry and the construction sector remain structurally linked, as construction activity generates demand for paints and coatings across new buildings, infrastructure and other built assets. However, the paints industry has expanded at a faster pace than construction activity, indicating that construction is an important demand driver but not the sole determinant of industry growth. In fiscal 2024, the paints industry recorded market value growth of 14.50%, compared with construction GVA growth of 9.92%, resulting in a growth ratio of 1.46 times. In fiscal 2025, paints industry growth of 14.50% compared with construction GVA growth of 7.30% resulted in a growth ratio of 1.99 times. Although paints industry growth is estimated to moderate to 11.5% in fiscal 2026, alongside construction GVA growth of 7.08%, the ratio is expected to remain elevated at 1.62 times. These trends indicate that paint demand is influenced by construction activity while also benefiting from additional growth levers, including repainting and renovation cycles, urbanisation, premiumisation, increased adoption of specialised and high-performance coatings, and demand from industrial and maintenance applications. Consequently, the paints industry may continue to outpace construction growth even as both sectors remain directionally linked.

Construction capex in India posted strong growth of ~13.65% CAGR between fiscals 2022 and 2024 increasing from Rs 9.60 trillion in fiscal 2022 to Rs 12.40 trillion in fiscal 2024, supported by increased public investment. However, over fiscals 2025-2030, growth is expected to normalise to 6.00-8.00% CAGR, indicating a transition toward stable and sustainable expansion.

Table 11: Construction capex trend and segment-wise contribution

Segment	Share of construction capex	Key sub-sectors	Growth drivers
Infrastructure	65%-70%	Roads, railways, power, irrigation, ports, urban infra	Primary growth driver; supported by government capex
Building and construction	25%-30%	Residential, commercial, healthcare, education	Driven by housing demand and urbanisation
Industrial	5%-10%	Oil and gas, metals, cement, automobiles	Moderate growth linked to private capex

Source: Ministry of Industry and Commerce, Ministry of Statistics and Programme Implementation, Crisil Intelligence

Within the construction sector, infrastructure continues to dominate construction activity, contributing approximately two-thirds of total construction capex. Key sub-sectors include roads, railways, urban infrastructure, irrigation and power, which together account for the bulk of investments.

Infrastructure construction capex is expected to increase from ~Rs 8.50 trillion in fiscal 2025 to Rs 9.10 trillion in fiscal 2026, i.e. a CAGR of 7.10%, with a projected 6.00-8.00% CAGR over fiscals 2026-2030.

Table 12: Construction spends in Infrastructure segment (Rs. Billion)

Sub-Segments	FY 21 to FY 25	FY 26 P to FY 30 P
Roads	17,724	25,366
Power	2,114	3,999
Railways	5,044	6,745
Urban Infra	4,920	7,312
Irrigation	3,960	6,871
Others	1,290	2,330
Total	**35,052**	**52,622**

Source: Crisil Intelligence

Within infrastructure:

- Roads remain the largest segment, with capex increasing from an estimated Rs 4.20 trillion in fiscal 2025 to Rs 4.40 trillion in fiscal 2026
- Urban infrastructure (metros, water supply and smart cities) is one of the fastest-growing segments, posting a CAGR of ~26.00% between fiscals 2021 and 2025
- Irrigation and power sectors are expected to drive incremental growth, supported by government spending and renewable energy expansion

The funding patterns indicate that roads and power sectors are increasingly attracting private participation, whereas railways remain largely government-funded, and irrigation is predominantly state-funded.

The infrastructure segment is a major consumer of industrial and protective coatings, particularly in applications

such as bridges, highways, pipelines, railways, ports, and water systems, creating sustained demand for coatings solutions.

Residential and building construction segment

The building and construction segment, comprising residential, commercial, healthcare and education infrastructure, accounts for 25.00%-30.00% of construction capex.

Table 13: Segment wise share of Construction Capex

Segment	Share of construction capex (FY26)	Growth drivers
Residential	~85%-90%	Primary growth driver; government's focus on affordable housing, PMAY-U 2.0 under the "Housing for All"
Commercial & Retail, Healthcare, Education	~10%-15%	Driven by PM Ayushman Bharat Health Infrastructure Mission and Samagra Shiksha

Source: Ministry of Industry and Commerce, Ministry of Statistics and Programme Implementation, Crisil Intelligence

Residential construction remains the primary growth driver within this segment, supported by:

- Implementation of the government's affordable housing scheme, i.e. Pradhan Mantri Awas Yojana (PMAY)
- Rising urbanisation and nuclearisation of households
- Increasing income levels and housing affordability

Total building and construction investments are expected to grow from ~Rs 13.00 trillion in fiscals 2020–2024 to Rs 18.00–18.50 trillion during fiscal 2025–2029, representing a 1.4–1.45x rise.

As of December 2025, under PMAY (Urban), approximately:

- 12.22 million houses were sanctioned
- million houses were grounded
- million houses were completed

The segment's projected 5.00-7.00% CAGR over fiscals 2025–2029 will be supported by continued government incentives and steady real estate demand.

From a coating's perspective, the residential segment is the key driver of decorative paint demand, including interior and exterior wall coatings, waterproofing, and wood finishes, along with repainting demand over the lifecycle of buildings.

Industrial construction segment

Industrial construction accounts for a relatively smaller share (5%–10%) of overall construction capex but plays a critical role in supporting manufacturing growth. The segment includes investments across oil and gas, metals, cement, automobiles, petrochemicals, fertilisers, and textiles.

Industrial construction capex is expected to grow at a moderate 3%-4% on-year in fiscal 2026, to Rs 910–920 billion, reflecting a gradual recovery in private sector investment.

The oil and gas sector continues to account for the largest share of industrial capex, driven by investments in refining and marketing infrastructure, followed by sectors such as metals, automobiles and cement.

Growth in industrial construction is influenced by:

- Capacity expansion in core industries
- Government initiatives such as PLI schemes and industrial corridors
- Energy transition investments (renewables, green hydrogen)

This segment drives demand for high-performance industrial coatings, including corrosion-resistant, heat-resistant and chemical-resistant coatings, used in plants, refineries and heavy industrial equipment.

Key growth drivers of the construction sector

The Indian construction sector is expected to remain structurally strong, supported by:

- Sustained government capex on infrastructure: Ongoing public investment in roads, railways, metros, airports, ports and urban infrastructure keeps execution levels high. This supports continuous demand for

construction materials and finishing needs, including primers, waterproofing, and protective/anti-corrosion coatings.

- Rural development schemes driving housing and connectivity: Rural-focused spending on housing, roads, water supply and social infrastructure expands construction beyond metros. It creates volume demand for decorative paints, exterior finishes, and maintenance coatings, alongside road-marking and protective products for bridges/culverts.
- Urbanisation and real estate demand in Tier-II and Tier-III cities: Growth in migration and income in smaller cities is increasing housing, retail, and civic construction. This expands branded paint penetration and lifts consumption of mid-to-premium decorative paints, putty, emulsions and exteriors.
- Industrialisation and manufacturing growth: Policy-driven manufacturing expansion adds factories, warehouses, logistics parks and industrial estates. This increases demand for industrial protective coatings, epoxy/floor coatings, corrosion-resistant systems and high-durability finishes in harsh operating environments.
- Private sector participation in infrastructure: PPP and BOO models bring private capital and faster project delivery in sectors like roads, airports, ports and utilities. This sustains procurement cycles and also supports longer maintenance/rehabilitation demand over the asset life.
- Energy transition and infrastructure modernisation: Investments in renewables, EV/charging networks, grid upgrades and energy-efficient buildings modernise the built environment. These projects increase use of protective coatings for metal-heavy assets and drive demand for durable, performance-led coatings and waterproofing solutions.

Implications for the paint and coating industry

The growth in construction activity across infrastructure, residential, and industrial segments is expected to drive sustained demand for paint and coating in India

- Infrastructure segment drives demand for industrial and protective coatings
- Residential segment supports decorative paint and repainting cycles
- Industrial segment creates demand for specialised performance coating

Given the scale and diversity of construction activity, the paint industry benefits from both new construction demand and recurring maintenance demand, providing long-term growth visibility.

Indian real estate sector overview and outlook

India's real estate sector, particularly the residential segment comprising apartments, gated communities and integrated townships, has entered a structurally stable growth phase, supported by urbanisation, regulatory reforms (Real Estate (Regulation and Development) Act, 2016), improved access to formal housing finance, and sustained government policy support.

The sector has transitioned from a speculative, developer-led model to a more organised, demand-driven market, with increasing participation from institutional developers and consolidation among larger players.

Therefore, the sector, which is valued at ~$482 billion in FY25, is projected to grow to $4.80-5.80 trillion by 2047[6] Residential real estate will remain the dominant segment, accounting for a significant share of construction activity, particularly in urban and peri-urban regions.

Residential real estate dynamics

The residential segment continues to benefit from strong policy support through schemes such as Pradhan Mantri Awas Yojana – Urban (PMAY-U). As per the Ministry of Housing and Urban Affairs, over 12.2 million houses have been sanctioned under PMAY-U, with ~11.4 million grounded and ~9.6 million completed as of December 2025, indicating significant execution progress and pipeline visibility.

In addition, large-scale urban initiatives such as Smart Cities Mission (~Rs 480 billion outlay) are driving the development of integrated residential clusters, townships and urban infrastructure, particularly in tier-I and emerging tier-II cities.[7]

Also, India's urbanisation rate, currently estimated at ~35%, is expected to increase significantly, with projections of 600-800 million urban residents by 2047, creating sustained demand for multi-unit residential complexes and planned developments.[8]

[6] Real Estate, Invest India
[7] 10 Years of Smart Cities Mission, Ministry of Housing and Urban Affairs
[8] Gearing up for India's Rapid Urban Transformation, World Bank

Demand trends and market evolution

The residential real estate market has witnessed strong value growth, supported by rising incomes and preference for larger, amenity-driven housing formats. According to the Confederation of Real Estate Developers' Associations of India and Liases Foras, residential sales across major cities reached ~Rs 8.46 trillion in fiscal 2025, which is an on-year growth of ~16%, indicating strong demand momentum in the organised housing market.

A key structural trend has been premiumisation, with mid-to-high-end and luxury housing (Rs 10 million+) contributing over 50% of total sales value. This reflects a shift toward larger ticket-size homes, gated communities and integrated townships, particularly in metro and tier-I cities.

At the same time, affordable housing continues to be supported by government schemes, ensuring a broad-based demand profile across income segments, though growth is increasingly value-led rather than volume-led.

Linkage between real estate cycle and paint demand

The real estate sector, particularly residential construction, is a key end-use driver for the paints and coatings industry, especially the decorative paints segment. The paint products market was estimated at Rs 1.21-1.26 trillion in fiscal 2025, supported by a robust ~13.50-15.50% CAGR between FY20-FY25 driven by housing and infrastructure demand. Growth is expected to remain strong at 11.00-12.00% CAGR between fiscals 2025 and 2030, reaching Rs 2.08-2.17 trillion by 2030, led by steady decorative consumption, premiumisation, and increasing penetration beyond metros into Tier II, Tier III and beyond.

From a location perspective, consumption is historically concentrated in metro cities, but the incremental growth is increasingly shifting to non-metro markets. At present, Metro cities account for roughly 25-30% of decorative paint demand, while Tier I/Tier II markets contribute about 35-40%, and Tier III and beyond (including smaller towns and rural markets) contribute roughly 30-35%. As branded paints expand distribution and consumers upgrade from basic solutions to emulsions, exteriors, waterproofing and wall putty, penetration is rising fastest in Tier II, Tier III and beyond, which is expected to sustain the overall market's faster growth pace despite greater maturity in metro demand.

Segment-wise, residential continues to dominate paint consumption and remains the highest-growth end-use segment going forward. In fiscal 2025, Residential is estimated to contribute around 70-75% of decorative paint demand, with demand coming from both primary consumption (new housing) and secondary consumption (repainting and maintenance). Commercial real estate contributes about 10-15% and is supported by office, retail and hospitality refurbishment cycles, while institutional/public buildings contribute around 5-8% through schools, healthcare and civic infrastructure, and industrial/infrastructure coatings drive the larger industrial coatings pool.

A significant portion of this demand is derived from residential real estate, including new construction demand (primary demand) as well as repainting and maintenance demand (secondary demand).

- **New construction linkage (residential complexes):** Each new residential project, particularly multi-unit complexes and townships, generates substantial demand for paints and coatings across multiple applications:

    - Application area paint usages are:
    - Exterior facades weatherproof, texture coatings
    - Interior walls emulsions, primers, putty
    - Common areas durable, high-traffic coatings
    - Amenities clubhouse, parking, utilities coatings

    Government-led housing schemes such as PMAY-U and Smart Cities further amplify demand by adding large volumes of standardised housing units, each requiring coatings during construction and finishing stages. This results in front-loaded paint demand during project completion cycles, closely linked to real estate launches and deliveries.

- **Repainting cycle (structural demand buffer):** A key structural feature of the paint industry is the recurring repainting cycle, which provides resilience against cyclicality in real estate. Repainting cycles have shortened from 5-7 years (a decade ago, in fiscal 2015) to 3-4 years today (or lower in metros). Demand is driven by consumer behaviour (festivals, renovations, rental turnover) rather than purely construction activity. As a result:

    - Even during real estate slowdowns, paint demand remains relatively stable
    - Repainting provides a steady base demand, reducing dependence on new construction

For the paints and coatings industry

- Direct linkage: New residential construction drives primary demand
- Indirect linkage: Repainting cycles create recurring, resilient demand
- Urbanisation and housing quality upgrades increase per-unit paint consumption

Overall, the sector provides a long-term, diversified demand base for paints, supported by both new construction activities and lifecycle maintenance demand, providing visibility on structural growth.

Key government schemes focused on construction and infrastructure

The Indian government's infrastructure and construction schemes are creating direct and sustained demand for the paint and coatings industry. Large-scale investments in rural housing, roads, healthcare, schools, water infrastructure, domestic manufacturing and logistics are increasing the use of decorative paints, primers, wall putty, waterproofing systems, road-marking paints, anti-corrosion coatings, hygienic coatings, floor coatings and industrial protective finishes.

These schemes are especially important because they create both first-time demand during construction and recurring demand through repainting, maintenance and asset protection over the lifecycle of public infrastructure.

Table 14: Key Government Schemes

Scheme	Approved outlay or scale	Overview and implementation	Potential impact on paint products and application services
Pradhan Mantri Awaas Yojana-Gramin (PMAY-G)	The Government approved an outlay of ₹3,061.37 billion for Fiscal 2025 to Fiscal 2029 for the construction of an additional 20.0 million rural houses. As of July 24, 2025, cumulative targets covering 41.2 million houses had been allocated, 38.4 million houses had been sanctioned, and 28.1 million houses had been completed.	PMAY-G supports eligible rural households in constructing pucca houses with basic amenities. The additional houses approved for Fiscal 2025 to Fiscal 2029 are expected to increase the rural housing stock and extend housing construction activity across states and union territories.	For the paint industry, PMAY-G creates opportunities through the construction of new rural houses and the resulting expansion of the housing stock. New construction supports demand for interior and exterior paints, primers, wall putty, waterproofing and damp-proofing products. Over time, completed houses may also generate recurring demand through renovation, maintenance and repainting cycles. The geographic spread of the scheme may further support expansion of paint distribution and application services across rural and semi-urban markets.
Pradhan Mantri Gram Sadak Yojana (PMGSY)	Under PMGSY-IV, approximately 62,500 km of roads are proposed to connect 25,000 habitations with an approved outlay of ₹701.25 billion during 2024 to 2029. As of December 2025, approximately 825,114 km of rural roads had been sanctioned under PMGSY, of which approximately 787,520 km had been completed.	PMGSY supports the construction, upgradation and maintenance of all-weather rural roads. PMGSY-III focuses on routes connecting habitations with agricultural markets, secondary schools and hospitals, while PMGSY-IV is intended to connect additional eligible habitations by 2029. The programme also incorporates digital monitoring and a multi-tier quality-control framework.	For the paint and coatings industry, PMGSY creates opportunities both directly and indirectly. Road construction, bridges, culverts and periodic maintenance support demand for road-marking paints, signage coatings, weather-resistant paints and protective coatings for metal and concrete structures. Improved all-weather connectivity may also reduce distribution constraints and enable paint manufacturers, distributors and application-service providers to serve a wider base of rural and semi-urban customers.
Pradhan Mantri Ayushman Bharat Health Infrastructure Mission (PM-ABHIM)	The scheme had an approved outlay of ₹641.80 billion for Fiscal 2022 to Fiscal 2026. Its infrastructure components include 17,788 building-less sub-centres to be developed as Ayushman Arogya Mandirs, 11,024 urban health and wellness centres, 3,382 block public-	PM-ABHIM was introduced to strengthen public-health infrastructure and health-service delivery across primary, secondary and tertiary care. It supports the creation and upgradation of healthcare facilities, laboratories, public-health units and critical-care	For the paint and coatings industry, PM-ABHIM supports opportunities through the construction and upgradation of healthcare facilities and laboratories. Such facilities may require durable and washable wall finishes, low-VOC paints, moisture-resistant products, waterproofing systems, floor coatings and other surface treatments suitable for frequently cleaned environments.

Scheme	Approved outlay or scale	Overview and implementation	Potential impact on paint products and application services
	health units, 730 integrated public-health laboratories and 602 critical-care hospital blocks.	infrastructure, particularly in rural and underserved areas.	Construction and refurbishment activity may also support demand for organised application, supervision and maintenance services.
Samagra Shiksha	The revised scheme had an approved outlay of ₹2,942.83 billion, including a central share of ₹1,853.98 billion, for Fiscal 2022 to Fiscal 2026. The scheme covers approximately 1.16 million government and aided schools, more than 156 million students and approximately 5.7 million teachers.	Samagra Shiksha is an integrated school-education programme covering pre-school to Class XII. Its objectives include providing safe and conducive learning environments and supporting the strengthening and upgradation of school infrastructure. The approved period referred to in the available government material ended on March 31, 2026. Any continuation beyond that date should be updated after confirmation from the relevant government notification.	For the paint industry, expenditure on the construction, strengthening, repair and maintenance of classrooms, laboratories, toilets, hostels and other school facilities supports demand for interior and exterior paints, primers, wall putty, waterproofing products and washable and moisture-resistant finishes. The large stock of government and aided school buildings also creates recurring requirements for repainting and maintenance due to regular use and weather exposure.
Production Linked Incentive schemes under Atmanirbhar Bharat and Make in India initiatives	The PLI schemes have an aggregate approved incentive outlay of ₹1,970.00 billion across 14 sectors, including automobiles and auto components, electronics, pharmaceuticals, specialty steel, white goods, textiles, solar modules and advanced chemistry cells.	The PLI schemes provide incentives linked to incremental production and sales and are intended to promote domestic manufacturing, attract investment, achieve scale and strengthen industrial supply chains. As of mid-2025, approved participants had reportedly generated investment of approximately ₹1.76 trillion and aggregate sales exceeding ₹16.5 trillion.	For paint and coatings manufacturers, these initiatives create opportunities in two ways. First, they support expansion of domestic manufacturing and industrial supply chains, including the production of paints, coatings and related inputs such as resins, additives and pigments. Second, investments across automobiles, electronics, pharmaceuticals, specialty steel, white goods, textiles and other manufacturing sectors increase downstream requirements for industrial paints, primers, floor coatings, waterproofing systems and protective finishes. Development and expansion of manufacturing facilities may also support demand for Turnkey Paint Projects involving material supply, surface preparation, application, project supervision and quality control.
PM Gati Shakti National Master Plan	PM Gati Shakti is an integrated infrastructure-planning framework rather than a standalone expenditure scheme. As of October 2024, 208 major infrastructure projects with an aggregate value of ₹15,390 billion had been assessed under the framework. The platform had onboarded 44 central ministries and 36 states and union territories and integrated 1,614 data layers.	Launched in October 2021, PM Gati Shakti facilitates integrated planning and coordinated execution across roads, railways, ports, airports, waterways, mass transport, logistics infrastructure and economic zones. The platform brings together infrastructure information across government departments to identify connectivity gaps and improve project planning and implementation.	For the paint and coatings industry, PM Gati Shakti supports opportunities by facilitating coordinated development of transport, logistics and industrial infrastructure. Construction and maintenance of roads, bridges, ports, airports, logistics facilities, warehouses and related assets support demand for road-marking paints, waterproofing systems, floor coatings, weather-resistant paints and protective finishes. Increasingly large and coordinated infrastructure projects may also support demand for Turnkey Paint Projects requiring

Scheme	Approved outlay or scale	Overview and implementation	Potential impact on paint products and application services
			technical planning, material coordination, skilled workforce mobilisation, site supervision and project-level quality control.

Source: Ministry of Rural Development, Ministry of Health and Family Welfare, Ministry of Education, Ministry of Jal Shakti, Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Press Information Bureau releases, Crisil Intelligence

Budget 2026-2027 and its impact on the construction and infrastructure segment

The Union Budget 2026-27 continues to reinforce the Government of India's infrastructure-led growth strategy, with a capital expenditure outlay of Rs 12.22 trillion, accounting for 3.10% of GDP and marking an increase of 9.01% over the budgeted capital expenditure of Rs 11.21 trillion in Fiscal 2026. Continued public investment in roads, railways, housing, urban infrastructure, logistics and other capital assets is expected to support construction activity, thereby increasing demand for paints, waterproofing products, protective coatings and paint application services.[9]

The continued focus on infrastructure spending is expected to encourage private investments, improve logistics efficiency and accelerate development across urban and rural regions. Key thrust areas include roads, railways, housing, waterways and urban economic clusters, all of which are core demand drivers for construction inputs such as cement, steel, pipes, and paints and coatings. Additionally, initiatives such as the Infrastructure Risk Guarantee Fund are aimed at derisking private-sector participation during the construction phase, thereby improving project execution and capital flow into infrastructure assets.[10]

Rural infrastructure and housing push

The Union Budget 2026-2027 places significant emphasis on rural development, with allocation to the Ministry of Rural Development increasing to Rs 2.73 trillion, reflecting a sharp rise compared with historical levels.[11] Key schemes such as PMAY-G and PMGSY continue to receive strong budgetary support.

Allocation toward PMAY-G (rural housing) has increased to approximately Rs 549 billion in fiscal 2027 (budget estimates), reflecting the government's continued focus on rural housing. The scheme targets construction of 49.50 million houses, of which over 38.00 million have been sanctioned and ~29 million completed, indicating strong execution progress.

This sustained investment is expected to have a direct multiplier effect on demand for construction materials such as cement, steel and decorative paints, as rural housing continues to transition toward pucca structures with improved quality and finishing standards.

Similarly, the Rs 190 billion allocation for PMGSY supports the expansion of rural road networks and last-mile connectivity, including development under the Pradhan Mantri Janjati Adivasi Nyaya Maha Abhiyan (PM-JANMAN) scheme, with over 7,324 km of roads targeted. Improved connectivity enhances accessibility to rural areas, enabling distribution of construction materials and accelerating infrastructure development in Tier-II and Tier-III regions.

Additionally, renewed focus on the JJM, following earlier funding moderation, is expected to drive investments in water supply infrastructure, including pipelines, treatment plants and storage systems. This contributes to the demand for protective coatings, anti-corrosion solutions and maintenance paints used in water infrastructure.

Urbanisation and regional economic development

The union budget 2026-27 introduced a focus on City Economic Regions (CERs), with an allocation of Rs 50 billion per region over a five-year period, aimed at developing integrated urban clusters across India. These regions are expected to act as growth hubs, promoting industrialisation, urban infrastructure and real-estate development.

Additionally, investments in high-speed rail corridors (seven identified corridors), dedicated freight corridors and development of 20 national waterways are expected to enhance multimodal logistics infrastructure. These initiatives are likely to drive construction activity across urban transport systems, industrial corridors, ports and logistics parks.

Urban infrastructure expansion supports the demand for both decorative paints (residential and commercial real

[9] India's Union Budget FY 2026-2027: Key Highlights, Invest India
[10] Infrastructure Development in India, PIB
[11] Union Budget 2026-2027; Rural Transformation through Decentralization, PIB

estate) and industrial coatings (transport infrastructure, railways, ports and warehouses), creating diversified growth avenues for the paints and chemicals industry.

Sectoral implications for construction and paint industry

The continued increase in public capex and infrastructure investments under Union Budget 2026-2027 is expected to have a multiplier effect on the construction ecosystem, supporting both new project development and maintenance of existing infrastructure assets.

Key implications include:

- Sustained demand for decorative paints driven by rural housing (PMAY-G) and urban real-estate expansion
- Growth in industrial and protective coatings due to investments in roads, railways, waterways and public infrastructure
- Increased maintenance demand for infrastructure assets such as bridges, water systems and public buildings
- Improved supply-chain efficiency, reducing logistics costs for construction materials
- Stabilisation of raw-material supply, supported by policy initiatives such as development of chemical parks

Overall, the Union Budget reinforces a long-term structural growth outlook for infrastructure and construction-linked sectors, positioning them as key beneficiaries of government spending. This, in turn, creates a favourable demand environment for paints and coatings manufacturers, particularly those with exposure to decorative and industrial segments.

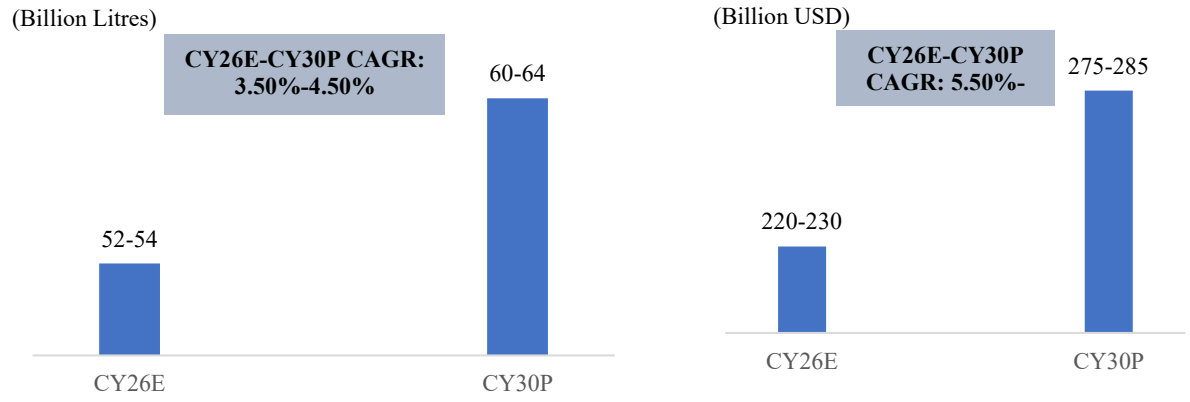
Overview of the Paint products market in India

Paint Industry: Introduction
Global paints and coating Industry

The global paints and coatings industry is a large and diversified market serving decorative architectural, OEM/industrial and special-purpose applications. The industry was estimated at approximately USD 202 billion in value terms and 48.90 billion litres in volume terms in CY 2024[12].

In CY2026 Global paints and coatings industry is estimated to have grown to approximately USD 220-230 billion in value terms and 52-54 billion litres in volume terms.

Figure 9: Global Paints & coatings industry Market size (Volume & Value-wise) (CY2026E) and outlook (CY2030P)



E-Estimated; P-projected
Source: Crisil Intelligence, Industry

The market is projected to reach approximately USD 275-285 billion by 2030, implying a ~5.50%-6.50% CAGR in value terms and ~3.50%-4.50% CAGR in volume terms over CY 2026-2030. Growth is expected to be supported by building and construction, infrastructure, industrial activity, energy and transportation investments, urbanisation, and increasing demand for sustainable and high-performance coatings. The higher growth rate in value terms relative to volume indicates an anticipated shift toward premiumisation, including greater adoption of higher-performance, specialty, sustainable, and technologically advanced coatings, alongside potential pricing

[12] World Coatings Council (WCC), American Coatings Association

and product-mix improvements.

India's paints and coating Industry

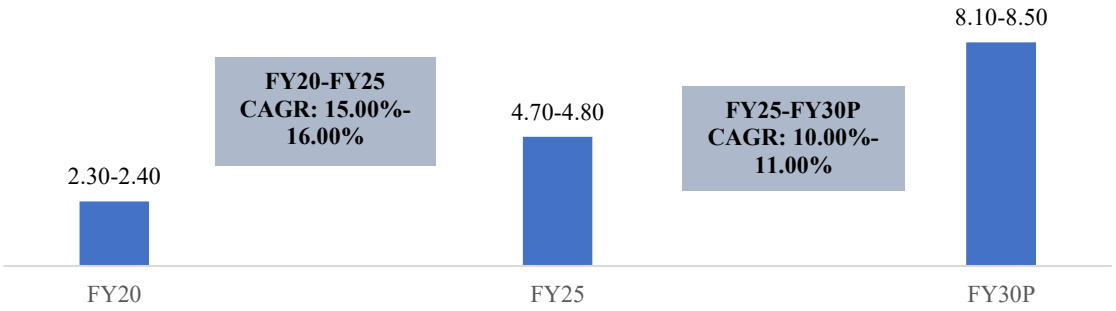
The Indian paint industry has matured into a structurally resilient, consumption-linked sector, with demand growth that has consistently outpaced broader economic growth due to its tight linkage with housing, construction, renovation, premiumization and rising discretionary spending.

The sector supports construction, infrastructure and manufacturing by providing coatings for protection, aesthetics and durability, aligning closely with India's urbanisation and industrial activity. India's real GDP grew at a 7.35% CAGR between fiscals 2023 and 2026, reaching Rs 323.12 trillion, reflecting a resilient macroeconomic backdrop. In comparison, the Indian paint market expanded at a much faster pace, growing at ~13.50%-15.50% CAGR between fiscals 2020 and 2025 from Rs 620-640 billion to Rs 1,210-1,260 billion, nearly double the pace of GDP growth. This outperformance was driven by strong housing and infrastructure demand, rising repainting frequency, premiumisation, higher disposable incomes, and increasing penetration in rural, tier 2 and tier 3 markets.

Going forward, the paint market is expected to continue outpacing broader economic growth and nearly double, with demand projected to rise at 11.00%-12.00% CAGR between fiscals 2025 and 2030 to reach Rs 2,080-2,170 billion by fiscal 2030, supported by continued residential and real estate completions, renovation-led demand, product mix upgrades and expanding organised distribution.

Figure 10: Market size (Volume-wise) review (FY20-25) and outlook (FY25-30P)

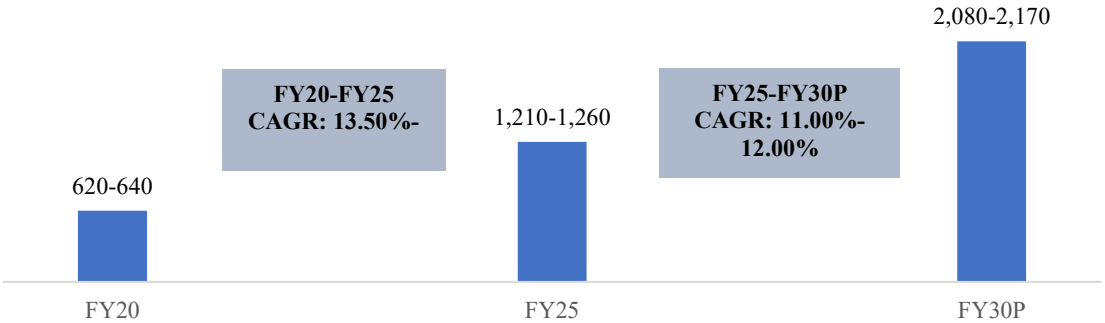
(Billion Litres)



P-projected
Source: Crisil Intelligence, industry

Figure 11: Market size (Value-wise) review (FY20-25) and outlook (FY25-30P)

(Rs. Billion)



P- projected
Source: Crisil Intelligence, industry

The Indian paint market demonstrated strong growth, expanding from Rs 620-640 billion in Fiscal 2020 to Rs 1,210-1,260 billion in Fiscal 2025, representing a CAGR of approximately 13.50%-15.50%. Growth in the paint market was primarily supported by sustained momentum in residential real estate and infrastructure activity, which increased demand for decorative and protective coatings. The market also benefited from shorter repainting cycles, particularly in urban and semi-urban areas, as consumers increasingly viewed painting as part of home improvement and aesthetic enhancement rather than solely as a maintenance activity. In addition, premiumisation, increasing consumer preference for branded products and deeper penetration across Tier 2 and Tier 3 markets contributed to the industry growing faster than the overall economy during this period. Going forward, the industry

is projected to expand at a CAGR of approximately 11.00-12.00% between Fiscal 2025 and Fiscal 2030 to reach Rs 2,080-2,170 billion, supported by sustained demand for decorative paints, continued residential and commercial construction and infrastructure activity, increasing repainting requirements and further formalisation of the market. While the growth prospects of the industry continue to attract new participants, established and organised players benefit from moderate-to-high entry barriers, including the need to develop extensive distribution networks, establish brand recognition, manage working capital-intensive operations and maintain manufacturing, formulation and technical capabilities across product segments.

Table 15: Per capita Paint Consumption

Indicator	FY25	Impact on Industry
Per capita consumption	3.50-4.50 kg in India vs 10.00-15.00 kg globally	Significant headroom for growth

Source: NSO, Ministry of Statistics and Programme Implementation (MoSPI), industry, Crisil Intelligence

India's per capita paint consumption is estimated at ~3.50-4.50 kg, significantly lower than the global average of ~10.00-15.00 kg, indicating substantial growth potential. Consumption has increased steadily over the past decade, supported by urbanisation and rural penetration, but remains lower than developed markets, providing long-term volume growth opportunities.

Paint Product taxonomy and classification

Paints and coatings are chemical formulations applied to surfaces primarily for protection, decoration and functional enhancement. They typically comprise pigments (for colour and opacity), binders/resins (for adhesion and film formation), solvents (for application viscosity) and additives (such as anti-fungal, anti-corrosive, or ultraviolet UV resistance for performance enhancement). The industry serves a wide range of end-use sectors, including construction, automotive, industrial manufacturing, infrastructure and consumer durables.

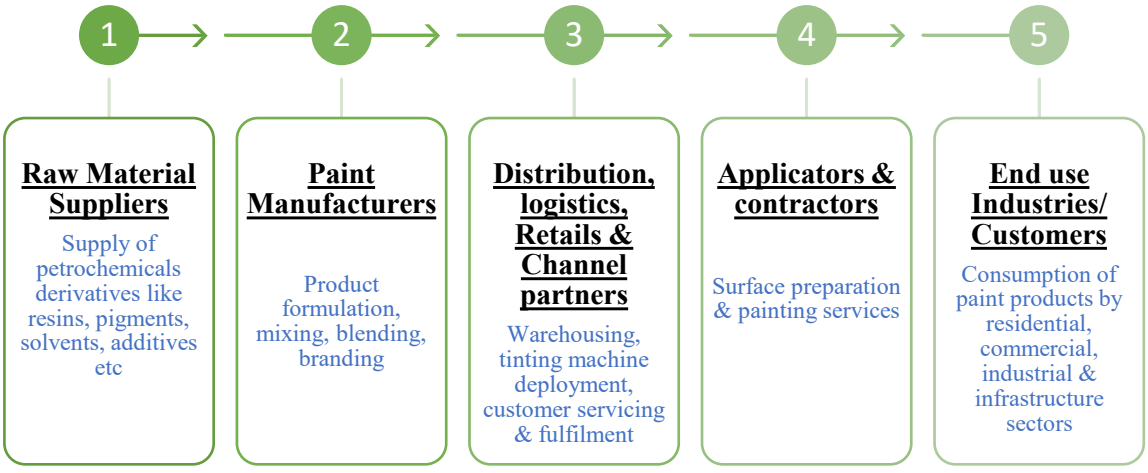
Classification by application

From usage perspective, paints can also be classified into:

- Interior walls, ceilings, interiors of buildings
- Exterior building facades, infrastructure surfaces
- Protective industrial and infrastructure assets
- Functional waterproofing, insulation, fire protection

Paint Industry Value Chain

Figure 12: Flow of Paint Industry Value Chain



Source: Industry, Crisil Intelligence

Paint Industry Value Chain:

1. Raw material suppliers: Supply pigments, binders/resins, solvents (where applicable), additives, extenders and packaging inputs. Raw material sourcing and cost volatility directly impact paint pricing, gross margins and the ability to fund product innovation.

2. Paint manufacturers (formulation + production): Convert inputs into finished coatings across categories (e.g., decorative emulsions/primers, industrial/wood coatings, etc.). Manufacturers manage R&D, quality control, tinting compatibility (for colour-based SKUs), capacity planning and brand/product portfolios (including premium lines).

3. Distribution, logistics, retailing: Move finished paints from plants to depots and to dealers/retailers across geography. This stage ensures availability (including smaller pack sizes), replenishment reliability, channel margin economics, and operational support such as warehousing, primary-secondary logistics, and tinting/ordering infrastructure.

4. Paint application and contracting: Involve contractors, painters and applicators who advise on product selection, perform surface preparation, handle application technique and ensure final appearance/performance. This link is critical because "right product + right prep + right application" largely determines customer satisfaction and subsequent repainting propensity.

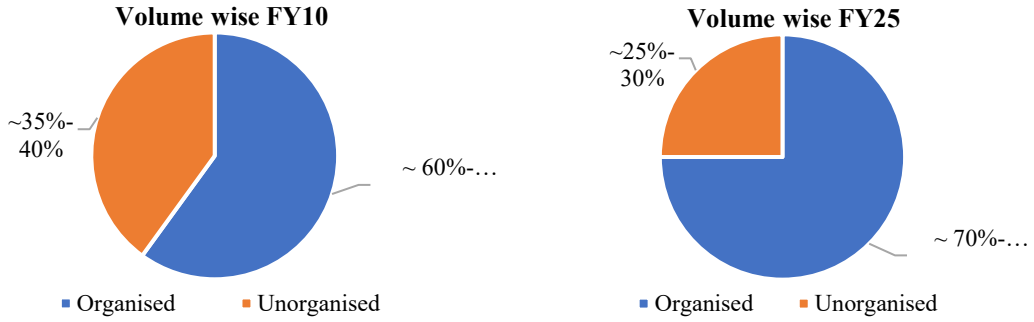
5. Consumption (end use demand): Demand comes from residential, commercial, infrastructure and industrial activities. Growth is typically driven by construction cycles, renovation/repainting frequency, industrial output and infrastructure spend, and by consumer preference for durability, washability, aesthetics and premium finishes.

The industry in India is characterised by a shift toward organised players, driven by branding, distribution strength, product innovation and compliance requirements. The painter/partner network and local retail outlets play a critical role in shaping customer decisions. Customers tend to rely on neighbourhood partners and painters who understand regional preferences, speak the local language, and have established trust within the community. As a result, product recommendations at the dealer level often outweigh brand advertising. This makes dealer-driven marketing essential, where companies focus on strong trade relationships, localized promotions, and in-store visibility to influence purchase decisions at the point of sale.

Industry structure – organised vs unorganised segment

Organised players dominate the Indian paint industry, reflecting broader economic formalisation trends, regulatory changes and increasing consumer preference for branded products. The industry has witnessed a structural shift over the past decade, with the organised segment gaining significant market share due to advantages in brand equity, distribution reach, product innovation and compliance capabilities including the ability to manage environmental consents, pollution-control requirements, hazardous-waste handling, and product-quality documentation at scale. This is becoming increasingly important as regulatory oversight tightens and customers show greater preference for low-VOC, safer, and standards-compliant products.

Figure 13: Share of organised segment in the paint industry (Volume wise, FY10 and FY25)



Source: Industry, Crisil Intelligence

As of fiscal 2025, the organised segment accounted for approximately ~70%-75% of the overall domestic paint market and the unorganised segment constituted ~25%-30%. This represents a significant shift from historical trend. In fiscal 2010, the unorganised segment accounted for 35%-40% of the market in the early 2010s, a reflection of the ongoing formalisation of the industry. The migration from unorganised to organised players indicates a structural transformation of the paint industry, where scale, innovation, and supply chain efficiency are becoming key competitive differentiators. This transition has materially strengthened the industry structure,

as organised players are better placed to invest in brand building, product innovation, dealer relationships, tinting infrastructure and supply-chain efficiencies. As a result, the paint industry is increasingly moving towards a more consolidated and brand-led growth model, where scale, distribution reach, technical capabilities and pricing discipline are likely to remain key competitive advantages. Over the medium term, formalisation is expected to support better demand visibility, improved product mix, higher premiumisation and more resilient profitability for established players, even as entry barriers remain moderate to high for new entrants.

1. Organised segment:

The organised segment comprises large, established players with strong pan-India presence and includes companies such as Technopaints and Chemicals Limited, Asian Paints, Berger Paints, Birla Opus, Kansai Nerolac, JSW Dulux Limited (formerly Akzo Nobel India Limited) and Indigo Paints. These players collectively account for a significant share of the market, with the top 4-5 players enjoying ~90% of total organised industry revenue. The organised paint segment is led by established players with varying degrees of geographic reach and market depth. Asian Paints and Berger Paints have a strong pan-India presence, supported by extensive dealer networks, supply-chain scale and high brand recall across urban, semi-urban and rural markets.

Key characteristics of the organised segment include:

- Extensive distribution networks is one of the key competitive differentiators, including urban and rural dealer penetration ensures wide product availability and strong reach across markets, allowing companies to be present where demand arises. This also strengthens relationships with dealers, who play a key role in influencing purchase decisions.
- Brand equity is one of the key competitive differentiators in the paint industry, where product performance and longevity are important considerations in purchase decisions. Strong brand recognition contributes to consumer trust, repeat demand and customer loyalty and may enable organised players to command price premiums, particularly in premium and value-added product categories.
- Advanced product offerings, including premium emulsions, waterproofing and specialty coatings allows companies to cater to different use cases and budgets, while also tapping into higher-margin segments such as waterproofing and protective solutions that go beyond basic decorative painting.
- Investment in manufacturing capacity and technology, including automated plants and tinting systems supports consistent product quality and the ability to scale efficiently. Tinting machines at dealer outlets also make it easier to offer a wide range of shades without holding large inventories.
- Compliance with environmental and regulatory standards, including volatile organic compound (VOC) norms and safety requirements enables participation in institutional and government projects where adherence to standards is mandatory, while also reducing regulatory risk and aligning with increasing customer awareness around safer, low-emission products

The increasing dominance of the organised segment is driven by multiple structural factors, such as implementation of goods and services tax, which has reduced tax arbitrage and improved transparency; regulatory compliance requirements, including environmental and quality standards; rising consumer preference for branded and higher-quality products; technological advancements, such as tinting machines, enabling product customisation; and growth in housing and infrastructure, where quality and reliability are critical.

Organised players are increasingly expanding into tier 2 and 3 markets, strengthening their presence in regions traditionally dominated by unorganised players. This shift is expected to steadily increase the share of organised players, supported by rising brand awareness, preference for quality products, deeper dealer networks and greater availability of tinting and service infrastructure. The formalisation trend is likely to provide further impetus to players already present in these markets, while also encouraging national and regional players to expand into tier 2 and 3 locations to capture incremental demand.

Unorganised segment:

The unorganised segment comprises many small and regional manufacturers, typically operating at a local or district level. The segment is highly fragmented, with an estimated 2,000–3,000 small-scale players, primarily focused on low-cost decorative paints.

Key characteristics include:

- Price-driven offerings, targeting cost-sensitive customers
- Limited product range, primarily economy emulsions and distempers

- Strong presence in rural and semi-urban markets
- Higher dealer margins to drive distribution
- Limited branding and technological capabilities

While the segment continues to cater to a specific price-sensitive customer base, it faces increasing pressure from organised players due to increasing affordability and expanding distribution reach of branded products.

Emerging trends and outlook

The Indian paint industry is expected to witness continued formalisation over the medium term, with the organised segment projected to further increase its market share.

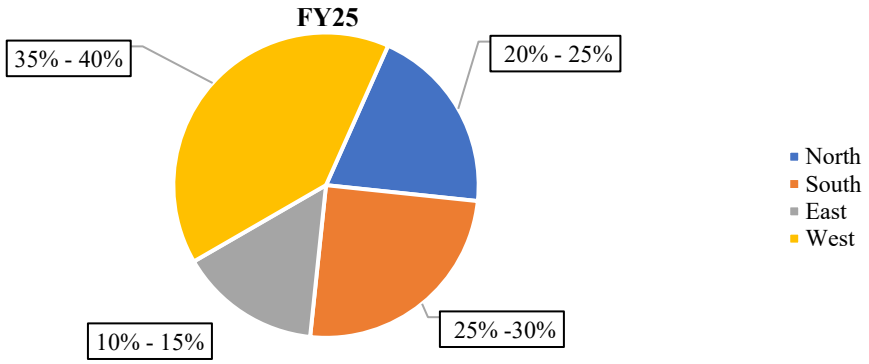
- Organised share is expected to reach ~85%–90% by fiscal 2030, driven by continued consolidation and competitive pressures
- The entry of new large players (e.g., Grasim Industries, JSW Group) is expected to intensify competition, particularly in the mid and premium segments
- Increasing focus on premiumisation, sustainability and product differentiation including value added products will further strengthen the position of organised players

Overall, the domestic paint industry is transitioning toward a more organised, competitive and innovation-driven structure, with the organised segment continuing to gain share at the expense of unorganised players. This structural shift is expected to support improved product quality, stronger distribution efficiency and sustained industry growth, while also enhancing the resilience and scalability of leading paint manufacturers. At the same time, newer entrants are moving beyond initial disruption and steadily consolidating their positions through large-scale capacity creation, rapid dealer and distribution expansion, and strategic acquisitions.

Demand segmentation by region

The demand for paints and coatings in India exhibits distinct regional variations, driven by differences in urbanisation levels, construction activity, industrialisation and income profiles. The western and southern regions dominate overall paint consumption, supported by higher concentration of urban centres, real estate development and industrial clusters, while the northern and eastern regions are emerging as incremental growth markets.

Figure 14:Demand mix by region



Source: Industry, Crisil Intelligence
Note: The regional buckets are indicative market groupings. West includes Maharashtra and Gujarat; South includes Andhra Pradesh, Karnataka, Kerala, Tamil Nadu, Telangana and Puducherry; East includes Bihar, Jharkhand, Odisha and West Bengal; while North is used in a broader market sense to include Delhi NCR and adjoining northern/central states such as Haryana, Punjab, Rajasthan, Uttar Pradesh and Uttarakhand

The western region, comprising Maharashtra and Gujarat, accounts for the largest share of paint demand at 35%-40%, driven by strong presence of urban real estate markets (Mumbai, Pune, etc.) and industrial clusters (chemicals, petrochemicals and automotive hubs in Gujarat). The region benefits from high infrastructure activity, port-led industrialisation and strong OEM demand, making it a key market for both decorative and industrial coatings.

The southern region, contributing 25%-30% of demand, is supported by a mix of urban consumption and manufacturing activity, particularly in cities such as Bengaluru, Hyderabad and Chennai. The region has seen strong growth in IT-led urbanisation, automobile manufacturing and housing demand, along with higher adoption of premium and water-based paints, making it one of the fastest-evolving markets in terms of product mix and technology adoption.

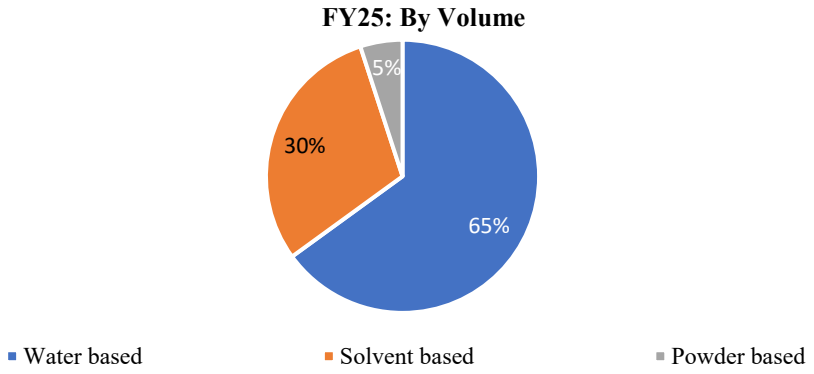
The northern region, accounting for 20%-25% of demand, is driven by the Delhi NCR and surrounding urban

centres, along with states such as Uttar Pradesh and Haryana that are seeing increased infrastructure investments. Demand in this region is supported by residential construction in Tier II cities and large-scale infrastructure projects (expressways, airports), though it tends to be relatively more cyclical due to policy and execution dependencies.

The eastern region, with 10%-15% share, remains relatively underpenetrated but offers significant long-term growth potential. Demand is currently constrained by lower per capita income levels and slower urbanisation but is gradually improving due to government-led infrastructure projects, mining operations and metals manufacturing (Odisha), and housing schemes in states such as West Bengal and Bihar. The region is expected to benefit from increasing distribution reach and rural housing demand, making it a key emerging market.

Demand segmentation by water based, solvent based & power based

Figure 15: Demand segmentation based on Formulation Type



Source: Industry, Crisil Intelligence

The Indian paint industry's volume mix is largely skewed towards water-based coatings, which account for 65% of the market, reflecting the dominance of decorative paints, especially emulsions and wall coatings used in residential and commercial applications. Their higher share is driven by ease of application, faster drying, lower odour, and relatively better environmental profile compared with solvent-based alternatives. Solvent-based coatings account for 30% of volumes and continue to remain relevant in enamels, industrial coatings, automotive, and protective applications where durability, gloss, adhesion, and resistance to harsh conditions are critical. Powder-based coatings, with a 5% share, remain a niche segment, largely used in specialised industrial applications requiring high-durability finishes and efficient application processes.

Demand segmentation by paint type

The Indian paint products market is broadly segmented as decorative, industrial, automotive and value-added/ speciality coatings, each catering to distinct end-use industries, such as construction, infrastructure, manufacturing and automobiles. The demand mix reflects India's economic structure, with construction-led demand dominating the overall paint consumption.

a. Decorative paints: These are primarily used in residential and commercial buildings, including apartments, townships, offices and retail spaces and are further segmented into:

- Interior paints: Emulsions, distempers, primers used for walls and ceilings
- Exterior paints: Weather-resistant coatings designed for durability against UV radiation, moisture, and pollution
- Wood finishes and enamels: Used for doors, furniture and metal fixtures

Decorative paints account for a major share (~75%, 3.50-3.60 Billion litres) of the domestic paint market by volume (4.70-4.80 Billion liters), driven largely by housing demand and repainting cycles.

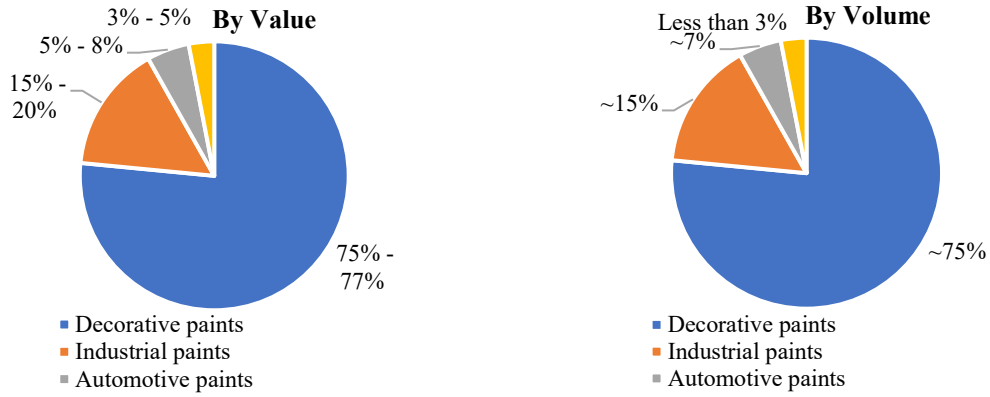
b. Industrial paints: Industrial paints are used in manufacturing and infrastructure applications, where performance requirements, such as corrosion resistance, heat resistance and durability are critical. Key segments include protective coatings (used in infrastructure such as bridges, pipelines and power plants) and general industrial coatings (used in machinery, appliances and fabricated metal products). This segment is closely linked to industrial capex cycles and infrastructure investments.

c. Automotive paints: Automotive coatings are applied on passenger vehicles, commercial vehicles and two-wheelers, and include original equipment manufacturer (OEM) coatings (applied during

manufacturing) and refinish coatings (used in repair and repainting). This segment is dependent on automotive production volumes and replacement demand.

d. Specialty and value-added coatings: This category includes high-performance and niche applications such as waterproofing solutions, fire-retardant coatings, powder coatings, and marine and aerospace coatings. These segments are gaining importance due to increasing focus on durability, sustainability and advanced material performance.

Figure 16: Demand mix by paint type (FY25)



Source: Industry, Crisil Intelligence

The paint market remains heavily skewed toward decorative paints, which account for over three-fourths (~75%) of the total demand, volume wise. This dominance is driven by strong linkage to residential construction, urbanisation and repainting cycles, making the segment relatively resilient across economic cycles. Increasing penetration in Tier 2 and 3 cities continues to support steady growth in this segment, along with premiumisation trends as customers shift from basic products to higher-value interior emulsions, exterior weatherproof coatings, waterproofing solutions, wood finishes, textures, and other specialty offerings.

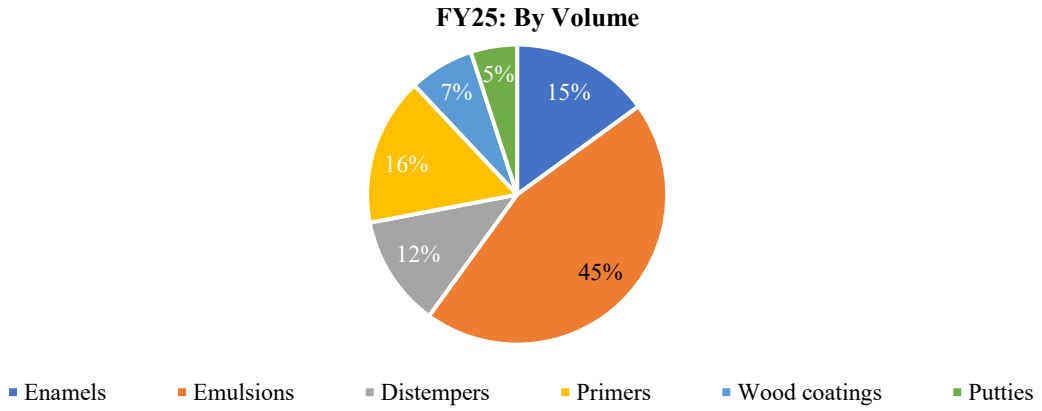
Industrial paints, accounting for 15%-20% of the market value and ~15% of market volumes, are closely linked to infrastructure development and industrial capex cycles. While growth in general industrial coatings tends to be moderate, segments such as protective coatings (infrastructure, energy and marine) are witnessing stronger traction, supported by government-led investments in roads, railways and urban infrastructure.

The automotive paint segment, though smaller at 5%-8% of market value and ~7% of market volumes, remains a technology-driven and organised segment, supported by steady growth in automobile production and refinish demand. Increasing localisation, growth in EV manufacturing and demand for advanced coatings are expected to support long-term expansion in this segment.

The Indian paint industry is witnessing a shift in consumer perception, with paints increasingly being viewed not only as construction inputs but also as aesthetic, lifestyle and experience-led products. This shift is driving demand for premium and value-added paints, which represented a market size of approximately 0.13 to 0.15 billion litres in volume terms and approximately Rs 48-52 billion in value terms in Fiscal 2025. The paint products' average industry realisation is estimated at around Rs150/kg, while premium and value-added paint products command much higher price points, supported by enhanced performance, durability and functional benefits.

Within this broader premiumisation trend, value-added and specialty coatings are emerging as a distinct high-growth category, supported by demand for enhanced performance, durability and functional benefits. Value-added and specialty coatings, while currently accounting for a smaller share (~3%-5%) in the market value and less than 3% share in the overall market volumes, represent a high-growth segment, driven by increasing focus on durability, sustainability and performance enhancement. Products such as premium emulsions, waterproofing solutions, fire-retardant coatings and anti-corrosion coatings are gaining traction, particularly in infrastructure projects and premium residential developments, contributing to higher value realisation for manufacturers.

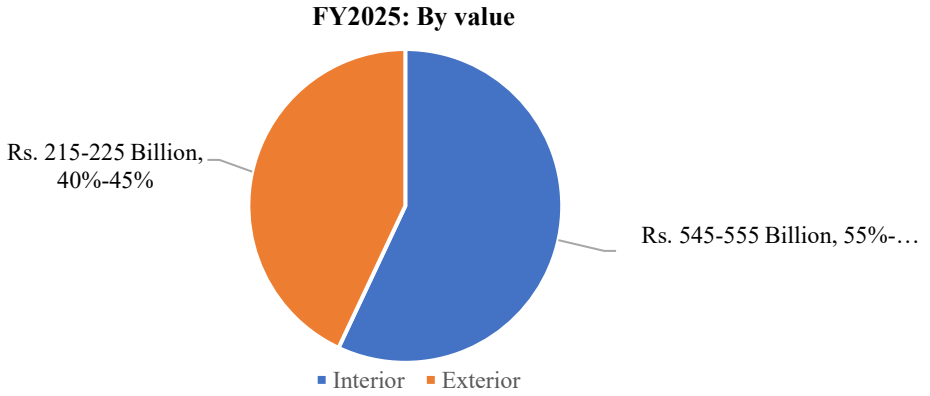
Figure 17: Demand segmentation by sub-product type (Enamels, emulsions, distempers, primers, wood coatings, putties, etc.)



Source: Industry, Crisil Intelligence

The Indian paint mix is dominated by emulsions (45%), underscoring the market's emphasis on interior wall coatings and the broad-based residential demand for washable, decorative finishes. Primers (16%) and enamels (15%) form the next tier, reflecting sustained requirements for surface preparation and protective coating applications, respectively, particularly where durability and finish quality matter. Distempers (12%) still represent a meaningful share, typically linked to value segments and specific regional/usage patterns, while wood coatings (7%) and putties (5%) indicate more niche but structurally important categories that support the coatings value chain through protection of wooden surfaces and improved surface levelling/finish. Overall, the mix suggests a market skewed towards decorative and wall-focused consumption (emulsions plus distempers), with consistent demand for system-building products (primers, putties) that enhance application performance creating a basis for premiumisation as quality expectations and organised distribution deepen.

Figure 18: Decorative paint demand segmentation by application: Interior vs exterior



Source: Industry, Crisil Intelligence

From application perspective, decorative paints are broadly divided into interior and exterior coatings, with interior paints accounting for a relatively higher share due to more frequent repainting cycles.

Interior applications typically account for ~55%-60% of decorative paint demand, driven by higher repainting frequency and evolving consumer preferences for aesthetics and finishes. Exterior paints account for the balance ~40%-45%, with demand driven by new construction activity and periodic maintenance requirements, particularly in urban and coastal environments where durability is critical.

Growth Drivers

The Indian paint industry is supported by a combination of structural demand drivers and evolving consumer preferences, including rising urbanisation, increasing income levels and sustained growth in construction and infrastructure. The sector continues to benefit from a low per capita consumption base, increasing formalisation and technological advancements, which together provide long-term growth visibility.

Table 16: Key growth drivers

Drivers	Data Points	Impact on Industry
Per capita consumption	3.50-4.50 kg in India vs 10.00-15.00 kg globally	Significant headroom for growth

Drivers	Data Points	Impact on Industry
Income growth	Net Per capita incomeRs114,710 (FY25 PE), Gross Per capita IncomeRs131,544 (FY25 PE)	Premiumisation and higher repainting
Repainting cycle	5-6 years vs global average of 4-5 years	Recuring demand visibility
Organisation shift	70%-75% share (FY25)	Stronger pricing and distribution
Sustainability trends	~65% water-based paints	Shift towards eco-friendly products
Construction linkage	Decorative 75% + demand share	Core volume driver
Automotive growth	5%-8% market share; steady growth of 6%-8%	Industrial coating driver
Technology adoption	Shift to advanced formulations	Higher margins and product innovations

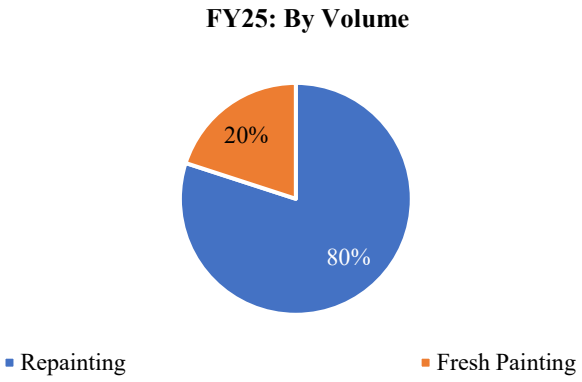
Source: NSO, Ministry of Statistics and Programme Implementation (MoSPI), industry, Crisil Intelligence

A key demand driver for the industry is its strong linkage with the construction and real estate sectors. Decorative paints account for approximately 75% or more of total paint demand, making the industry highly dependent on residential and commercial real estate activity. Growth in the residential-real estate (FY21-25:Rs11.97 trillion; FY26-30P:Rs17.56; 1.47 times) industry is expected to directly translate into higher demand for paints, as newly completed housing projects, commercial buildings, offices, retail spaces and townships require initial coating applications before handover or occupation. In addition, rising property transactions in the secondary housing market are expected to support repainting and renovation-led demand, as new homeowners typically invest in interior upgrades and home aesthetics. Continued urbanisation, development of affordable and mid-income housing, and expansion of organised real estate projects are also expected to create a steady pipeline of demand for both interior and exterior decorative paints. Therefore, sustained growth in real estate construction and completions is likely to remain a core volume driver for the Indian paint industry.

The country's per capita net national income has increased to Rs 114,710 in fiscal 2025 from Rs 108,786 in fiscal 2024, driven by economic growth and urbanisation[13]. Rising income has led to a shift toward premium and branded paints, increased spending on home aesthetics and higher repainting frequency, particularly in urban and semi-urban markets.

Similarly, the construction and real estate sector remains a core volume driver for the paint industry. Since decorative paints form the largest segment of the market, demand is closely linked to new project completions, housing sales, commercial real estate development and renovation activity. As the real estate industry grows, paint demand is expected to increase not only from first-time painting of new properties but also from repainting and refurbishment of existing homes purchased in the resale market. This makes the paint industry a direct beneficiary of growth in residential, commercial and urban infrastructure development.

Figure 19: Repainting vs Fresh Painting (FY25)



Source: Industry, Crisil Intelligence

Repainting constitutes a significant driver of demand, particularly within the decorative paints segment, which accounted for approximately 80% of total paint consumption. The frequency of repainting has increased over time, supported by rising household incomes and evolving consumer preferences toward improved home aesthetics. In earlier years, repainting cycle was 7-8 years because major issue was the hassle involved in the painting process causing issues like disruption to daily life, smell of fresh paint and post paint cleaning of property after painters left. These problems were major concern of consumers caused delays in repainting. It has now reduced to 3-4 years. This reduction in the repainting cycle is expected to support stable and recurring demand, relatively independent of new residential construction activity. In addition, repainting is increasingly undertaken

[13] Economic Review, Ministry of Statistics and Programme Implementation

for aesthetic enhancement rather than maintenance purposes. The adoption of faster service models and technology-enabled solutions, including AI-based colour selection tools, has further facilitated planning and execution of repainting activities.

Popularity of eco-friendly and low-VOC paints is increasing driven by regulatory requirements and consumer awareness. Water-based paints now account for ~65% of total consumption, with increasing adoption of powder coatings and advanced formulations in industrial and automotive applications.

The industry is witnessing increasing adoption of advanced formulations and manufacturing technologies, including water-based and UV-curable coatings, nano-based additives for enhanced durability and automation and digitisation across manufacturing and distribution. This is creating opportunities for collaborations with domestic and international product and technology partners to introduce differentiated coating solutions, access technical expertise and strengthen product-development capabilities. These advancements are supporting product differentiation, improved performance, operating efficiencies and sustainability objectives.

Overall, the Indian paint industry is supported by strong structural drivers, including low per capita consumption, rising income levels and sustained construction activity. In addition, increased formalisation, technological innovation and growing demand for sustainable products are expected to further strengthen growth prospects, positioning the sector for steady expansion over the medium to long term.

Key trends and Impact of commodity prices on margins of the paint industry

The Indian paint industry is significantly exposed to commodity price volatility, particularly crude oil and its derivatives, which form the backbone of key raw materials such as resins, solvents, monomers and additives. Given the high raw material intensity of the industry, fluctuations in input prices have a direct and material impact on operating margins, making profitability sensitive to global commodity cycles.

Table 17: **Raw materials cost structure**

Raw Material Category	% of Total Production Costs	Key Inputs
Crude oil-linked derivatives	50%-55%	Includes resins, solvents, monomers, additives
Titanium dioxide (pigment)	10%-20%	Key pigment, partly import-dependent
Other pigments	5%-10%	Iron oxides, organic/inorganic pigments
Fillers & extenders	5%-8%	Calcium carbonate, talc, kaolin, silica
Additives & specialty chemicals	3%-7%	Dispersing agents, thickeners, biocides, etc.
Packaging materials	7%-10%	Plastic pails, metal containers, labels, cartons
Other (miscellaneous)	2%-5%	Includes water, minor chemicals, etc.

Source: Industry, Crisil Intelligence

Raw materials account for ~60%-70% of total production costs, with crude oil-linked derivatives contributing 50%–55%, and titanium dioxide, a key pigment, accounting for 10%-20% of input costs.[14]

In addition, a significant portion of raw materials is import-dependent (estimated 40%-50%), exposing the industry to currency fluctuations (USD/INR) alongside commodity price movements.

During recent periods, the industry has witnessed margin pressures due to elevated crude oil prices and input cost volatility, driven by global supply disruptions and geopolitical factors. Despite some pricing actions by manufacturers, the ability to fully pass on cost increases has been constrained due to:

- **Increased competitive intensity, including entry of new players**
- **Focus on maintaining volume growth and market share**
- **Sensitivity** of demand, particularly in the mass decorative segment

As a result, at times, paint companies have absorbed cost increases, leading to short-term margin compression despite stable or growing volumes.

Impact of global trade policies on India's paint raw material costs

Global trade policies significantly impact raw material costs for India's paint industry, which relies heavily on imports for key inputs such as titanium dioxide (TiO2), petrochemical resins and solvents. These costs make up ~60%-70% of production expenses, squeezing margins for companies like Asian Paints Limited and Berger Paints

[14] Indian paint industry to grow 9-10% in fiscal 2024, Indian Chemical News

India Limited.

India imports ~70% of its TiO2 (a key white pigment) from China, along with 90% of crude oil derivates for solvents and monomers. Petrochemicals from crude oil volatility now push costs higher, with Brent crude near $82-100 a barrel amid the Middle East conflict.[15] TiO2 and pigments face anti-dumping duties, with India imposing $460-681 per ton in May 2025 for five years.

Indian's protective measures such as anti-dumping duties on Chinese TiO2 and epoxy resins (up to five years from 2025) increase import prices to shield local producers. Global factors amplify this, as tariffs by the US under President Donald Trump (including 34% on TiO2 and 25%, during May 2025, on resins from China disrupt supply chains), raising global prices for India's imports. Crude oil surges from trade tensions, sanctions by the European Union (EU) on Russian oil derivatives (effective 2026) and geopolitical uncertainty increase petrochemical costs 40%-60% of paint inputs.

Paint makers plan to increase prices 2%-5% in 2026 to offset these, but weaker demand shifts buyers to cheaper products, pressuring profits.[16] India remains a net importer ($219 million vs $61 million exports in the first half of fiscal 2026), so policies such as the EU's Carbon Border Adjustment Mechanism (CBAM; carbon tax on exports) indirectly strain finances by hitting related sectors.[17]

Mitigation strategies adopted by industry players

Paint manufacturers employ multiple strategies to manage input cost volatility:

- Gradual price increases (typically around 2%-5%) are used to partially pass on cost inflation while preserving competitiveness.
- Product mix optimisation and premiumisation remain important levers, as companies increasingly focus on higher-margin and value-added offerings.
- Backward integration, particularly in resins and intermediates, is another important strategy to improve control over raw material sourcing, quality, costs, and to strengthen supply chain resilience.
- Strategic sourcing and supplier diversification help reduce dependence on any single geography or supplier base, thereby lowering vulnerability to trade disruptions and raw material shortages.
- Operational efficiencies and cost optimisation initiatives continue to be a major focus area across the sector. Leading players such as Asian Paints and Berger Paints have recently been reported to be revamping cost structures to protect margins amid weaker demand and intensifying competition

However, the extent of pass-through remains dependent on competitive dynamics and demand conditions, which may delay margin recovery.

The Indian paint industry remains structurally exposed to commodity price fluctuations, particularly crude oil and related derivatives. While long-term demand drivers remain strong, margin performance is cyclical and closely linked to input cost trends and pricing power. In a competitive environment, the ability of players to manage costs, optimise product mix, and exercise pricing discipline will be critical in sustaining profitability.

Regulatory framework

The Indian paint industry operates under a comprehensive regulatory framework governed by multiple authorities, including the Ministry of Environment, Forest and Climate Change, the Central Pollution Control Board and the Bureau of Indian Standards (BIS). The regulatory environment focuses on environmental protection, product safety, quality standardisation and compliance across manufacturing and imports, with increasing emphasis on sustainability and reduction of hazardous substances.

1. Environmental regulations

Paint manufacturing is classified under pollution-intensive chemical industries and is subject to environmental norms under the Environment (Protection) Act, 1986, and related rules. Key environmental regulations include:

- Volatile organic compound (VOC) limits for paints, with caps such as <100 g/L for decorative paints and higher limits for industrial coatings, aimed at reducing air pollution
- Restrictions on lead content, with limits of up to 90 parts per million (ppm) in household and decorative paints, as prescribed under BIS standards
- Mandatory compliance with hazardous waste management rules, including safe disposal of paint sludge and chemical waste through authorised facilities

[15] What Trump's tariffs mean for India, The Daily Brief by Zerodha
[16] Paints makers fear thinner profits on crude oil spike, The Economic Times
[17] India's $9.6 billion paint industry heads for $16.5 billion but fiscal 2025 exposes margin stress: Rubix Data Sciences, Indian Chemical News

- Effluent discharge standards, including limits on pH levels, suspended solids and heavy metals
- Air emission standards, including particulate matter limits for manufacturing units

The regulatory push toward low-VOC and water-based coatings is driving increased adoption of environmentally compliant products, though it may lead to incremental compliance costs, particularly for smaller manufacturers.

2. Safety and quality standards

The paint industry is subject to product quality and safety standards prescribed by the BIS, which ensures consistency, safety, and performance of paint products. Key requirements include:[18]

- Mandatory compliance with Indian Standards (or IS specifications) for multiple categories of paints (for instance, decorative paints, enamels and industrial coatings)
- Requirement for Indian Standards Institutes (ISI) certification for specified products
- Limits on hazardous substances such as lead content
- Product labelling requirements, including batch number, manufacturing date, shelf life and safety warnings

In addition, leading manufacturers typically adhere to international standards such as ISO 9001 (quality management) and ISO 14001 (environmental management), which, while not mandatory, are widely adopted across the organised sector.

3. Compliance requirements for manufacturers and importers

Paint manufacturers and importers are required to comply with multiple regulatory approvals and certifications across environmental, safety and operational aspects.

Key compliance requirements include:

- Consent to establish and consent to operate from state pollution control boards
- Factory licence under the Factories Act, 1948
- BIS certification/ISI mark for applicable products
- Compliance with hazardous chemicals and waste management regulations
- Registration under the GST framework

For importers:

- Compliance with BIS certification schemes (including the Compulsory Registration Scheme, where applicable)
- Appointment of an authorised Indian representative for foreign manufacturers
- Adherence to labelling and safety requirements according to Indian regulations

Non-compliance may result in financial penalties, suspension of operations, or cancellation of licences, highlighting the importance of regulatory adherence in the industry.

The regulatory framework governing the Indian paint industry is increasingly stringent and aligned with global environmental and safety standards. While compliance requirements may lead to higher operational and capital costs, particularly for smaller players, they also promote product quality, sustainability and formalisation of the industry, thereby benefiting organised players and supporting long-term sectoral growth.

Overview of the competitive scenario in the paint industry

Paint industry structure

The Indian paint industry operates through a multi-layered value chain, comprising raw material suppliers, paint manufacturers, distribution networks and end-users. The industry is largely dominated by organised players with integrated operations, strong sourcing capabilities and extensive distribution networks, enabling efficient scale and market penetration.

1. **Raw material suppliers:** Raw materials constitute a significant portion of the cost structure of paint manufacturers, accounting for approximately 60%-70% of total production costs. Key raw materials include resins and binders, pigments, solvents, additives, extenders and packaging materials. Resins and binders, which are largely derived from petrochemical products, typically account for approximately 30%-35% of raw material cost, while pigments, including titanium dioxide, account for around 20%-25%. Solvents, additives and other chemicals account for the balance. A substantial portion of raw materials, particularly titanium dioxide, specialty additives and crude-linked derivatives, is imported or linked to global commodity prices, exposing the industry to volatility in crude oil prices, global chemical prices, freight rates and currency movements.

[18]BIS Establishes 10 Indian Standards for Paints, Chemicals and Radioactivity Monitoring, Legality Simplified

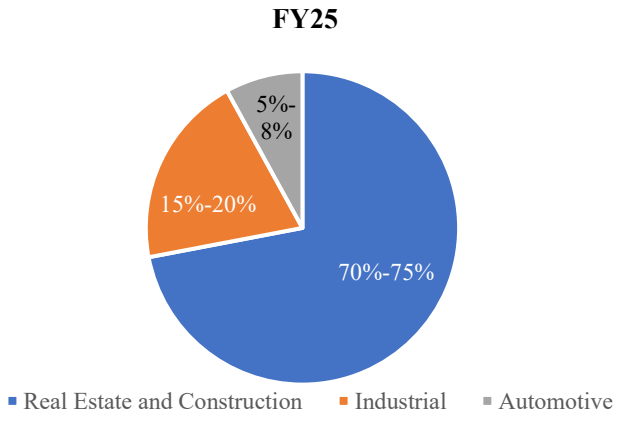
Despite these cost pressures, the Indian paint industry has historically demonstrated strong pricing power, with organised players able to pass on input price increases to consumers through periodic price hikes. This ability is supported by strong brands, wide dealer networks, premiumisation, product differentiation and the relatively low share of paint cost in overall home construction or renovation expenditure. Leading manufacturers further mitigate raw material volatility through backward integration, diversified sourcing, long-term supplier arrangements and scale-based procurement. Large players such as Asian Paints, Berger Paints and Kansai Nerolac manufacture select key raw materials such as resins, emulsions and binders in-house to varying degrees, while continuing to source titanium dioxide, pigments, solvents and specialty chemicals from domestic and global suppliers.

2. **Paint manufacturers:** The manufacturing segment is dominated by organised players, with ~50 major players operating across decorative and industrial segments, and the top 4-5 players accounting for ~90% share of the market catered by organised players. Manufacturing is characterised by large-scale production facilities across India, increasing investments in capacity expansion and automation, a focus on water-based and environmentally compliant formulations and product segmentation across decorative and industrial. The industry is witnessing ongoing capacity additions by both incumbents and new entrants, aimed at meeting future demand and improving geographic reach.

3. **Distribution and retail network:** The paint industry has a highly extensive and fragmented distribution network, which is a key competitive differentiator. Key features of the industry include over 100-200 thousand dealers and retailers across India, deployment of tinting machines enabling on-demand colour mixing, strong dependence on painters and contractors as influencers in purchase decisions, distribution penetration across urban, semi-urban, and rural markets and the distribution model is typically working capital-intensive, with credit periods ranging between 45 and 60 days, and involves dealer margins and painter incentives to drive product offtake.

4. **End users:** Demand for paints is derived from multiple end-use sectors, with construction and real estate accounting for 70%-75% of the demand through residential housing, commercial buildings and infrastructure, and being the primary drivers of demand for decorative paints. Industrial accounts for 15%-20% of the demand through machinery, infrastructure, energy and marine applications, while automotive accounts for 5%-8% of the demand through OEM coatings and refinish demand. The demand is also supported by repainting cycles (typically ~3-4 years), particularly in urban areas, which provides recurring consumption across end-user segments.

Figure 20: Demand based on End use industry



Source: Industry, Crisil Intelligence

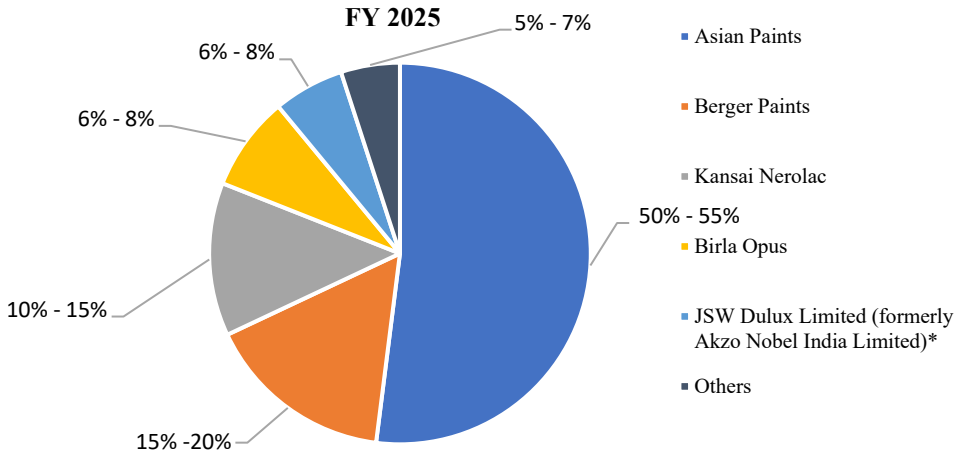
The Indian paint industry structure is characterised by high integration, strong distribution networks and diversified end-user demand, with organised players dominating across the value chain. While raw material dependency introduces cost volatility, the industry benefits from scalable manufacturing, deep market penetration and stable demand from construction and infrastructure sectors, supporting long-term growth.

The Indian paint industry is characterised by an oligopolistic structure, with a high degree of concentration among leading organised players. The top players dominate the market through strong brand equity, extensive distribution networks, product innovation and scale advantages, while the recent entry of new players has intensified competition and pricing dynamics.

1. Market share of major players

The industry is led by a few large, organised players, with the top 4-5 companies accounting for ~90% of paint market catered by organised players.

Figure 21: Market share split of Major Players (FY25)



*Note: *Akzo Nobel India Limited has been officially renamed JSW Dulux Limited after JSW Paints Limited acquired a majority stake, Others include other organised players such as Technopaints and Chemicals Limited, Indigo Paints, Nippon Paint (India), Shalimar Paints, Sirca Paints, etc. along with other regional and specialised paint manufacturers*
Source: Industry, Crisil Intelligence

Asian Paints maintains a dominant position in the decorative segment, while Kansai Nerolac Paints has a stronger presence in industrial and automotive coatings. The market structure reflects high-entry barriers and strong incumbency advantages.

2. Entry barriers in the paint industry

The Indian paint industry is characterised by high-entry barriers, which have historically limited the entry and scalability of new players.

Key barriers:

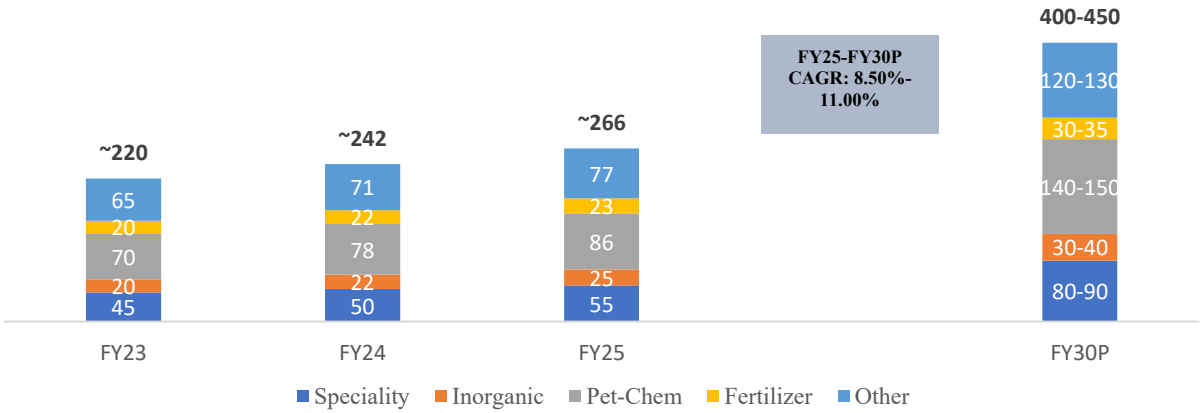
- Extensive distribution network requirements, including large dealer bases and painter ecosystems
- High brand loyalty, particularly among contractors and retail consumers
- Significant capital investment is required for manufacturing capacity, logistics and tinting infrastructure
- Technological capabilities and product development, especially for premium and industrial coatings
- Long gestation period (typically 3-5 years) to achieve meaningful market share
- These factors have helped established players to maintain strong market positions over time.

Overall, the Indian paint industry exhibits a concentrated yet increasingly competitive landscape, with strong incumbents maintaining leadership positions, while new entrants are moving beyond initial disruption to consolidating their positions. High entry barriers, coupled with distribution and branding advantages, are expected to support continued dominance of organised players. However, pricing pressures and margin moderation may persist in the near term due to intensified competition.

Overview of Chemicals Industry in India:
India is the 6th largest producer of chemicals in the world and 3rd in Asia. As of August 2025, the chemicals industry in India covers more than 80,000 commercial products. India accounted for 2.5% of the world's global chemical sales, exporting to more than 175 countries.

Figure 22: Indian Chemical Industry Market Size:

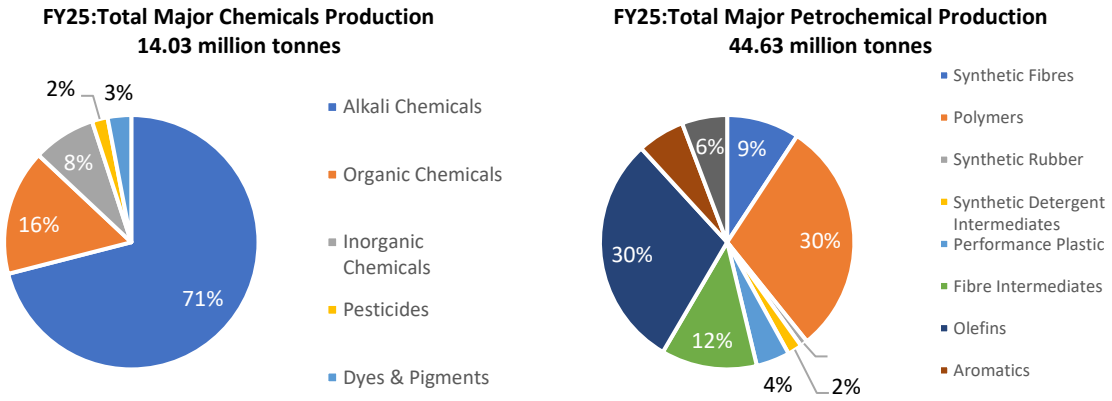
(USD Billion)



Source: NITI Aayog, Crisil Intelligence

The industry stood at approximately USD 266 billion in fiscal 2025 and is expected to reach a value of USD 400-450 billion in fiscal 2030. The market is driven by rising demand in the end-user segments for specialty chemicals and petrochemicals segment. The growth is attributed to rising domestic demand, government initiatives, and technological advancements. Notably, factors such as rising consumption, changing consumer preferences, and strategic shifts in supply chains will play crucial roles in shaping the future of this sector.

Figure 23: Segmentation by type:



Source: Department of Chemicals and petrochemicals, Crisil Intelligence

In Fiscal 2025, The installed capacity of chemicals and petrochemicals was 69.94 million tonnes with an overall capacity utilization rate of 83.80%.

Alkali Chemicals remained the dominant segment among major chemical groups, accounting for 71% of total chemical production. Organic Chemicals represented the second-largest share at 16%, followed by Inorganic Chemicals at 8%. Dyes & Pigments contributed 3%, while Pesticides accounted for the remaining 2%.

Within the petrochemicals segment, Polymers and Olefins were the largest contributors, each comprising 30% of total production in fiscal 2025. Fiber Intermediates accounted for 12%, followed by Synthetic Yarn at 9%. Aromatics and Other Petro-Based Chemicals each contributed 6%, while Performance Plastics made up 4%. Synthetic Detergent Intermediates and Synthetic Rubber represented smaller shares of 2% and 1%, respectively.

From a paints industry perspective, the data indicates that India's chemical and petrochemical production base remains anchored in categories that are important to paint manufacturing, particularly Organic Chemicals and petrochemical products such as Polymers and Olefins, which support the supply of resins, binders, solvents, and other crude-derived inputs. While Dyes & Pigments account for a relatively small share of total chemical production, their importance to the paints sector is significant given their critical role in colour, opacity, and finish.

Segmentation by End Use Industries:

Paints and Coatings Additives

The paints and coatings additives segment include insulating paint additives, binders such as emulsion polymers, polymer emulsions, additives used in powder coating raw materials, catalysts, wetting agents, levellers, clarifiers, coupling agents, deflocculants, thinners, thickeners, rheology modifiers, dispersing agents, opaque polymers, anti-caking agents, defoamers, and other associated chemicals.

Growth Drivers:

- Increase in per capita paint consumption in India
- Strong growth in the housing sector
- Government support schemes promoting low-cost housing
- Premiumization in decorative paints, including demand for specialized finishes, aesthetics, and functional coatings, is supporting incremental additive demand
- Robust growth in the automotive industry

Construction Chemicals

This segment covers products such as concrete admixtures including plasticizers, accelerators, and retarders; waterproofing chemicals including acrylics, bitumen, PVC, silicon, SBR, and related materials; cementitious waterproofing products; damp-proof coatings; elastomeric coatings; protective coatings such as epoxy, PUR, PE, alkyl, and acrylic systems; concrete repair mortars based on cement and plaster; plasters; and base coats.

Growth Drivers:

- Expected expansion in the Indian construction industry over the next five years, led by housing and infrastructure development
- Increasing adoption of global construction standards in India, supporting market growth

Agrochemicals and Fertilizers

This segment comprises a broad range of agrochemical products, including organic fertilizers, liming and acidifying agents designed to modify soil pH, soil conditioners, insecticides, pesticides, fungicides, herbicides, and crop growth regulators. Fertilizers in this category are primarily inorganic and include nitrogen-based compounds such as urea and ammonium nitrate, along with phosphorous- and potassium-based compounds.

Growth Drivers:

- Rising awareness levels among farmers
- Improvement in rural incomes supported by various government initiatives
- Increasing need to enhance agricultural productivity at a pace faster than demand growth in order to meet food sufficiency goals
- Continued policy support for fertilizer availability and affordability, along with higher domestic urea production capacity
- Direct Benefit Transfer (DBT) mechanisms enabling direct transfer of subsidies and benefits to citizens below the poverty line

Dyes and Pigments

The dyes and pigments segment includes a wide variety of products such as reactive dyes, disperse dyes, acid direct dyes, azo dyes, sulphur dyes, solvent dyes, vat dyes, food colorants, organic pigments, optical whitening agents, inorganic pigments, and pigment emulsions, among others.

Growth Drivers:

- European pigment manufacturers are increasingly using local facilities for high-performance colorants targeted at niche and new markets, while sourcing non-differentiated dyes and pigments from low-cost manufacturing bases in China and India

Water Treatment Chemicals

This segment includes pH neutralizers, algaecides, antifoaming agents including insoluble oils, silicones, alcohols, stearates, and glycols; biocides; boiler water treatment chemicals; coagulants and flocculants; corrosion inhibitors;

disinfectants; defoamers; and solution polymers.

Growth Drivers:

- Rapid urbanization is increasing demand for water purification and wastewater treatment solutions
- The 'Namami Gange Programme', an integrated conservation mission approved by the Union Government in June 2014 as a flagship programme with a budget allocation of INR 20,000 Crores, is aimed at pollution abatement, conservation, and rejuvenation of the National River Ganga

Paint products industry's threats and challenges
Key challenges are as follows:

- **Raw material cost volatility:** Paint manufacturing is exposed to fluctuations in crude-oil-linked and other key inputs such as resins, solvents, pigments, additives and titanium dioxide. Sharp input-cost movements can put pressure on margins, particularly where price increases cannot be passed through immediately.
- **Shift towards sustainable coatings:** Increasing environmental requirements and customer preference for water-based, lower-VOC and more sustainable coatings require manufacturers to continuously upgrade formulations, technology and manufacturing processes. This can increase R&D and compliance costs.
- **Need for continuous product innovation and premiumisation:** Customers increasingly seek coatings offering better durability, weather resistance, corrosion protection and lifecycle performance. Players therefore need to invest continuously in product development, technology and application capabilities to remain competitive.
- **Demand linked to construction and industrial activity:** Paint demand is closely linked to construction, renovation, infrastructure, industrial production and maintenance activity. Changes in interest rates, financing conditions, real-estate activity or corporate capex can affect the timing and pace of demand.

Key threats are as follows:

- **Intensifying competition and pricing pressure:** The industry includes large established paint companies as well as newer entrants and integrated painting-service propositions. Greater competition can increase promotional intensity, pressure selling prices and raise customer-acquisition costs.
- **Commodity and supply-chain disruptions:** Geopolitical events, disruptions in global supply chains, freight-cost increases, foreign-exchange movements or shortages of key inputs can affect the availability and landed cost of raw materials.
- **Regulatory and environmental tightening:** Stricter requirements relating to emissions, VOCs, hazardous substances, waste management and manufacturing processes could increase compliance costs and require changes in product formulations or plant operations.
- **Competition from alternate products:** The paint industry faces limited but growing competition from alternative wall-finishing solutions, including wallpapers, tiles, laminates and modular panels, particularly in the premium residential and commercial segments. While these alternatives offer advantages such as aesthetic variety, faster installation and durability, their adoption remains relatively limited due to:
    - Higher costs compared with paints
    - Limited flexibility and ease of application
    - Lower penetration in mass and rural markets

  As a result, paints continue to retain a dominant share (>90%) of wall-finishing applications, with organised players also expanding into adjacent categories such as wall coverings and textures.

- **New entrants and pricing pressure:** In recent years, the industry has witnessed the entry of large corporate players such as: Grasim Industries (Birla Opus) and JSW Paints Limited. These entrants have announced significant capital investments and are focused on rapidly expanding manufacturing capacity and distribution networks. For instance, Grasim has established multiple manufacturing plants and is targeting large-scale market penetration through aggressive distribution expansion. The entry of new players has led to:
    - Increased competitive intensity across price segments

- Higher dealer incentives and distribution-led competition
- Moderation in realisations (pricing pressure) in the near term
- Margin pressures for incumbents, despite steady volume growth

However, given the structural advantages of established players, including brand strength and distribution depth, the industry is expected to remain competitive but relatively consolidated over the medium term.

Overview of the paint application industry in India

Introduction

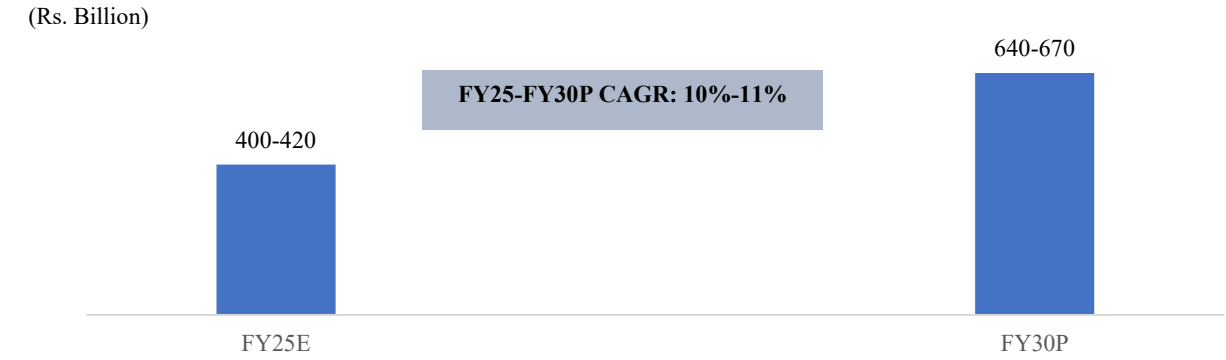
The level of formalisation differs materially across the paint value chain. While the organised segment accounts for approximately 70%-75% of the paint products market, organised participants account for only approximately 20% of the paint application market. The execution layer therefore remains substantially fragmented, with individual painters and local contractor teams accounting for a significant proportion of the market. This gap between the product and application segments creates an opportunity for organised providers capable of combining paint supply with application, project management and quality control.

The paint application services industry in India represents a critical execution layer within the coatings value chain, directly influencing finish quality, durability, and lifecycle performance of assets. Traditionally characterized by a fragmented contractor base and labour-intensive practices, the segment is witnessing a gradual shift toward more organized, process-driven service delivery models, driven by rising expectations around quality, safety, and project execution.

The industry comprises contractors providing surface preparation, coating, and finishing services across residential, commercial, industrial, and infrastructure segments. Demand is closely linked to new construction activity as well as repainting and maintenance cycles, with the latter contributing a steady base of recurring demand, particularly in the decorative segment. Increasingly, large real estate developers, institutional asset owners, and infrastructure agencies are outsourcing application services to specialized contractors or integrated solution providers, reflecting the growing importance of execution quality and adherence to defined timelines and specifications.

This trend is supporting the emergence of organized players offering end-to-end solutions, including product selection, surface diagnostics, mechanized application, and post-application warranties. The adoption of standardized processes, trained applicator networks, and digital estimation tools is further driving formalization, particularly in large or technically complex projects.

Figure 24: Paint Application Industry Market size (Value-wise, FY25-30P)



E- Estimated, P- projected
Source: Crisil Intelligence, industry

The Indian paint application industry reached an estimated market size of Rs 400-420 billion in fiscal 2025, driven by strong construction activity, increasing repainting demand, and rising preference for organized painting services. Industry formalization, supported by trained applicator networks, digital estimation tools, and growing consumer awareness, has further accelerated market growth.

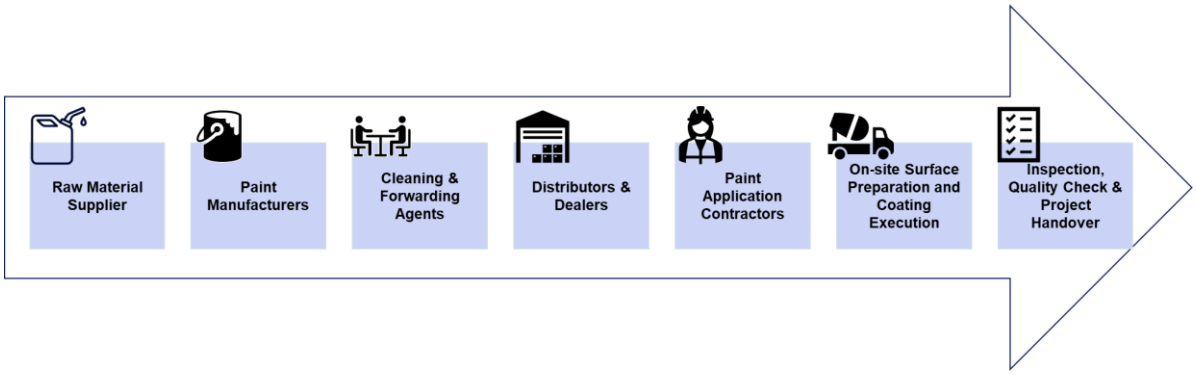
Going forward, the industry is expected to grow at a CAGR of 10%-11% between fiscals 2025 and 2030, reaching Rs 640-670 billion. Growth will be supported by sustained demand from residential, commercial, and infrastructure projects, increasing urbanization, premiumization, and continued shift towards organized service

providers. Established players are expected to benefit from strong execution capabilities, skilled applicator networks, and technology-enabled service delivery.

Paint application services represent a faster-growing and relatively less formalised value pool, supported by increasing outsourcing, industry formalisation and rising institutional demand. As coatings evolve from a standalone product purchase toward a performance-driven solution, professional application is expected to play a more important role in delivering quality, durability and consistent outcomes, thereby supporting greater service-led value creation across the industry.

Paint Application industry value chain

Figure 25: Flow of Paint Application Value Chain



Source: Industry, Crisil Intelligence

Raw material suppliers provide key inputs such as resins, pigments, solvents, additives, and fillers used in paint production. Many of these materials are derived from petrochemical sources, and price fluctuations at this stage influence manufacturing costs.

Paint manufacturers process these inputs through formulation, blending, dispersion, and packaging to produce decorative and industrial coatings. Products are developed to meet specified performance standards, including durability, finish, corrosion resistance, or waterproofing capability.

Clearing and forwarding agents or depots receive finished goods from manufacturing facilities and manage storage and regional redistribution. This stage supports inventory management and timely supply to downstream channels.

Distributors, dealers, or direct project sales teams facilitate market access. In residential repainting, procurement commonly occurs through dealer networks. In commercial, industrial, or infrastructure projects, supply may be made directly to developers, EPC contractors, or paint application companies under contractual arrangements.

Paint application contractors procure materials and undertake execution responsibilities. Scope typically includes surface preparation, crack filling, primer application, intermediate coats, and finish coats, along with specialized coatings or linings where required. Labour deployment, equipment usage, safety compliance, and supervision are central to this stage.

On-site execution is followed by inspection and quality checks to verify compliance with technical specifications, coverage standards, and finish requirements. Upon satisfactory completion, the project is handed over to the client in accordance with contractual terms.

Organised vs unorganised segment

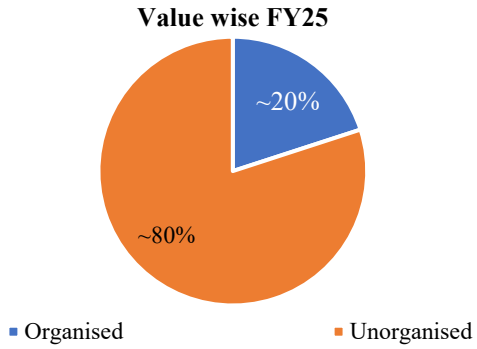
The principal structural opportunity within the paint application industry arises from the limited level of organisation in project execution. Approximately 80% of the paint application market by value remains unorganised, compared with a substantially higher organised share in the decorative paint products market. The unorganised application segment is characterised by individually negotiated engagements, small local contractor teams and varying levels of process standardisation, documentation, supervision and accountability.

As project sizes increase and customer requirements become more structured, organised execution models are becoming increasingly relevant. Large residential developments, commercial properties, institutions, industrial facilities and infrastructure projects may require coordinated material planning, trained workforce deployment, site-level supervision, adherence to project schedules and documented quality control. Integrated paint solutions providers address these requirements by combining product and application capabilities within a coordinated project framework.

The paint application industry in India is largely fragmented, with a substantial portion operating within the

unincorporated construction sector and a smaller but expanding organized segment comprising structured contractors and manufacturer-backed service platforms. The organized paint application segment is gaining importance as institutional, commercial, and large residential customers increasingly shift toward vendors that can provide integrated turnkey solutions spanning site assessment, surface preparation, product advisory, mechanized application, supervision, and post-service support. This marks a gradual transition from a labour-led, fragmented service model toward a more structured and accountable execution ecosystem.

Figure 26: Share of organised vs unorganised segment in the paint application industry (Value wise, FY25)



Source: Industry, Crisil Intelligence

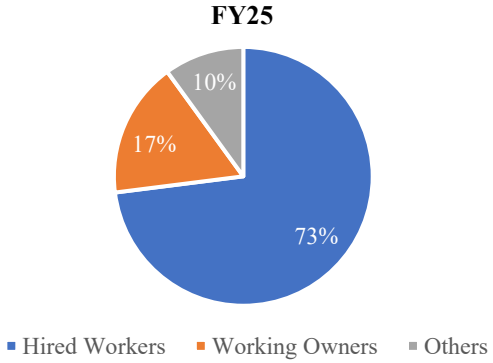
Unorganized segment

The painting services market in India is predominantly unorganized, with this segment accounting for approximately 80% of overall market activity. Painting work at the ground level is largely undertaken by unincorporated establishments, including individual contractors, proprietorships, small partnerships, and local painter teams. Government data on construction-related activities indicates that a large share of such establishments operate as proprietorships. These units are typically micro-scale, engaging small teams of workers, often averaging around five workers per establishment.

The unorganized segment mainly serves residential repainting, small commercial premises, localized repair work, and maintenance projects. Engagements are usually informal and project-based, with rates negotiated directly between property owners, landlords, small developers, and local contractors. Capital investment is limited to basic tools, consumables, and labour deployment, resulting in low entry barriers and a highly fragmented competitive landscape.

The workforce composition reflects a hired-labour model, with about 73% classified as hired workers and approximately 17% comprising working owners.

Figure 27: Workforce Structure in Unorganised Segment



Source: Industry, Crisil Intelligence

Such teams commonly execute residential repainting, small commercial premises, and localized maintenance work. Engagement is usually informal and project-based, with rates negotiated directly with property owners or small developers. Capital investment is limited to basic tools and labour deployment, resulting in low entry barriers. Variability in skill levels, safety practices, and documentation standards is characteristic of this segment.

Organized segment

The organized segment accounts for approximately 20% of the painting services market. This segment includes manufacturer-backed service verticals, digital home-service platforms, formal paint application companies, and organized property-service providers operating under structured service models. Key players in this segment include Asian Paints and Urban Company, along with other organized participants such as NoBroker, Berger, Kansai Nerolac, Technopaints and Chemicals Limited and regional formal service providers.

Organized players typically undertake larger and higher-value projects, including premium homes, residential complexes, gated communities, commercial buildings, institutional properties, industrial facilities, and select infrastructure-linked projects. Engagement is generally through formal contracts, defined scopes of work, item-rate or lump-sum pricing, technical specifications, safety requirements, trained applicators, supervisory oversight, and customer support mechanisms.

Urban markets demonstrate higher intensity of expenditure on finishing works, which supports greater adoption of organized painting services in metropolitan and tier I cities. Data indicates that in urban establishments, paints, varnishes, and lacquers account for approximately 12.80% of total material costs, compared to about 6.50% in rural establishments. For households, the corresponding shares are approximately 8.20% in urban areas and 4.40% in rural areas. This disparity contributes to greater visibility of organized players in urban markets.

Skill availability remains a structural constraint across the painting application market. Limited formal vocational training has historically characterized the industry. In response, manufacturers such as Berger and Asian Paints have undertaken large-scale painter training initiatives to improve application standards, product knowledge, safety awareness, and finish quality. These initiatives also help integrate painters into more structured service ecosystems.

Technological adoption further distinguishes organized platforms from informal operators. Branded services such as those offered by Asian Paints and Berger deploy mechanized sanding, spraying equipment, moisture assessment tools, digital estimation systems, and structured site supervision to improve consistency and reduce project timelines. Digital platforms such as Urban Company and NoBroker also bring greater transparency in pricing, booking, service tracking, and customer support.

Overall, while paint manufacturing is concentrated among established corporate entities, the application layer continues to be predominantly unorganized. Approximately 80% of painting services are handled by informal contractors and local painter teams, while the organized segment, estimated at around 20%, is gradually expanding through branded services, platform-led models, skill development, formal contracting, and technology-enabled execution.

Labour intensity & scalability

The paint application industry in India comprises a fragmented unorganized base, organized independent applicators, and manufacturer-backed service platforms alongside a clear migration of labour from standalone painters to organized contractors and manufacturer-backed service platforms. The shift in labour deployment from standalone painters toward organized contractors and manufacturer-backed service platforms, driven by increasing demand for reliability, quality assurance, and end-to-end project management. This transition reflects a gradual formalization of the industry, particularly in urban and premium segments.

For a third-party paint application company, competition and positioning must be assessed across all three categories.

- **Unorganized segment:** A significant portion of residential repainting and small commercial work is carried out by individual painters or small local contractor teams. For example, repainting of standalone houses, small retail outlets, or low-rise buildings is typically awarded directly by property owners without formal tendering. Pricing is negotiated per square foot or per project. Capital requirements are limited to tools such as rollers, brushes, spray machines, ladders, and basic safety gear. While this segment offers flexibility and low overheads, quality standards, safety compliance, and execution timelines may vary based on individual capability. The segment remains widely prevalent across tier II and tier III cities.
- **Organized independent applicators:** Independent organized contractors execute structured assignments such as painting of residential townships, commercial office complexes, hospitals, manufacturing facilities, warehouses, and infrastructure assets. Examples include application of epoxy flooring systems in factories, anti-corrosion coatings on structural steel, waterproofing of basements, or protective linings in water treatment plants. Engagement is typically through lump-sum or item-rate contracts awarded by developers, EPC contractors, or facility owners. Prequalification criteria, safety certifications, past project experience, and financial capacity influence contract awards. Working capital requirements arise due to milestone-based billing and retention money provisions.
- **Manufacturer-led service platforms:** Certain paint manufacturers have introduced branded painting services that integrate product supply with managed application. For instance, Asian Paints operates Beautiful

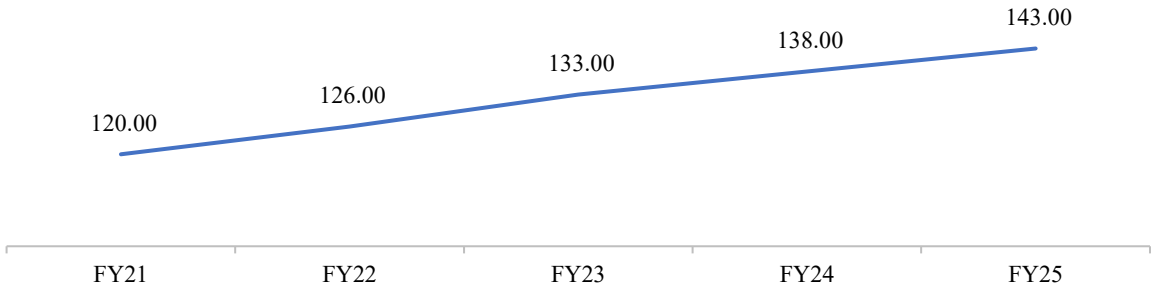
Homes Painting Service, Berger Paints offers Express Painting, Kansai Nerolac provides organized painting services in select markets, and Birla Opus has launched PaintCraft. These platforms generally focus on residential and small commercial projects in urban areas, offering site inspection, digital colour consultation, trained applicators, and defined completion timelines. In some cases, service revenue is disclosed separately in financial statements under sale of services.

Rising painting cost

Painting costs have increased in recent years due to higher material prices, wage escalation, and changes in product and service mix. Paint manufacturers periodically revise prices to reflect movements in input costs such as resins, solvents, additives, and packaging materials, many of which are linked to petrochemical derivatives. For example, leading manufacturers have announced successive price increases in response to raw material cost pressures. Such revisions directly affect overall project-level painting expenditure, particularly where material prices are not contractually locked in.

Construction expenditure data indicates that paints and surface finishes account for a higher proportion of material cost in urban construction compared to rural construction. Urban residential and commercial projects typically use acrylic emulsions, enamel paints, textured finishes, waterproofing systems, and protective coatings rather than basic distemper or cement paint. This shift toward higher-grade finishes increases the overall cost of painting.

Figure 28: All India Consumer Price Index Number for Industrial Worker



Source: Labour Bureau, Ministry of Labour, Government of India, Reserve Bank of India, Crisil Intelligence

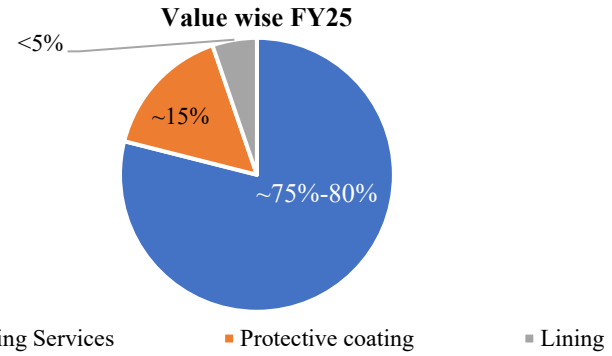
Labour cost escalation has become an important contributor to higher painting expenditure, particularly in urban markets where skilled and semi-skilled painter availability is tighter. Wage expectations for applicators have increased in line with broader cost-of-living pressures, as reflected in the Consumer Price Index for Industrial Workers, which rose from 120.00 in FY21 to 143.00 in FY25, an increase of around 19% over the period. While CPI does not directly measure painter wages, it is a relevant proxy for inflationary pressure on urban labour costs, especially for daily-wage and contract workers.

The impact is more pronounced in premium and technically demanding painting segments, where projects require trained applicators rather than general labour. High-rise buildings, industrial facilities, waterproofing jobs, textured finishes, and specialized coatings typically involve additional cost elements such as scaffolding, safety systems, surface preparation teams, equipment handling, and site supervision. As demand for quality finishes and specialized application increases, contractors face higher wage rates for skilled painters, pushing up overall execution costs and contributing to inflation in painting expenditure.

In addition, the growing adoption of organized painting services has influenced pricing structures. Various players now offer painting service programs featuring managed execution models that include site assessment, standardized processes, and trained applicators. These structured services typically command higher pricing than informal painter-led arrangements.

Collectively, material cost revisions, product premiumisation, labour inflation, and service formalization have contributed to a sustained rise in painting costs across urban and institutional segments.

Types of paint application services
Figure 29: Various types of paint application services



Source: Industry, Crisil Intelligence

Paint application services cover a range of activities depending on the surface type, performance requirement, and project specifications. These services are typically classified into painting, coating and lining, each serving distinct functional and protective purposes.

a) **Painting Services:** Painting services are predominantly demand-led from residential, commercial, and institutional buildings, where repainting is typically required for aesthetic refresh, upgrades, and periodic maintenance. This category covers the application of decorative or finish coatings on walls, ceilings, structural surfaces, and related elements, generally including both interior and exterior work. Typical execution involves surface preparation, primer application, and one or more finish coats using brushes, rollers, or spray equipment. Due to the broad base of buildings and frequent renovation cycles, decorative painting constitutes the largest share of the painting services market, estimated at roughly 75%-80%.

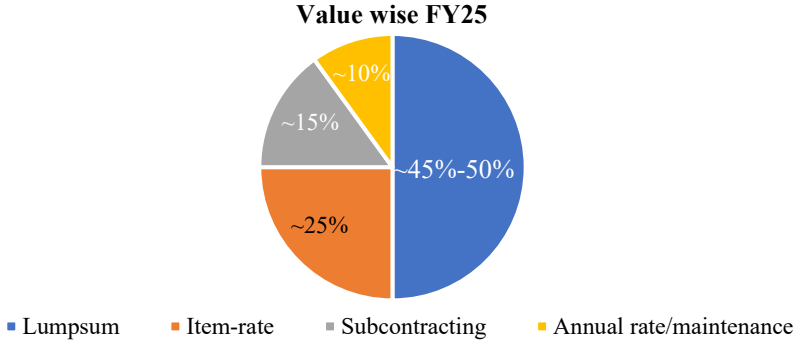
b) **Protective Coating:** Protective coating services focus on enhancing durability and resistance to harsh environmental, chemical, and operational conditions. These systems are used for steel structures, power-related assets, industrial flooring, bridges, refineries, pipelines, and other industrial infrastructure. Protective coatings such as epoxy, polyurethane, acrylic, and other polymer-based systems are selected based on substrate type, corrosion risk, operating temperatures, and the required service life. Unlike decorative painting, protective coating projects place strong emphasis on strict surface preparation standards and adherence to film thickness specifications, often involving more controlled execution and testing. Because protective coating is driven by industrial capital intensity and asset lifecycles rather than mass renovation cycles, it accounts for about ~15% of painting services, while usually commanding higher value per project.

c) **Lining:** Lining services are a specially used to create an internal protective barrier inside tanks, vessels, pipelines, effluent plants, and process industries. Linings are designed to withstand chemical exposure, abrasion, and high moisture environments, with materials selected according to the nature of the process medium and performance requirements. Common lining systems include epoxy, polyurethane, vinyl ester, rubber-based solutions, and cementitious linings. Execution requires careful surface preparation, proper curing, and routine inspection and testing to validate coating integrity and long-term performance. Although the volume of lining projects is smaller, their technical complexity and high-performance requirements make them the highest value segment by square feet in many use cases. As a result, lining forms a small share of the overall market, typically <5%.

The scope and complexity of these services vary by end use, technical requirements, and regulatory standards.

Types of contracts

Figure 30: Various Types of Contracts



Source: Industry, Crisil Intelligence

Table 19: Types of contacts and Price Mechanism

Contract Type	Pricing Mechanism	Quantity Risk Allocation	Suitability
Lump-sum	Fixed total contract value	Contractor	Defined-scope construction projects
Item-rate	Rate per measurable unit	Client	Projects with variable quantities
Subcontract	As per agreed scope and rates	As defined contractually	Large projects under principal contractor
Annual rate / Maintenance	Pre-agreed service rates	Client, based on usage	Periodic repainting and facility upkeep

Source: Industry, Crisil Intelligence

In the paint application industry, contract structures are determined by pricing methodology, scope clarity, and allocation of execution risk. Painting services are executed through multiple contracting formats, with different structures reflecting project size, predictability of scope, and the nature of customer demand.

a) **Lump-sum contracts:** By share, lump-sum contracts account for about 45%-50%, typically dominating residential and much of commercial painting where drawings, scope, and measurable quantities are largely known at the time of award. Under this structure, the client and contractor agree on a fixed total consideration for a clearly defined scope of work. The contractor is responsible for completing the specified activities within the agreed price, subject to approved changes or variations.

b) **Item-rate contracts:** Item-rate contracts form about ~25% of the market, commonly used in government projects and large infrastructure programs. Here, the contracting party agrees on predetermined unit rates for measurable outputs such as square meters of painting, coating thickness outcomes, or linear meters of surface treated. The final contract value is calculated based on actual quantities executed and certified during the project lifecycle. This structure is preferred when site conditions, execution phasing, or design revisions may affect quantities, but unit measurement can still be reliably certified.

c) **Subcontracting arrangements:** Subcontracting arrangements account for around 15%, especially in industrial projects where paint application contractors are engaged by larger principal contractors. In such cases, the subcontract defines the boundary of work, technical standards, timelines, interface responsibilities, and payment terms. Contractor performance is generally aligned with the master project schedule, with coordination required around access windows, safety controls, and sequential execution constraints.

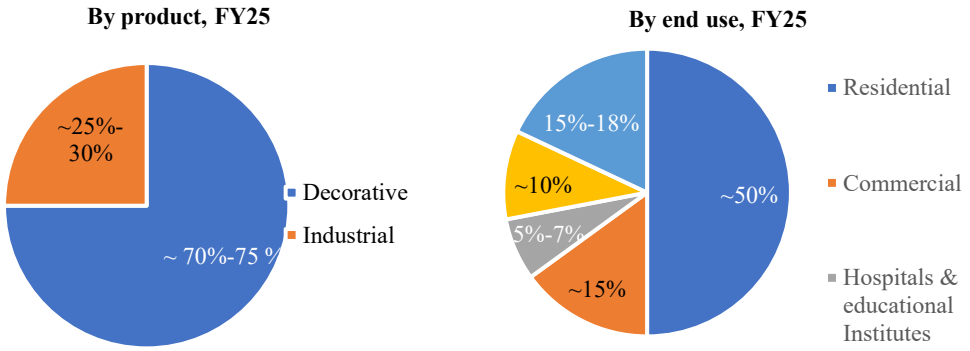
d) **Annual rate or maintenance contracts:** Annual rate or maintenance contracts contribute about 10%, typically seen in settings with recurring repainting and upkeep needs such as hotels, hospitals, malls, and airports. Clients sign annual or multi-year agreements that specify standard rates for routine maintenance activities. Work is then released through periodic work orders depending on building schedules, seasonal requirements, and maintenance planning. This model supports continuity of service delivery while reducing re-bidding for every maintenance instance.

Industries served

Paint application services in India cater to residential, construction, commercial real estate, public infrastructure, industrial manufacturing, and automotive facilities. Decorative applications account for an estimated 70%-75% of overall coatings demand in India, with industrial coatings representing the remaining 25%-30%, as per industry assessments. Demand arises from new construction as well as maintenance and repainting cycles, with repainting contributing a significant share of decorative consumption. The industry serves both retail customers and institutional clients through contract-based execution across varied project scales.

End use segmentation of paint application demand in India

Figure 31: Segmentation based on Product and End Use



Source: Industry, Crisil Intelligence

Residential: The residential segment represents the largest end-use category within decorative coatings. It includes individual houses, apartment complexes, and integrated township developments. Application scope covers interior and exterior wall finishes, waterproofing systems, and wood coatings. Repainting is estimated to account for approximately 70-80% of decorative paint demand, driven by periodic refurbishment cycles. Government housing initiatives and urban redevelopment projects contribute to incremental demand.

- **Residential individual houses** account for approximately 30% of the painting services market. Demand is primarily driven by individual homeowners undertaking periodic repainting, aesthetic upgrades, renovation, and maintenance work. This segment typically has shorter repainting cycles compared with institutional or industrial properties, resulting in a large number of small and medium-sized projects. The application scope generally includes interior wall finishes, exterior wall coatings, waterproofing systems, terrace coatings, metal paints, and wood coatings for doors, windows, and furniture. Repainting forms the majority of demand in this category, supported by refurbishment cycles, home improvement spending, and urban housing upgrades.
- **Residential complexes**, including apartment buildings, gated communities, and integrated townships, account for approximately 20% of the market. Demand in this segment is driven by both society-level maintenance and individual apartment-level repainting. Projects are generally larger than individual house assignments and may be executed through housing societies, resident welfare associations, facility managers, developers, or individual unit owners. The work often involves coordinated planning, vendor comparison, technical evaluation, and phased execution to minimize disruption to residents.

Commercial: Commercial segment accounts for approximately 15% of the market and includes office buildings, retail malls, hotels, convention centres, restaurants, and other commercial establishments. Application requirements in this segment are generally more specification-led than in the residential market, with emphasis on premium interior emulsions, durable exterior coatings, epoxy flooring systems, fire-retardant paints, and high-performance finishes for high-traffic areas. Execution typically follows formal tendering or quotation-based contract structures, with defined technical specifications, safety compliance requirements, brand approvals, and coordinated timelines. Commercial properties also undertake periodic repainting to maintain brand image, customer experience, and asset quality.

Hospitals and educational institutions:
Hospitals and educational institutions account for approximately 5%-7% of the market. This segment includes hospitals, clinics, diagnostic centres, schools, colleges, universities, and training institutions. Coating demand is driven by functional performance, regulatory compliance, hygiene requirements, and lifecycle cost considerations. Healthcare facilities typically require specialized solutions such as low-VOC, anti-microbial, stain-resistant, washable, and chemical-resistant coatings to support infection control and cleanability. In contrast, educational institutions prioritize cost-efficient, low-odour, durable, and easy-to-maintain coatings capable of withstanding heavy footfall and frequent use. Procurement is generally institutional and specification-driven, with repainting cycles aligned to planned maintenance schedules, academic calendars, or hospital maintenance windows.

Public infrastructure: Public infrastructure accounts for approximately 10% of the market and includes bridges, metro rail systems, railway stations, airports, highways, power facilities, government buildings, and other public assets. Projects in this segment require coatings designed for long service life, corrosion resistance, weather durability, and protection against heavy environmental exposure. Application areas may include steel structures, concrete surfaces, station buildings, utility areas, road furniture, and transport infrastructure. Engagement is generally through EPC contractors, government tenders, or public-sector procurement processes under item-rate or lump-sum contracts. Execution is specification-intensive and often involves quality checks, safety compliance,

and phased project delivery.

Industrial: The industrial segment accounts for approximately 15%–18% of the painting and coating services market. Demand covers manufacturing plants, refineries, chemical units, warehouses, automotive OEM facilities, heavy engineering units, process industries, and logistics infrastructure. Application requirements are largely functional and performance-driven, including anti-corrosion coatings, epoxy and polyurethane flooring, tank linings, pipe coatings, heat-resistant coatings, and chemical-resistant systems. Industrial projects typically require higher technical expertise, surface preparation standards, film thickness control, safety compliance, and inspection protocols. Within industrial coatings, automotive applications form a significant sub-segment and are estimated to account for around 40%–50% of industrial coating consumption.

Average unit economics

Unit economics in paint application are divided between material cost and manpower or execution cost. The relative share varies significantly depending on whether the project involves fresh painting, repainting, decorative finishes, or industrial coatings.

Table 19: For a basic paint application contract:

Cost	% Breakup
Material	40%-45%
Labour	45%-50%
Equipment Charges	2%-5%
Other	2%-5%

Source: Industry, Crisil Intelligence

A basic paint application contract is predominantly composed of direct execution costs, with labour and materials making up the overwhelming majority of the cost base. The relatively higher labour share highlights the manual and execution-intensive nature of painting work, while limited equipment and other overhead costs suggest a low fixed-cost operating model for contractors.

Table 20: Composite v/s non-composite contract:

Contract	Cost (per Sqft)
Composite	18-29
Non- Composite	15-26

Source: Aapkapainter, Crisil Intelligence

Composite contracts generally carry a small premium due to integrated material-and-service delivery, while the overlap with non-composite pricing highlights the importance of execution complexity, finish quality, and site conditions in overall cost determination

From a business-model perspective, players operating on a turnkey or composite basis can address a broader share of the value chain than contractors providing application services alone. By integrating material sourcing, surface preparation, application, supervision and project execution, these players may capture value from both the product and service components of a project, while offering customers greater convenience, accountability and consistency of outcome. This model may also support stronger customer relationships and facilitate the delivery of performance-led or end-to-end coating solutions.

Application-level economics: Fresh vs repainting

Retail market data indicates that fresh painting is more labour-intensive due to surface preparation, crack filling, and priming requirements.

Table 21: Indicative per square foot cost structure (as cited in retail market data):

Category	Material cost (₹/sq. ft.)
Fresh painting	₹20–₹38
Repainting	₹12–₹28

Source: Industry, Crisil Intelligence

Table 22: Breakdown by paint category

Paint category	Material cost (₹/sq. ft.)	Labour charges (₹/sq. ft.)	Total cost (₹/sq. ft.)
Distemper	₹10	₹8 – ₹10	₹18 – ₹20
Emulsion	₹12 – ₹60	₹10 – ₹25	₹22 – ₹85
Enamel	₹80	₹20 – ₹25	₹100 – ₹105

Paint category	Material cost (₹/sq. ft.)	Labour charges (₹/sq. ft.)	Total cost (₹/sq. ft.)
Textured	₹80 – ₹200	₹40 – ₹60	₹120 – ₹260

Source: Industry, Crisil Intelligence

Macro-level construction expenditure pattern

As per data from the Ministry of Statistics and Programme Implementation:

Table 23: Percentage share of various components in total construction expenditure

Component	Share of total construction expenditure
Materials	74.70%
Labour	22.20%
Other services	3.10%

Source: Ministry of Statistics and Programme Implementation (MoSPI), industry, Crisil Intelligence

Within the material component, paints, varnishes, and lacquers account for approximately 8.20% of material expenditure in urban households and 4.40% in rural households.

Turnkey contracts

Turnkey paint supply and application arrangements can take different forms, ranging from contractor referral and supervised application services to integrated turnkey project execution. Under a contractor-referral model, the product manufacturer or platform may facilitate access to independent applicators. Under an integrated model, the provider combines paint supply with project planning, material coordination, workforce mobilisation, application, supervision and quality control. The extent of responsibility assumed across these activities is therefore a key distinction among organised service models.

Table 24: Customer Issues & how turnkey solution provider solves them

Customer Issues	How turnkey solution provider help solve
Coordination across multiple vendors	Combines paint supply, application and project management within a coordinated engagement.
Consistency of application	Uses defined application processes, trained or skilled applicators, supervision and quality checks.
Alignment of material supply with project progress	Coordinates manufacturing, material planning and phased site delivery with the execution schedule.
Workmanship and execution visibility	Manages application activities and site supervision instead of leaving execution entirely outside the project framework.
Selection of appropriate products and systems	Uses site assessment and technical inputs to determine suitable products and application methods.
Consistency across large or multi-site projects	Uses centralised planning, trained manpower and quality-control processes across project locations.
Project timeline management	Coordinates material availability, workforce deployment and application schedules.
Large-scale project execution	Provides an end-to-end scope covering assessment, material supply, manpower, application, supervision and completion.
Colour, finish and customised requirements	The Company offers a comprehensive palette of 2,700+ shades, plus customised products and special finishes.
Clear allocation of responsibility	Brings product supply and application activities within a common project-delivery framework.

Source: Industry, Crisil Intelligence

Turnkey contracts combine paint supply and managed application services under a single agreement, assigning responsibility for materials, execution, coordination, and performance to one provider. The scope typically includes product selection, surface preparation, paint application, site supervision, quality checks, safety compliance, warranty support and post-application touch-ups. In some cases, it may also cover allied services such as waterproofing, protective coatings, floor coatings, line marking and periodic maintenance.

Organized or B2B contract painting services provide an end-to-end painting solution encompassing site inspection, surface preparation, material procurement, application, post-paint cleanup, and warranty support. These services are typically offered by organized players such as Asian Paints Painting Services and Aapka Painter, ensuring standardized execution, trained applicators, and predictable project timelines. In contrast,

traditional painting is largely undertaken by independent painters or local contractors, where the scope is generally limited to labour, with the customer often procuring materials separately. While traditional painting is relatively economical, the quality, timelines, and after-sales support may vary depending on the contractor. As a result, organized painting services command a price premium due to their comprehensive service offering, superior quality assurance, and warranty-backed execution.

Table 25: Comparison of Organized/ B2B Contract Painting and Traditional / Unorganized Painting

Parameter	Organized / B2B Contract Painting	Traditional / Unorganized Painting
Pricing model	End-to-end package including material, labour, surface preparation and warranty	Primarily labour-based; materials often purchased separately
Typical cost	Rs12-45/sq. ft. (Rs129-484/sq. m.)	Rs 10-25/sq. ft. (Rs108-269/sq. m.)
Labour charges	Included in package	Rs 10-20/sq. ft. (Rs 108-215/sq. m.) labour only
Service scope	Inspection, putty, primer, painting, protection, cleanup and warranty	Painting application; additional services charged separately
Quality assurance	Standardized process with trained workforce and branded paints	Dependent on individual painter expertise
Suitable for	Residential, commercial and institutional projects	Small residential repainting and local jobs

Source: Industry, Crisil Intelligence

This model is increasingly relevant across residential, commercial, industrial and infrastructure projects, particularly where clients seek consistency in finish quality, reduced vendor coordination and better accountability. Key end-user clients include real estate developers, housing societies, facility management companies, commercial property owners, retail chains, hospitality operators, manufacturing plants, warehouses, public institutions and infrastructure contractors.

Engagement terms may be structured on a project basis, rate contract, annual agreement or multi-year framework, with defined service levels, timelines, material specifications, inspection protocols and performance warranties.

Advantages of turnkey contracts:

- **Price competitiveness:** Industrial and real estate clients focus on cost efficiency and utility rather than brand value. As a result, integrated contract pricing where product supply and application services are bundled are more attractive than fragmented purchasing approaches.
- **Single Point Accountability:** Clients prefer working with a single vendor responsible for both supply and execution. This integrated approach reduces coordination complexity, improves accountability, and minimizes risks associated with managing multiple contractors.
- **Scalable Execution Capabilities:** Large projects require consistent quality and efficient coordination. A centralized execution model, supported by skilled applicators or painters, enables smooth delivery at scale, making one-stop solution providers particularly appealing.
- **Cost savings and value engineering:** In B2B turnkey contracts, procurement, product selection, and application are managed under a single integrated framework, enabling better quantity estimation, standardized coating specifications, and lower material wastage. Centralized procurement and inventory planning also help improve cost predictability and ensure timely material availability across project sites. For industrial and infrastructure clients, value engineering can be built into the coating design through optimized systems such as mono-coat or 3-coat-1-bake processes, which reduce paint consumption, application layers, and curing time. Similarly, the use of high-durability and long-life coatings can reduce future repainting frequency and lower lifecycle maintenance costs.
- **Increased efficiency and faster timelines:** Turnkey B2B contracts improve execution efficiency by aligning material supply, manpower deployment, equipment usage, and site scheduling from the outset. Mechanized tools such as spray systems, sanding machines, and surface preparation equipment enable faster and more consistent application compared to conventional manual methods. Organized painting service platforms, including models such as Express Painting and Beautiful Homes Painting Service, demonstrate how mechanized execution can reduce project timelines. In industrial fabrication or shutdown environments, compact coating systems can further compress application cycles, while integrated supply chains reduce downtime caused by delayed material delivery.
- **Increased flexibility:** A turnkey contract structure allows clients to manage changes in shade selection, coating specification, application area, or project scope more efficiently. Since procurement, technical consultation, and execution are handled through a unified model, modifications can be coordinated without significant disruption to the overall workflow. These contracts can also be tailored to include allied services

such as waterproofing, textures, protective coatings, floor coatings, and specialty finishes, giving B2B clients greater flexibility while maintaining a single point of coordination.

- **Project management expertise:** B2B turnkey contracts typically include dedicated project supervision, structured work schedules, milestone tracking, and coordination between technical, procurement, and site execution teams. This is particularly important for large residential complexes, commercial buildings, industrial plants, institutions, and infrastructure projects where multiple work fronts and timelines need to be managed simultaneously. Dedicated project teams help ensure that specifications are followed, materials are available on time, applicators are deployed efficiently, and work progress remains aligned with the client's overall project schedule.
- **Quality control and accountability:** Bundled arrangements create clearer accountability by linking the specified coating system with approved application practices under one contractual framework. This reduces ambiguity between product performance and workmanship, which is common when material supply and application are handled by separate vendors. Quality control is strengthened through trained applicators, standardized procedures, site inspections, diagnostic tools such as moisture meters for waterproofing, and defined acceptance criteria. Where applicable, product-linked warranties or performance assurances can also be included, giving B2B clients greater confidence in execution quality and long-term coating performance.

Construction and infrastructure sector

India's construction sector is a significant contributor to the domestic economy and accounted for approximately 8.48% of nominal Gross Value Added in Fiscal 2025. India's nominal GDP reached approximately ₹318.07 trillion during the year, while real GDP grew by 7.10%, reflecting continued economic expansion, albeit at a slower rate than in the preceding fiscal year.

Infrastructure remains the primary growth engine within construction. Public capital expenditure has increased significantly over the past decade, with budgeted central capex of approximately ₹11.21 trillion for fiscal 2026, equivalent to about 3.10% of GDP. The National Infrastructure Pipeline has an outlay of around ₹147.00 trillion, with a substantial proportion of projects under implementation. Roads and highways account for nearly half of infrastructure investments, while railways, urban metro systems, airports, and logistics hubs continue to expand.

Building construction is supported by residential demand, including affordable housing initiatives such as PMAY-U 2.0 targeting 1 crore urban homes. Industrial construction linked to oil and gas, metals, automobiles, and manufacturing incentives further strengthens sectoral growth.

Trend in construction capex

India's construction capital expenditure is in a sustained expansion cycle, driven by increased public infrastructure spending and steady private investment in housing and industrial capacity. Total construction investments, estimated at ₹42.45 trillion during fiscal 2019-2023, are projected to rise to approximately ₹67-69 trillion during fiscal 2024-2028, reflecting 1.61 times increase. Construction activity typically grows at 1.50-2.00 times the rate of domestic consumption growth, indicating strong linkage with economic expansion.

Public capital expenditure has increased materially over the past decade. Budgeted central capex stands at approximately ₹12.22 lakh crore for fiscal 2027, with effective capital expenditure including grants estimated at ₹17.15 lakh crore, representing around 4.40% of GDP. Under the National Infrastructure Pipeline, about 54.00% of projects by value are currently under implementation, reflecting execution momentum.

Infrastructure construction (68%-70% share; ₹46-48 trillion projected for fiscal 2024-2028):

- Roads and highways remain the largest segment, historically accounting for nearly half of infrastructure investments.
- Railways and metro systems continue to see increased allocation, including station redevelopment and corridor expansion.
- Urban infrastructure, including water supply, sanitation, and metro rail, is projected to grow significantly.
- Power generation and transmission remain capital-intensive components.

Building & construction (23%-25% share; ₹16-17 trillion projected):

- Residential construction dominates, accounting for approximately 87.55% of building investments, supported by urbanization and affordable housing initiatives.
- Commercial and social infrastructure includes office parks, retail, healthcare, and educational institutions.

Industrial and manufacturing construction (6%-8% share; ₹4.40-4.60 trillion projected):

- Oil and gas represent the largest sub-segment within industrial capex.
- Metals and automobile manufacturing contribute through capacity expansions.
- Production Linked Incentive schemes support investment in electronics, automotive, and specialty manufacturing facilities.

Government and private initiatives and investments in infrastructure development

Infrastructure development in India is supported by sustained public capital expenditure, structured planning frameworks, and increasing private sector participation.

Public capital expenditure has risen materially from ₹2 lakh crore in fiscal 2015 to a budgeted ₹12.22 lakh crore for fiscal 2027. Effective capital expenditure, including grants for asset creation, is estimated at ₹17.15 lakh crore, representing approximately 4.40% of GDP.

Government expenditure on the construction, renovation and maintenance of schools, hospitals, administrative buildings and other public infrastructure is expected to create additional opportunities for providers of integrated paint supply and application services.

Key government frameworks include:

- National Infrastructure Pipeline (NIP): Revised investment target of ₹147.00 trillion across 54 sectors. Approximately 54% of projects by value are under implementation. Major allocations are directed toward roads, power, water, and railways.
- National Monetisation Pipeline (NMP): Designed to unlock value from operational brownfield assets and reinvest proceeds into new infrastructure. NMP 2.0 targets monetisation of ₹16.72 lakh crore between fiscal 2026 and fiscal 2030.
- PM Gati Shakti National Master Plan: A GIS-based digital platform integrating multiple ministries and states to improve multimodal connectivity and project coordination.

Sectoral focus areas include:

- Roads and highways: National highway network expanded to approximately 146,145 km, supported by corridor and rural connectivity programs.
- Railways: Capital outlay of approximately ₹2.65 lakh crore, funding station redevelopment, freight corridors, and high-speed rail initiatives.
- Urban and housing: PMAY-U 2.0 targets construction of 1 crore urban homes with investment of around ₹10 lakh crore. Urban missions support metro rail, water supply, and sanitation projects.
- Logistics: Development of multimodal logistics parks and digital platforms to improve supply chain efficiency.
- Healthcare: Ayushman Bharat Health Infrastructure Mission, drives expansion of wellness centers, new government hospitals and critical care blocks.
- Education: Samagra Shiksha Abhiyan India's integrated school education scheme allocates funds for school infrastructure, including maintenance and upgradation of government school buildings. Complementing these national-level interventions, state governments are also undertaking large-scale, localized school infrastructure programmes. The Mana Ooru–Mana Badi / Mana Basti–Mana Badi programme is a flagship, large-scale school infrastructure development initiative of the Government of Telangana, aimed at comprehensively upgrading infrastructure across 26,065 government and local-body schools across all 33 districts of Telangana over a period of five years, through a three-phase programme with an approved outlay of Rs 7,289.54 crore, benefiting approximately 19.84 lakh students.

Private participation is facilitated through Public-Private Partnerships, Infrastructure Investment Trusts (InvITs), and Real Estate Investment Trusts (REITs), which have unlocked over ₹1.50 lakh crore in asset monetization. Institutions such as NIIF and NaBFID provide long-term financing support, while interest-free loans to states incentivize sub-national infrastructure development.

Growing demand for residential and commercial construction

Building construction in India is projected to reach approximately ₹16-17 trillion during fiscal 2024-2028,

reflecting growth of about 1.34 times compared to the previous five-year period. Expansion is driven primarily by residential development, supported by urbanization and policy-led housing initiatives, alongside a recovery in commercial real estate.

Residential construction: Residential housing accounts for approximately 87.55% of total building construction investments. Demand across eight key cities, including Delhi NCR, Mumbai Metropolitan Region, Pune, Ahmedabad, Hyderabad, Chennai, Kolkata, and Bengaluru, is projected to grow at an estimated 8-10% CAGR between fiscal 2023 and fiscal 2025, reaching approximately 325 million square feet. Annual new launches are forecasted to grow at 13%-15% CAGR, reaching 330-350 million square feet by fiscal 2025.

Key demand drivers include:

- Urbanization: Urban population is projected to reach approximately 40.14% by 2030, increasing housing requirements in metropolitan and tier II cities.
- Changing household structures: Growth in nuclear families is increasing per capita floor space demand.
- Affordable housing initiatives: PMAY-U 2.0 involves investment of approximately ₹10 lakh crore and targets construction of 1 crore urban homes over five years.
- Income growth: Rising per capita income levels have improved housing affordability in organized urban markets.

Commercial and social infrastructure

Commercial construction has strengthened following recovery in office leasing and corporate expansion. Global Capability Centres and IT services firms continue to drive office absorption in major cities. Data centre construction is projected to grow at 25%-30% CAGR between 2023 and 2026, supported by digital infrastructure expansion. Retail and hospitality development has increased in response to higher discretionary spending. Healthcare and education infrastructure have also seen higher budgetary allocation and institutional investment.

Geographical diversification

While metros account for a significant share of market value, growth is expanding into tier II and III cities. Budgetary emphasis on developing cities with populations above 5 lakh supports new regional growth clusters.

Investment environment and institutional participation

Institutional investment in real estate has strengthened, with reported inflows of approximately $10.40 billion in 2025. The REIT ecosystem has expanded, with market capitalization exceeding $10.00 billion. Regulatory reforms, including RERA and GST, have contributed to greater transparency and investor participation.

Household-led construction activity remains significant. Approximately 98.54 lakh households undertook own-account construction during fiscal 2024, with rural households accounting for a majority of such activity. Construction expenditure remains material-intensive, with materials accounting for approximately 70%-78% of total spending.

Increasing focus on urbanization and smart cities

Urbanization in India is reshaping infrastructure priorities, spatial planning, and capital allocation. Urban population is projected to increase from approximately 35% in 2025 toward nearly 50% by 2050, with towns and cities expected to house around 600 million people by 2036. Urban centres are estimated to contribute nearly 70% of national GDP over the medium term. Expansion is increasingly visible in peri-urban belts and tier II and III cities, reflecting geographic diversification beyond established metropolitan regions.

Urban centres across India are witnessing the development of larger residential, commercial and institutional projects, creating demand for organized providers capable of executing painting and coating works at scale.

Smart Cities Mission

The Smart Cities Mission has focused on modernization of core urban infrastructure through technology-enabled planning and service delivery. As of March 2026, approximately 97% of the 8,064 sanctioned projects under the mission, with aggregate investment of around ₹1.56 lakh crore, have been completed. Total investment under the program is estimated at approximately ₹1.64 lakh crore. All 100 selected cities have operational Integrated Command and Control Centres supporting monitoring of utilities, traffic management, waste systems, and public safety. Project components include smart roads, water supply upgrades, sewerage systems, non-motorized transport corridors, and digitized governance platforms.

Urban infrastructure and housing initiatives

- PMAY-U 2.0: Investment of approximately ₹10 lakh crore targeting construction of 1 crore urban housing units.
- Urban Challenge Fund: ₹1 lakh crore framework designed to co-finance redevelopment, water management, and sanitation projects in growth-oriented cities.
- City Economic Regions: Budgetary emphasis on infrastructure development in cities with populations above 5 lakhs to support regional growth hubs.
- Transit-Oriented Development: Policy framework promoting higher-density, mixed-use development around transport corridors to optimize land use and reduce commute times.
- Regional connectivity projects: The 82 km Delhi-Meerut Regional Rapid Transit System corridor supports suburban expansion and improved inter-city mobility.

Logistics and digital integration

The National Logistics Policy seeks to reduce logistics costs as a percentage of GDP through multimodal connectivity and digital platforms such as the Unified Logistics Interface Platform. Integration of transport corridors, freight networks, and urban planning supports improved mobility and coordinated infrastructure development.

Opportunities for growth

Formalisation of the paint application market represents a significant growth opportunity for organised integrated providers. The paint application industry was estimated at Rs 400-420 billion in Fiscal 2025 and is projected to reach Rs 640-670 billion by Fiscal 2030, while organised participants account for only approximately one-fifth of the market by value. The opportunity is not limited to a single end-use segment since integrated execution can address painting requirements across residential, commercial, institutional, industrial and infrastructure applications.

The large unorganised share indicates that application-side formalisation remains at an earlier stage than product-side formalisation. Customers with larger, multi-site or specification-driven requirements are increasingly likely to value coordinated material supply, trained workforce deployment, project supervision and documented quality control, supporting the transition from individually managed contractor engagements towards organised project-delivery models.

Project-led brand development and expansion of product sales

Most established paint manufacturers built their brands through product distribution, dealer networks and consumer marketing before expanding into application-related services.

The next phase of growth can therefore be supported by two complementary revenue streams: continued expansion of turnkey paint projects and increased sales of branded paint products. The project business provides direct engagement with customers and application feedback, while product sales can extend the reach of the Company's manufacturing and brand capabilities.

Structural under-penetration and fragmentation present opportunities in the paint application industry. India's per capita paint consumption of approximately 3.50-4.50 kg remains below the global average of around 10.00-15.00 kg, indicating scope for long-term expansion in application volumes as construction intensity increases.

A significant opportunity lies in formalizing the largely unorganized application ecosystem. Organized service models, industrial finishing centres, and technically qualified applicators remain limited relative to project scale in commercial, infrastructure, and manufacturing segments.

Specialized segments such as waterproofing and construction chemicals, estimated at approximately ₹15,000 crore, offer higher-value execution opportunities. Emerging asset classes such as data centres and renewable energy installations require advanced coating systems, presenting opportunities for technically capable application providers in performance-oriented segments.

Table 26: Key Application Markets and Demand Drivers

SN	Key Application End Markets	Paint Application service Demand Driver
1.	Residential	Increasing housing construction, renovation/remodelling activities, rising disposable income, demand for premium and aesthetic finishes
2.	Commercial	Growth in office spaces, malls, and retail outlets; need for maintenance cycles; branding and interior aesthetics requirements

SN	Key Application End Markets	Paint Application service Demand Driver
3.	Hospitals	Strict hygiene standards, demand for antimicrobial and easy-to-clean coatings, frequent repainting for compliance and safety
4.	Educational Institutes	Expansion of schools/universities, periodic maintenance schedules, focus on safe and low-VOC coatings for indoor air quality
5.	Infrastructure	Government investments in infrastructure (roads, bridges, airports), need for protective coatings, durability and weather resistance requirements
6.	Industrial	Expansion of manufacturing and logistics facilities, need for corrosion protection, specialized coatings (heat, chemical resistance), safety markings and compliance requirements

Source: Industry, Crisil Intelligence

Increasing demand from emerging industries

Emerging industries in India are generating incremental demand for specialized paint application services that require performance-oriented coatings and compliance with defined technical standards.

Renewable energy

India's non-fossil fuel power capacity has reached approximately 218 GW, reflecting significant expansion in renewable infrastructure. Wind and solar installations require corrosion-resistant and weather-durable coating systems for towers, blades, mounting structures, and transmission components. Offshore and coastal wind assets are exposed to high salinity environments, increasing the need for multi-coat protective systems. Application in renewable projects is specification-driven and often linked to long service life requirements.

Aerospace and defence

Growth in domestic aerospace manufacturing and maintenance facilities has created demand for high-performance industrial coatings. Aerospace components require coatings capable of withstanding high temperatures, chemical exposure, and mechanical stress. Execution typically involves controlled spray environments, defined surface preparation standards, and adherence to aviation quality norms. Government-led manufacturing initiatives have supported increased domestic production in defence and aerospace, expanding the requirement for certified application capabilities.

Data centres and semiconductor facilities

India hosts approximately 3% of global data centre capacity while accounting for nearly 20% of global data generation, indicating expansion potential in digital infrastructure. Data centre construction requires passive fire protection systems, anti-static flooring, and clean-room compatible coatings. Infrastructure status granted to data centres has supported capital investment in new facilities, increasing demand for technically qualified applicators.

Electric vehicles and electronics

Industrial construction linked to electric vehicle manufacturing and electronics production is increasing. Specialized coatings are required for battery packs, chassis components, and manufacturing lines. Application environments demand consistency, energy-efficient curing systems, and compliance with international safety standards.

Specialized paint application services in the construction and infrastructure sectors

Modern construction and infrastructure assets increasingly require performance-oriented coating systems designed for durability, safety, and lifecycle efficiency. This shift reflects higher capital allocation toward infrastructure and more stringent technical specifications in large-format projects.

Protective coatings for infrastructure: Bridges, metro rail systems, rail corridors, and coastal structures require multi-layer anti-corrosion systems to withstand humidity, salinity, and pollution exposure. Marine and high-salinity environments demand specialized epoxy primers and fluoropolymer-based topcoats to extend asset life. Transport assets, including high-speed rail systems, utilize weather-resistant coating systems tested for durability and surface retention.

Scientific waterproofing and construction chemicals: Waterproofing and construction chemicals represent an estimated ₹15,000 crore segment. Demand is driven by high-rise construction, basement development, podium decks, and rehabilitation of aging buildings. Application practices increasingly incorporate moisture-detection tools and defined treatment protocols rather than manual assessment. Liquid-applied elastomeric membranes, fibre-reinforced systems, and heat-reflective roof coatings are commonly specified in urban developments.

Passive fire protection and safety coatings: Industrial facilities, refineries, tunnels, warehouses, airports, and

data centres require intumescent and fire-resistant coating systems to meet safety compliance norms. Expansion of digital infrastructure and energy assets has increased the share of fire-rated structural steel protection within project scopes. Certain systems carry third-party certification to validate fire-resistance performance.

Specialized industrial applications: Emerging sectors such as aerospace, electronics manufacturing, renewable energy, and electric vehicle production require advanced coating systems. Wind turbine towers and blades require weather-durable coatings. Aerospace and electronics components demand chemical-resistant and high-temperature-tolerant systems applied under controlled conditions. Electric vehicle manufacturing lines require coatings meeting flame-retardant and insulation standards.

Execution capability and mechanization: Specification-driven projects require calibrated spray equipment, controlled curing conditions, and documented inspection procedures. Mechanized spraying and surface preparation equipment can reduce project timelines by up to 60% compared to manual processes in certain applications. Increasing technical complexity is contributing to demand for organized, trained application teams capable of meeting defined engineering standards.

Shift in customer preference

Customer behaviour in the construction and renovation market is increasingly influenced by design considerations rather than purely functional requirements. Visual appeal, surface finish quality, and customization are gaining importance in both residential and commercial projects.

Shift in material mix: Urban households allocate approximately 8.20% of material expenditure to paints, varnishes, and lacquers compared to 4.40% in rural areas, indicating higher finishing intensity in cities. Decorative emulsions and specialty coatings are progressively replacing basic distemper and cement-based paints in organized markets. Premium finishes offering washability, stain resistance, and smoother textures are being specified more frequently in urban housing.

Design-led construction in commercial assets: Office buildings, retail spaces, and hospitality projects increasingly incorporate coordinated colour themes and feature finishes aligned with brand identity. Interior fit outs in commercial spaces often include textured coatings, metallic finishes, and wood treatments as part of overall design planning.

Digital influence and informed selection: Shade visualization tools and digital simulation platforms are supporting pre-application colour selection and customization. Structured consultation models have increased consumer engagement in finish selection decisions.

Professional execution preference: Complex finishes such as textures, metallics, and specialty coatings require trained applicators and controlled execution methods. Organized service providers and mechanized application tools are increasingly preferred in urban markets where finish consistency is prioritized. Premiumisation trends reflect a broader shift toward discretionary spending within construction budgets, with aesthetic value forming a larger share of total project expenditure.

Government tenders and eligibility criteria

Institutional and infrastructure painting contracts in India are largely awarded through structured public procurement frameworks. Entry into this segment is governed by defined technical, financial, and statutory conditions that influence participation by paint manufacturers and application service providers.

Public Procurement (Preference to Make in India) Order, 2017

- **Local content classification:** Bidders are categorized as Class-I local suppliers with minimum 50% local content and Class-II local suppliers with minimum 20% local content.
- **Purchase preference:** Class-I suppliers receive preferential treatment and, where their quoted price falls within a 20% margin of the lowest bidder, may be eligible to supply up to 100% of the tendered quantity in certain non-divisible procurements.
- **Global tender restriction:** For procurements below ₹200 crore, government entities are generally restricted from issuing global tender enquiries, thereby limiting foreign participation in mid-sized public projects.

Technical and financial pre-qualification norms

- **Experience requirement:** Submission of completion certificates for similar painting, waterproofing, or protective coating projects of specified contract value.
- **Financial eligibility:** Minimum turnover benchmarks, audited financial statements, and bank solvency certificates aligned with project size.

- **Statutory compliance:** GST registration, EPF and ESI compliance where applicable, and updated tax filings.
- **Operational capability:** Demonstration of calibrated spray systems, scaffolding arrangements, safety infrastructure, and availability of trained supervisory and execution teams.

Grading and contractor registration

Agencies such as CPWD, MES, and state public works departments require graded contractor registration prior to bid participation in specific project categories. Registration grades are typically linked to contract value thresholds and past execution performance.

Government e-Marketplace (GeM) portal

GeM portal serves as a centralized digital procurement platform for government departments, public sector undertakings, and autonomous bodies. It plays a growing role in the sourcing of standardized painting materials as well as engagement of service providers for facility management and infrastructure works.

Product specification and validation

Infrastructure and transport projects may require coatings that comply with ministry-specific technical specifications. Corrosion-resistant, fireproofing, and waterproofing systems are often subject to product-level validation and approval prior to inclusion in tender documents.

State-level facilitation measures

Certain state industrial policies provide incentives for establishing manufacturing or industrial finishing facilities, including reimbursement of statutory charges or capital-linked subsidies. Single-window clearance systems in select states facilitate regulatory approvals for setting up application or production infrastructure.

Skill and manpower certification

Tender documentation increasingly requires proof of trained applicators and safety-certified personnel. Alignment with nationally recognized vocational certification frameworks strengthens eligibility in large-format public infrastructure projects.

Paint application industry growth drivers

The drivers of the paint application market are increasingly linked not only to the quantity of surfaces requiring painting, but also to the complexity of execution. Larger projects, multi-site programmes, formal procurement processes, tighter completion schedules and greater emphasis on safety and quality documentation increase the need for organised project planning and application management. These factors support providers capable of coordinating product selection, material supply, workforce deployment, supervision and inspection within a single operating model.

The formalisation of painter training, mechanised application, digital project monitoring and standard operating procedures is also widening the distinction between individually managed contractor engagements and organised integrated execution. As customer requirements evolve, the relevant competitive factors increasingly include execution capability, project management, accountability and the ability to deliver consistent outcomes across sites, in addition to product range and price.

Growth in the paint application industry is linked to expansion in construction, infrastructure spending, industrial output, and increasing formalization of services. Paint demand typically grows at a multiple of overall consumption growth, reflecting its correlation with building activity. Affordable housing initiatives such as PMAY-U 2.0 and urban redevelopment programs support residential demand, while higher expenditure intensity on paints in urban construction indicates stronger city-led consumption. Infrastructure projects including bridges, metro systems, and rail corridors require performance coatings. Industrial expansion, including automotive and electric vehicle manufacturing, adds specialized coating demand. Shortening repainting cycles and rising adoption of organized painting services further support industry growth.

Repainting Demand and maintenance

Painting services demand can be broadly classified into New Construction and Repainting/Maintenance. While new construction demand is linked to real estate, infrastructure, and industrial project completion cycles, repainting and maintenance account for approximately 70%–80% of the overall painting services market, making it the largest and most recurring demand driver.

In the residential sector, repainting demand is driven by aesthetic refresh, home renovation, tenant turnover, waterproofing needs, and periodic upkeep of individual houses and apartment complexes. Residential repainting typically follows a 3-5 year cycle, with interiors repainted more frequently than exteriors. Housing societies and

residential complexes also generate recurring demand through façade repainting, common area maintenance, terrace waterproofing, and periodic refurbishment.

In the commercial sector, repainting is driven by brand image, customer experience, lease renewals, tenant changes, and facility upgrades. Offices, hotels, malls, retail stores, and institutional buildings require regular repainting to maintain visual appeal and operational standards. High-footfall properties often have shorter maintenance cycles, creating steady demand for organized painting services.

In the industrial sector, repainting and maintenance are more performance-led than aesthetic. Demand is driven by corrosion protection, asset integrity, safety compliance, and lifecycle extension of plants, steel structures, tanks, pipelines, floors, and equipment. Protective coatings, epoxy flooring, anti-corrosion systems, and linings are typically reapplied as part of planned shutdowns or preventive maintenance schedules.

Painting market outlook in key geographies and competition

Demand conditions across the Indian paint market continue to be shaped by construction growth, infrastructure investment, rising industrial output, and increasing consumer preference for better finishes. The medium-term outlook remains positive, supported by low per capita paint consumption compared with developed economies, continued urbanization, and gradual formalization across distribution and service channels.

Within India, market value remains concentrated in large metropolitan regions such as the Mumbai Metropolitan Region, National Capital Region, Bengaluru, Chennai, Hyderabad, and Pune. These markets benefit from higher construction intensity, premium product adoption, faster repainting cycles, and greater spending on interior and exterior finishes. Urban households allocate approximately 8.20% of their construction material expenditure to paints, compared with about 4.40% in rural areas, reflecting stronger finishing intensity in cities.

At the same time, tier II, III, and IV cities are emerging as important growth markets. Demand in these locations is being supported by urban expansion, affordable housing, warehousing and logistics development, and improving consumer aspiration. Rural demand remains more cyclical and is influenced by agricultural income, monsoon conditions, and local construction activity. Established Indian paint manufacturers also have overseas operations across Asia, the Middle East, and parts of Africa, where performance depends on local macroeconomic conditions, infrastructure activity, and currency movements.

Competition in the domestic paint market has intensified following significant capacity additions by organized players. The organized segment accounts for an estimated 70%–75% of total paint market value, with the balance served by regional and unorganized participants. Asian Paints continues to hold a leading position in decorative paints, followed by Berger Paints, Kansai Nerolac, AkzoNobel India, and Birla Opus. Recent expansion by large-capacity entrants has increased distribution reach, widened product availability across price segments, and raised promotional intensity.

The nature of competition differs across categories. Decorative paints are largely scale-driven, with players competing on brand strength, dealer networks, product innovation, colour offerings, and consumer engagement. Industrial coatings are more specification-driven, where competitive positioning depends on technical approvals, client relationships, product performance, and execution capability in automotive, protective, and heavy-duty coating applications. Overall, the market reflects a combination of scale-based competition in decorative paints and technical, approval-led competition in industrial coatings.

Increasing demand for paint application services in the construction and infrastructure sectors

Expansion in real estate and infrastructure development has increased demand for paint application services across India. Residential and commercial construction remains the primary demand driver, supported by urbanization, redevelopment of aging buildings, premium housing, and affordable housing programs. Initiatives such as PMAY-U 2.0, which targets construction of 1 crore urban housing units, are expected to support incremental demand for architectural painting, waterproofing, and finishing services.

In addition to new construction, maintenance and repainting of existing building stock provide recurring volumes for the application services market. Residential repainting, housing society maintenance, commercial refurbishments, and institutional upkeep continue to generate steady demand. Urban markets show stronger expenditure intensity on finishing work, which has encouraged greater participation by organized service providers in metropolitan and tier I cities.

Growth in office spaces, retail developments, hotels, warehousing facilities, logistics parks, and mixed-use developments is also expanding the addressable market for contract-based painting assignments. These projects generally require defined work scopes, timelines, safety practices, and quality standards, creating opportunities for more structured service providers.

Public infrastructure projects require a different category of application capability. Investments in highways, metro rail corridors, bridges, airports, railway stations, and power facilities create demand for corrosion-resistant, fire-retardant, weather-durable, and long-life coating systems. Large engineering assets, marine structures, high-altitude bridges, and transport infrastructure typically involve strict surface preparation standards, coating thickness requirements, inspection protocols, and compliance documentation.

Industrial and energy infrastructure further contributes to demand for specialized paint and coating application services. Manufacturing plants, refineries, chemical units, renewable energy installations, warehouses, and electric vehicle facilities require anti-corrosion coatings, epoxy and polyurethane flooring, tank linings, pipe coatings, and fireproofing systems. Execution in these segments is typically governed by technical approvals, safety standards, and performance specifications, making application quality a critical factor.

Painting services contribution

The painting services segment has become an increasingly important part of the overall value chain in the Indian paint industry. While paint manufacturing is concentrated among established corporate players, the application layer remains largely fragmented. The organized painting services market accounts for approximately 20% of overall painting service activity, while the unorganized segment continues to account for nearly 80%.

Growth in painting services is being driven by rising urbanization, a growing middle-class population, higher spending on home improvement, and increasing focus on aesthetics, durability, and finish quality. Customers in urban markets are increasingly seeking reliable execution, transparent pricing, faster completion, trained applicators, branded materials, and warranty-backed service models. This has supported the emergence of organized service platforms backed by paint manufacturers and digital service providers.

Paint manufacturers have also played an important role in formalizing the application ecosystem by training and certifying painters. These initiatives help improve application standards, product knowledge, site safety, and finish consistency. Trained applicators also support premiumization, as customers become more willing to pay for superior execution, mechanized tools, and professional project supervision.

Organized players are investing in technology and process standardization to differentiate themselves from informal contractors. Mechanized sanding, spray application, digital colour consultation, moisture assessment, structured site supervision, and digital booking interfaces are being used to improve efficiency and consistency. As a result, painting services are gradually shifting from a purely labour-led activity to a more structured service offering, particularly in metropolitan and tier I markets.

Overall, the painting services segment is expected to grow in importance as construction activity expands, existing buildings require periodic maintenance, and customers increasingly prefer professionally managed painting solutions. While the unorganized segment will continue to dominate in volume terms due to low cost and local availability, organized service providers are likely to gain share in urban, premium residential, commercial, institutional, and infrastructure-linked projects.

Growing need for specialized paint application services

Evolving construction practices and stricter performance requirements have increased demand for specialized paint application services such as waterproofing, passive fire protection, corrosion control, and industrial linings. Asset owners are placing greater emphasis on durability, lifecycle cost, and regulatory compliance rather than only decorative finishes.

Waterproofing and construction chemicals have emerged as high-growth areas within building protection. Industry estimates value the construction chemicals and waterproofing segment at approximately ₹15,000 crore[19]. High-rise construction, basement development, podium structures, and exposure to varied climatic conditions have increased the need for systematic moisture control solutions. In addition, aging buildings from earlier real estate cycles are undergoing repair and rehabilitation, generating demand for crack treatment, damp-proofing, and terrace waterproofing systems. Advanced solutions such as crystalline admixtures, polymer-modified coatings, and membrane-based systems are increasingly specified in large projects.

Passive fire protection and safety coatings are gaining importance in sectors such as oil and gas, power generation, airports, tunnels, warehouses, and data centres. Intumescent and epoxy-based fire protection systems are applied to structural steel and critical infrastructure to delay structural failure under high-temperature exposure. Industrial facilities may also require thermo-indicative or heat-resistant coatings to support safety monitoring.

Infrastructure projects in marine and high-corrosion environments require multi-coat protective systems designed for long service life. Bridges, coastal installations, and energy facilities are specified with corrosion-resistant

[19] https://www.indianchemicalnews.com/general/indigo-paints-acquires-51-stake-in-apple-chemie-india-16990

primers and specialized topcoats to withstand aggressive exposure conditions.

Emerging sectors such as electric vehicle manufacturing, electronics, pharmaceuticals, and clean-room facilities are creating additional demand for anti-static, chemical-resistant, and fire-retardant coatings. Execution of such systems requires trained applicators, surface preparation standards, and adherence to technical specifications, supporting growth in organized and technically capable paint application service providers.

Rising adoption of advanced paint application technologies

Adoption of advanced paint application technologies has increased across industrial and organized construction segments in India, driven by requirements for higher productivity, uniform finish, and environmental compliance. These technologies are particularly visible in automotive, consumer durable, and large-scale engineering facilities.

Powder coating is widely used in appliances, metal furniture, automotive components, and engineering goods. Unlike conventional liquid systems that may require primer and multiple coats, certain powder coatings are designed to achieve required film thickness in a single application. The process allows recovery and reuse of overspray, resulting in high material utilization and negligible solvent emissions. Low-energy curing formulations introduced by major manufacturers enable curing at reduced temperatures compared to conventional powder systems, contributing to lower energy consumption and faster throughput.

Electrostatic spray painting is standard in automotive OEM facilities and metal fabrication plants. By electrically charging paint particles, transfer efficiency improves and coating distribution becomes more uniform, reducing material wastage relative to conventional air spray systems. Automotive plants commonly integrate robotic spray arms and controlled paint booths to maintain consistent film thickness and finish quality across high production volumes.

In the architectural segment, organized service platforms such as Express Painting and Beautiful Homes Painting Service deploy mechanized spray and sanding equipment. Mechanized spraying can significantly reduce application time compared to brush and roller methods, while sanding machines with dust extraction systems improve surface preparation quality and reduce rework.

Industrial coating innovations, including mono coat systems and compact curing cycles, allow fabricators to shorten project completion timelines compared to traditional multi-step processes. Collectively, these technologies enhance productivity, consistency, and scalability in paint application across industrial and organized construction environments

Competitive Landscape

The competitive landscape for paint application services is broader than that for paint products and includes individual painters, local contractor teams, organized independent applicators, manufacturer-backed service platforms and integrated manufacturing-plus-application providers. These participants differ in the extent of their control over paint products, application workforce, project scheduling, quality assurance and project execution.

Large paint manufacturers primarily compete through brand strength, product portfolios, dealer networks and distribution reach, while manufacturer-backed service platforms typically extend their product offerings through applicator access, consultation and supervised painting services. Organized independent applicators may possess project-execution capabilities but do not ordinarily manufacture the paint products used in their projects or control product formulation. Integrated providers combine paint manufacturing and supply with application and project execution, enabling coordinated responsibility across material planning, workforce mobilization, application, supervision and quality control.

Technopaints and Chemicals Limited operates within this integrated segment by combining in-house paint manufacturing with turnkey project execution. Its differentiation arises from the combination of manufacturing, product and shade capabilities with site assessment, product selection, material coordination, skilled workforce mobilization, application, project supervision, inspection and quality control. This enables the Company to manage the product and execution components of a painting project within a coordinated project-delivery framework.

The paint application services landscape in India is gradually evolving from a largely fragmented, contractor-led model to a more organized and branded service ecosystem. However, the market continues to remain predominantly unorganized, with the organized segment accounting for approximately 20% of the overall painting services market. This organized portion comprises large paint manufacturers, branded painting service platforms, and formal service providers that operate through structured processes, trained applicator networks, standardized pricing, and technology-enabled execution.

Large players in the organized market are differentiating themselves through end-to-end service models, professional supervision, colour consultation, mechanized tools, transparent pricing, and improved customer

experience. These services are particularly gaining traction in urban markets, where customers increasingly prefer reliable execution, faster project completion, branded materials, and warranty-backed service delivery. The following table outlines key players and core differentiators.

Table 27: Key Players and their Market Differentiators

Player	Differentiator
Technopaints and Chemicals Limited	End-to-end solutions for homeowners and large-scale users including cooperative housing societies, new constructions, institutes, and government organizations
Asian Paints Services	Utilizes automated colour consultation, mechanical sanding, and trained contractors to
Berger Express Painting	Caters to residential and commercial property owners by offering end-to-end, automated painting services
Birla Opus PaintCraft	End to end home painting and consultation service
Nerolac NXTGen	Premium service offering expert supervision, colour selection, and deep cleaning post-painting.
Indigo Painting Services	Emphasizes simplified booking, transparent pricing, and painter network leveraging digital interfaces for customer convenience
JSW Paints Limited	Offers assisted with home painting solutions focused on colour consultation, site supervision, and project execution through its nationwide dealer and contractor network
Nippon Paint (India) Private Limited	Provides end-to-end painting services leveraging premium decorative coatings expertise, trained applicators, and customized solutions for residential and commercial projects

Source: Industry, Crisil Intelligence

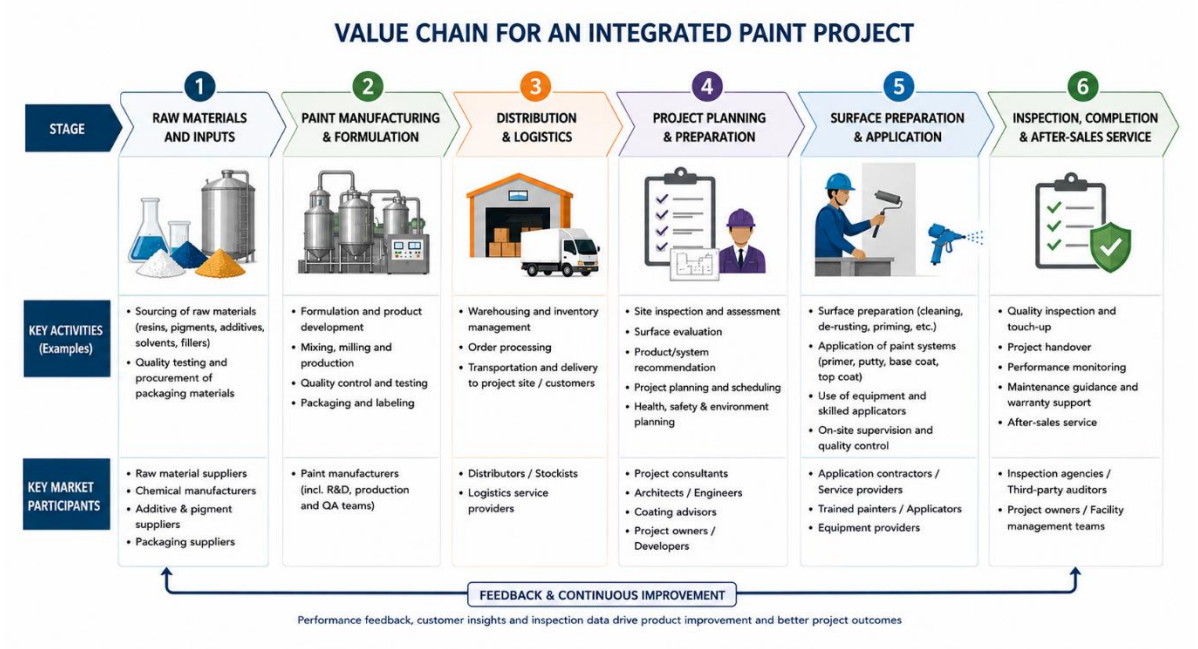
Barriers to Scale in Paint Application Services:

Despite increasing formalization, the paint application services segment faces several structural constraints that limit scalable growth:

- **Skilled manpower availability:** Acute shortage of trained painters and supervisors, particularly for advanced finishes and mechanized application, leading to inconsistent quality and execution bottlenecks across regions.
- **Fragmented labour ecosystem:** Heavy reliance on informal, locally anchored painter networks restricts standardization and makes it difficult to replicate service quality at scale.
- **Working capital intensity:** High upfront cash requirements driven by labour advances, contractor payments, and project execution cycles, coupled with delayed receivables in institutional projects.
- **Regulatory and qualification barriers:** Entry into large government and infrastructure projects is constrained by stringent pre-qualification norms, including CPWD contractor grading, past project credentials, and financial thresholds.
- **Operational complexity:** Requirement for project management capabilities across sites, including supervision, scheduling, and quality control, increases execution risk and limits rapid geographic expansion.

Integrated Paint Project Value Chain

Figure 32: Flow of Integrated Paint Project Value Chain



Source: Industry, Crisil Intelligence

The value chain for an integrated paint project encompasses activities from procurement of raw materials and paint manufacturing through distribution and logistics, project planning and preparation, surface preparation and application, inspection, completion and after-sales service. Unlike the conventional paint supply model, where paint manufacturing and application are typically undertaken by separate entities, an integrated model combines paint products and application-related services within a coordinated project framework, enabling closer alignment between product specifications, site conditions, surface preparation, application practices and the required project outcome.

The performance and finish of an applied paint system depend on the suitability and quality of the paint product as well as the condition of the underlying surface, surface preparation, workmanship, application methods, coating thickness and adherence to the prescribed application process. Integration of paint supply and application services enables these interdependent activities to be planned, coordinated and monitored across the project lifecycle. Technical guidance also identifies selection of the appropriate coating material, preparation of the underlying surface and application at the required film thickness as key factors influencing coating adhesion, durability and overall performance.

Formalisation Gap across the Paint Products and Application Value Chain

The level of formalisation varies materially across the paint value chain in India. The organised segment accounted for approximately 70%-75% of the paint products market by volume in Fiscal 2025, compared with approximately 60%-65% in Fiscal 2010, and is projected to account for approximately 85%-90% by Fiscal 2030. In contrast, organised participants accounted for only approximately 20% of the paint application market by value in Fiscal 2025, with the balance comprising a fragmented base of individual painters and local contractor teams operating through largely unorganised and individually negotiated engagements.

Accordingly, formalisation is considerably more advanced in paint manufacturing and product supply than in paint application and project execution. Organised paint manufacturers have developed manufacturing capacity, product portfolios, brands and distribution networks, while the application side of the value chain continues to involve multiple participants with varying levels of process standardisation, technical supervision, project-management capabilities, documentation and accountability.

This difference creates a structural opportunity for integrated paint solutions providers capable of connecting the organised product side of the value chain with the comparatively fragmented execution side. An integrated provider combines paint manufacturing and supply with site assessment, product selection, material planning, surface preparation, workforce mobilisation, application, project supervision, inspection and quality control. This enables product specifications, material availability, workforce deployment and application practices to be coordinated within a common project-delivery framework.

Technopaints and Chemicals Limited operates within this gap through its integrated manufacturing-plus-

application model. Unlike product-led paint manufacturers that principally participate in manufacturing and distribution, or independent application contractors that do not ordinarily control paint manufacturing or product formulation, the Company combines in-house paint manufacturing with Turnkey Paint Project execution. This enables the Company to participate across both the product and execution components of the paint value chain.

The execution-led nature of the Company's business is reflected in its revenue and operating profile. In Fiscal 2026, revenue from Turnkey Paint Projects was Rs 3,198.23 million, representing 91.25% of revenue from operations of Rs 3,505.04 million. During the year, the Company completed 49 projects, while its order book stood at Rs 10,528.51 million as at the end of Fiscal 2026. These indicators demonstrate that project execution constitutes a substantial component of the Company's business rather than an ancillary service supporting paint-product sales.

The following stages describe how an integrated provider participates across the paint value chain, from the procurement of manufacturing inputs to project completion and post-application support.

1. Raw materials and inputs: The integrated paint project value chain begins with the sourcing of raw materials and inputs required for paint manufacturing, including resins and binders, pigments, solvents, additives, fillers, hardeners and packaging materials. Raw material suppliers, chemical manufacturers and packaging suppliers are the key participants at this stage, while procurement, formulation and quality assurance teams of paint manufacturers are responsible for evaluating the quality, suitability and consistency of such inputs. The composition and quality of raw materials influence the key characteristics of the finished paint product, including adhesion, coverage, opacity, colour consistency, drying time, flexibility, finish, resistance to moisture and chemicals and overall durability.

Raw materials are selected based on the intended application, substrate and required product performance. Decorative, protective and functional paint systems require different combinations of resins, pigments and additives depending on their application on masonry, concrete, metal, wood or other surfaces. Consistency in sourcing and testing is therefore important for maintaining product quality across manufacturing batches and project locations. Availability and timely procurement of raw materials are also important for ensuring that production schedules remain aligned with project-level material requirements.

2. Paint manufacturing and formulation: The sourced raw materials are processed and formulated into finished paint products through activities such as product development, batching, mixing, dispersion, milling, tinting, filtration, filling and packaging. Paint manufacturers, supported by their research and development, production, technical service and quality assurance teams, are the key participants at this stage. Quality testing is undertaken across parameters such as colour, shade consistency, viscosity, drying time, coverage, adhesion, flexibility, finish and film performance to ensure that the finished product meets the required technical and performance specifications.

In an integrated manufacturing-plus-application model, information obtained from a project site, including the nature of the substrate, existing surface condition, environmental exposure, intended finish and proposed application method, can be considered during product selection and project planning. This enables the manufacturer's formulation and technical capabilities to be connected with project-specific application requirements instead of treating paint supply and project execution as independent activities.

The integrated model also facilitates the flow of information from the project site to the manufacturer's technical, quality and product development teams. Feedback relating to product coverage, ease of application, drying time, compatibility with the underlying surface and final finish can support product selection, formulation improvements, application processes and applicator training for subsequent projects.

3. Distribution and logistics: Finished paint products are stored, managed and transported to customers or project locations through a distribution and logistics network comprising warehouses, distributors, stockists and transport service providers. The key activities undertaken at this stage include production planning, order processing, batch allocation, warehousing, inventory management, transportation, delivery scheduling and verification of materials received at the project site.

Distribution under an integrated project differs from conventional retail distribution as material supply must be aligned with site readiness, project schedules, workforce deployment and the sequence of application. Materials may be delivered in phases depending on the progress of the project and availability of work areas. Delayed supply can affect labour deployment and project timelines, while premature or excess delivery can result in storage constraints, handling risks and higher site-level inventory.

Integrated project execution may also involve material planning, site-level issuance, consumption monitoring and reconciliation. Paint products can be tracked by quantity, shade and manufacturing batch, while unused materials can be identified and reconciled at different stages of a project. Such monitoring enhances visibility over material

availability and consumption across individual project locations.

Digital systems are increasingly being adopted across the paint industry to support customer engagement, order processing, material planning, supply coordination, project monitoring and customer updates. Within an integrated paint project, such systems can also support phased material delivery, tracking of site-level consumption, workforce deployment, progress reporting and coordination across multiple project locations. The integration of manufacturing, logistics and project-execution information can provide greater visibility across the project lifecycle and support timely operational decision-making.

4. Project planning and preparation: Project planning and preparation begin with an assessment of customer requirements and a detailed evaluation of the conditions prevailing at the relevant project site. The scope of such assessment varies depending on whether a project relates to residential properties, housing societies, commercial premises, real estate developments, institutional buildings, industrial facilities, infrastructure assets or other large painting projects.

Key activities at this stage include measurement of the application area, identification of the underlying substrate, assessment of the existing surface, evaluation of moisture, cracks, corrosion and contaminants and understanding the required colour, texture, finish, durability and completion schedule. Organised painting services increasingly incorporate site inspection, technical evaluation, product consultation, colour consultation and estimation as part of the customer engagement process.

Based on the site assessment, the project team identifies the appropriate paint system, surface preparation methodology, application sequence, estimated material consumption, workforce requirements and equipment requirements. Project planning also includes preparation of estimates, schedules, mobilisation plans and material delivery plans and allocation of responsibilities among the customer, integrated paint solutions provider and other project participants.

For large and complex projects, planning may be more detailed due to the scale of execution, phased availability of work areas, coordination with civil and other contractors, customer reporting requirements and applicable health and safety procedures. Work may be carried out at an operational facility or across multiple project locations, requiring site-specific planning and centralised coordination. The ability to jointly plan material and application requirements distinguishes an integrated paint project from arrangements under which customers separately procure paint and appoint painters or application contractors.

Project preparation also includes mobilisation of the application workforce, site supervisors and required equipment. Paint application is labour- and supervision-intensive and requires allocation of painters and applicators based on project size, substrate, selected product and proposed completion schedule. Application teams may require product-specific and process-specific training, site induction and safety training, together with access to mechanised sanding and spraying equipment, ladders, scaffolding and personal protective equipment.

The availability of trained applicators and the ability to deploy and supervise application teams across multiple locations are important requirements for integrated project execution. The Construction Skill Development Council of India maintains an NSQF-aligned qualification for Construction Painter and Decorator, which treats construction painting as an occupation requiring defined technical skills, tools, training and assessment. The development of formal occupational standards, trained applicator networks and mechanised application tools reflects the gradual formalisation of paint application services.

5. Surface preparation and application: Surface preparation is undertaken based on the condition of the underlying surface and the requirements of the selected paint system. Key activities include cleaning, removal of dust and loose material, removal or treatment of defective existing coatings, treatment of cracks, moisture or corrosion, sanding, levelling, masking and application of preparatory coats. The quality of surface preparation is important for paint adhesion, appearance, coverage and durability and can materially affect the performance of the finished paint system.

Following surface preparation, the selected paint system is applied through primers, putty, base coats and top coats, as applicable. Paint may be applied using brushes, rollers, spraying systems or other mechanised equipment depending on the substrate, project scale, product and finish requirements. Application teams are required to comply with prescribed mixing and dilution ratios, coverage requirements, application sequences and drying or recoating intervals.

Site supervision and quality control are undertaken throughout the surface preparation and application stages. Key activities include inspection of prepared surfaces, verification of paint products and batches, monitoring of mixing and dilution, assessment of coverage and finish, identification of application defects and monitoring of adherence to project schedules. Site supervisors may also track workforce deployment, productivity, material consumption and compliance with applicable health and safety procedures.

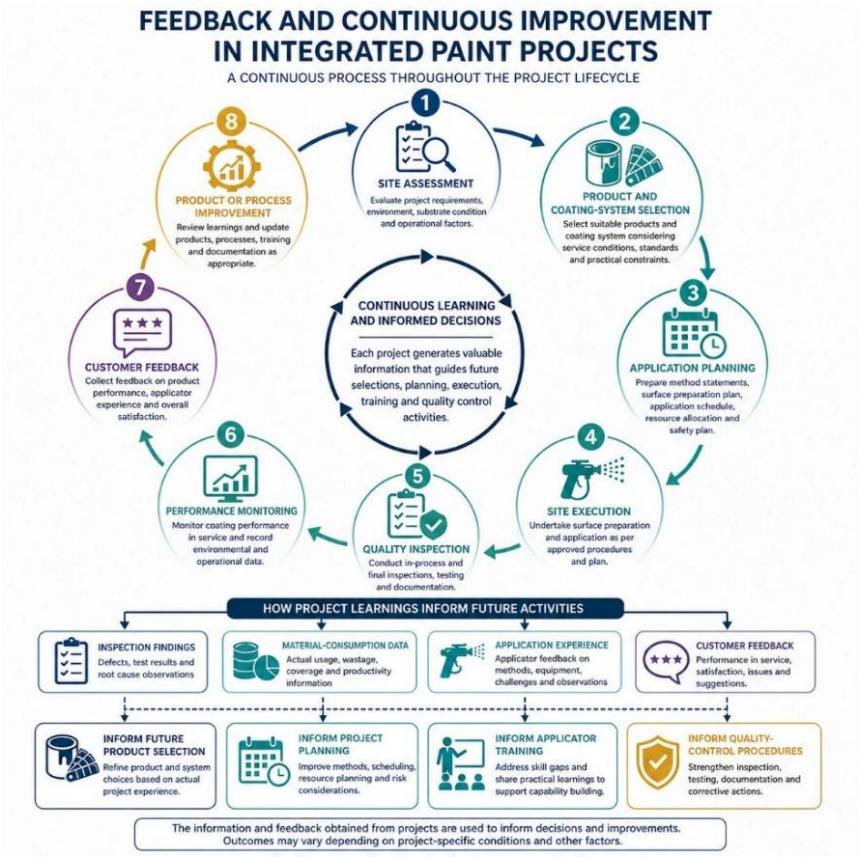
Organised paint manufacturers, including Asian Paints Limited, Berger Paints India Limited, Kansai Nerolac Paints Limited, Nippon Paint (India) Private Limited and JSW Paints Limited, have developed painting or application-related service offerings. The scope of these offerings varies across participants and includes applicator referral, supervised painting services and managed project execution. Integrated paint solutions providers are differentiated by their ability to combine paint products with project planning, material coordination, workforce mobilisation, site execution, supervision and quality control within a coordinated project framework.

6. Inspection, completion and after-sales service: The final stage of the integrated paint project value chain includes inspection of completed work, preparation of snag lists, touch-ups, defect rectification, cleaning of the work area, reconciliation of unused materials, customer acceptance and project handover. Large projects may also require submission of measurement records, inspection reports, quality documents, project photographs and customer signoffs.

Post-application support may include product warranties, workmanship or service warranties, maintenance guidance, defect rectification and future repainting or recoating support. An integrated provider participating in both product supply and application can examine issues across product selection, material supply, site conditions and application practices. This provides a coordinated framework for completion and post-application support compared with arrangements where responsibility is divided among the manufacturer, distributor and independent application contractor.

Overall, the integrated paint project value chain connects paint manufacturing and technical capabilities with project planning, material management, labour mobilisation, application execution, supervision and quality control.

Figure 33: Impact of Feedback and Improvements In Paint Projects



Source: Industry, Crisil Intelligence

Information generated during project execution can support subsequent product and process improvements. Inspection findings can inform future product and coating-system selection, while material-consumption data can support quantity estimation, project scheduling and resource planning. Application experience can be incorporated into applicator training and method statements, while customer feedback can support improvements in service delivery, quality-control procedures and post-application support.

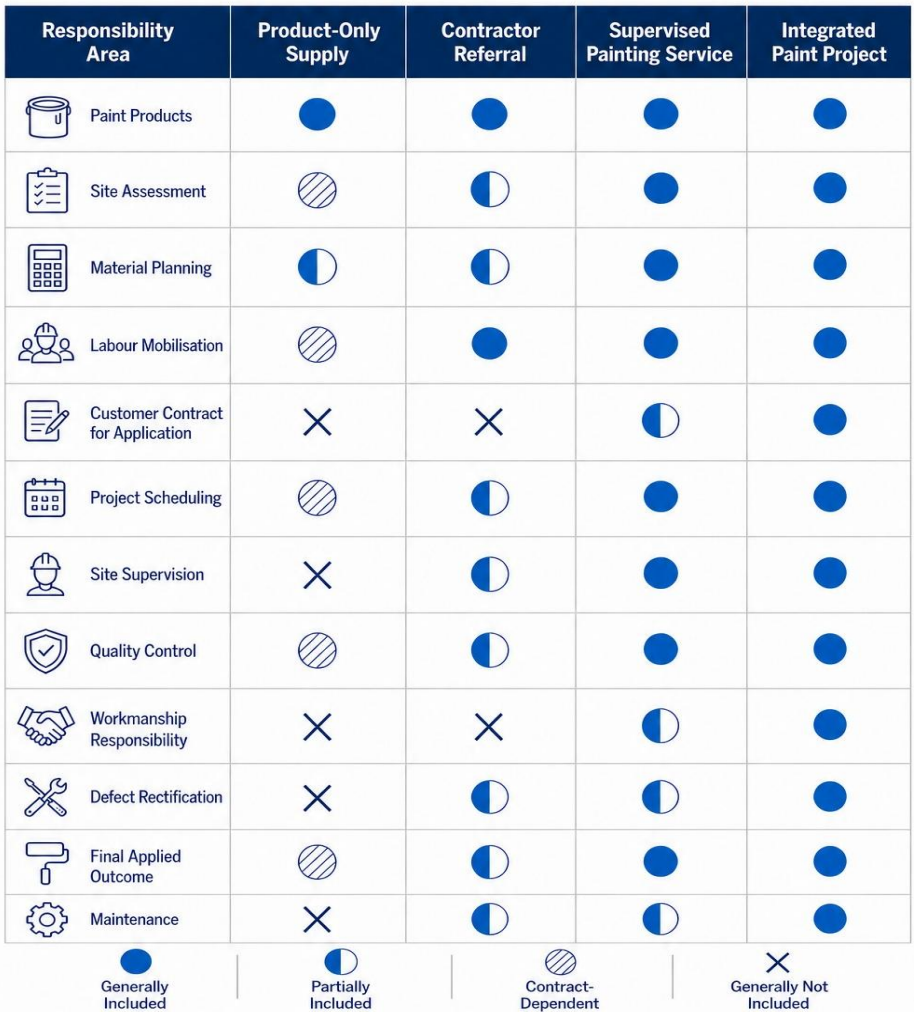
Integrated Paint Projects as Distinguished Services

Paint manufacturing and paint application have historically been undertaken by different participants in the value chain. Paint manufacturers primarily focused on product formulation, manufacturing, distribution and brand development, while customers separately engaged painters or contractors for surface preparation and application. Under this model, customers were required to coordinate product procurement, material availability, workforce deployment, application schedules, site supervision, quality control and rectification across multiple participants.

Organised painting services have expanded across the industry to include site assessment, product and colour consultation, formal quotations, trained applicators, mechanised application, site supervision, project monitoring, cleaning and post-application support. The industry has therefore evolved from a predominantly product-centric and contractor-led structure towards more organised and coordinated service models.

Painting service offerings currently include a range of operating structures. Certain offerings facilitate access to independent painters or application contractors, while others include supervision, material coordination and project management. Integrated paint projects involve a wider scope of activities by combining paint products with project planning, material supply, skilled labour mobilisation, application, supervision, quality control and completion support within a coordinated engagement.

Figure 34: Comparison of Paint Supply and Application Service Models



Source: Industry, Crisil Intelligence

The integrated model provides customers with an end-to-end solution covering paint products and application services and reduces the requirement to separately appoint and coordinate material suppliers, application contractors, labour teams and supervisors. It also enables material availability to be aligned with project schedules, product selection to reflect site conditions and quality control to be undertaken across product and application activities.

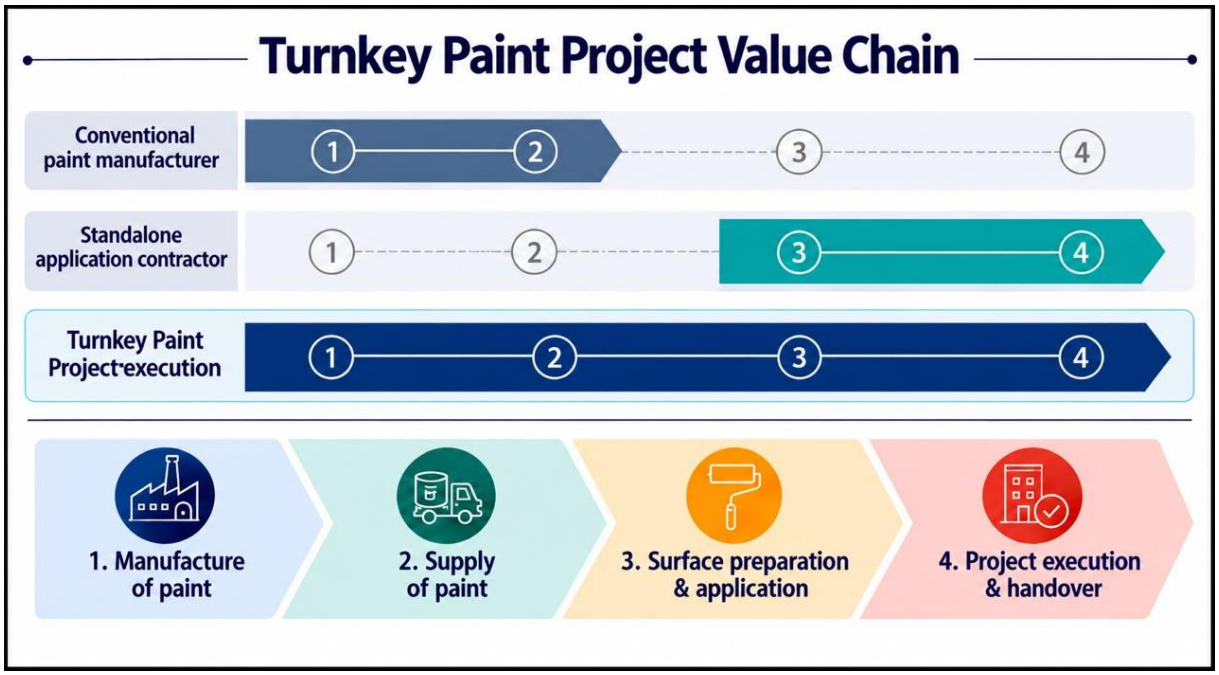
The model enables greater control over product selection, surface preparation, application quality, project timelines and overall finish, while reducing coordination requirements for customers. Such an integrated model

is relatively less common among organised paint manufacturers, as it requires capabilities beyond manufacturing, including the development and management of a skilled application workforce, project-level execution expertise, site supervision, quality control and the ability to manage the operational and commercial complexities associated with project-based services, making it difficult to replicate. The model is particularly suited to institutional and B2B customers, including builders, developers, industrial customers and government organisations, where projects typically involve large surface areas, defined technical specifications, stringent timelines and a preference for single-point accountability. By offering both product and application under a unified engagement, the model can simplify procurement and project management for customers while providing greater consistency between the specified coating system and its on-site application.

The integrated model is relevant across customer categories and end-use segments. Residential customers and housing societies can access site consultation, material supply, trained painters and supervised execution through a coordinated engagement. Real estate developers, commercial establishments and institutional customers can use integrated services for larger and more structured painting requirements. Industrial and infrastructure customers can benefit from coordinated material planning, workforce mobilisation, application supervision and compliance with project-level quality and safety procedures.

Structural Barriers and Operational Complexity

Figure 35: Flow of Turnkey Paint Project Value Chain



Source: Industry, Crisil Intelligence

The integration of paint manufacturing and application requires capabilities that extend beyond traditional paint manufacturing and distribution. Paint manufacturing requires product formulation, raw material procurement, production, testing and quality assurance, while project execution requires site assessment, estimation, material planning, labour mobilisation, equipment deployment, supervision, quality control and completion management.

Execution capabilities are a key differentiator in the integrated paint supply and application market, where providers are required to manage both product supply and on-site project delivery. Timely material availability, efficient manpower mobilisation, effective site supervision and consistent quality control are critical to completing projects within agreed timelines and performance standards.

The operating infrastructure required to develop such execution capabilities creates meaningful barriers to entry. Building contractor relationships, trained labour networks, site-level operating processes, project management systems and quality assurance protocols require significant time, experience and investment. As a result, integrated providers with established execution infrastructure are better positioned to serve institutional and B2B customers seeking coordinated delivery, reliability and single-point accountability.

The integrated manufacturing-plus-application model has high structural barriers as it requires capabilities beyond traditional paint manufacturing, including product formulation, skilled labour mobilisation, site supervision,

material coordination and quality control. Managing trained application teams across multiple project sites adds operational complexity, particularly given varying site conditions, timelines and customer requirements.

The complexity of the integrated model increases with the number of projects being executed concurrently, geographic dispersion of project locations, diversity of substrates and customer requirements and the timelines available for project completion. Each project may have different surface conditions, site-access requirements, safety procedures, labour requirements and dependencies on other project participants. Integrated providers are therefore required to maintain project management systems, trained application networks, site-level supervisory capabilities and processes for material tracking, inspection and rectification.

The operating model also involves management of risks relating to site readiness, workforce availability, material supply, variations in surface conditions, project delays, wastage, rework, safety compliance and warranty obligations. The ability to manage these requirements across multiple projects depends on standard operating procedures, workforce and contractor relationships, technical expertise and coordination among manufacturing, logistics and project-execution teams.

Commercial Rationale and Customer Proposition

Integrated paint supply and application offerings enable paint manufacturers to capture a larger share of the project value chain and are attractive to institutional and B2B customers seeking coordinated execution, quality consistency and single-point accountability.

A product-only paint manufacturer principally participates in the manufacture and sale of paint products. An integrated provider participates across a wider range of activities, including technical assessment, project planning, material supply, workforce mobilisation, application, supervision, quality control and post-application support. This wider participation provides greater visibility over customer requirements, site-level material consumption, application performance and project completion.

Paint application projects may form part of wider construction, renovation, refurbishment, manufacturing or maintenance programmes across residential, commercial, institutional, industrial and infrastructure end-use segments. Customers may require adherence to defined product and application specifications, predictable material availability, coordinated workforce deployment, supervision, progress reporting, inspection and timely rectification. The integrated model enables these requirements to be managed through a coordinated project framework while providing customers with a single or principal point of engagement across paint supply and application.

Dependence of Paint Solutions Business on Demand across Key End-use Sectors

Demand for paint products and Turnkey Paint Projects is influenced by the level of construction, development, renovation, repainting and maintenance activity across various end-use sectors, including residential and commercial real estate, infrastructure, industrial, hospitality, healthcare, education, government and other institutional sectors. Demand in these sectors may, in turn, be affected by factors such as economic conditions, availability and cost of financing, construction and development activity, government and private sector capital expenditure and renovation and maintenance spending. Demand for Turnkey Paint Projects in the private residential segment is dependent on factors such as the pace of new residential construction and project completions, availability and cost of home-loan financing for homebuyers, developer liquidity and construction financing, consumer sentiment and affordability and the timing of possession and handover of residential units, which determines the commencement of finishing works, including painting. Demand for Turnkey Paint Projects relating to government-funded housing programmes is similarly dependent on government budgetary allocations, policy priorities and procurement and disbursement timelines, which may differ from the factors affecting private residential real estate.

Demand for Turnkey Paint Projects in institutional, commercial and other end-use sectors is dependent on factors such as the level of commercial and institutional construction activity, corporate and government capital expenditure, business and consumer confidence and overall macroeconomic conditions, including interest rates, inflation and economic growth. These factors may affect the pace at which projects are developed, completed and handed over for finishing works, including painting.

Demand Drivers for Paint Products Sold through Direct and Retail Distribution Channels

Demand for paint products sold through direct sales and retail distribution channels, including franchisee- and/or revenue partner-led models, is influenced by residential construction and renovation activity, consumer sentiment and discretionary spending, repainting and maintenance cycles, product availability and the reach and effectiveness of distribution channels. The ability of franchisees and/or revenue partners to maintain local market presence, customer relationships and product availability can also influence demand generation and sales volumes

in the markets in which they operate.

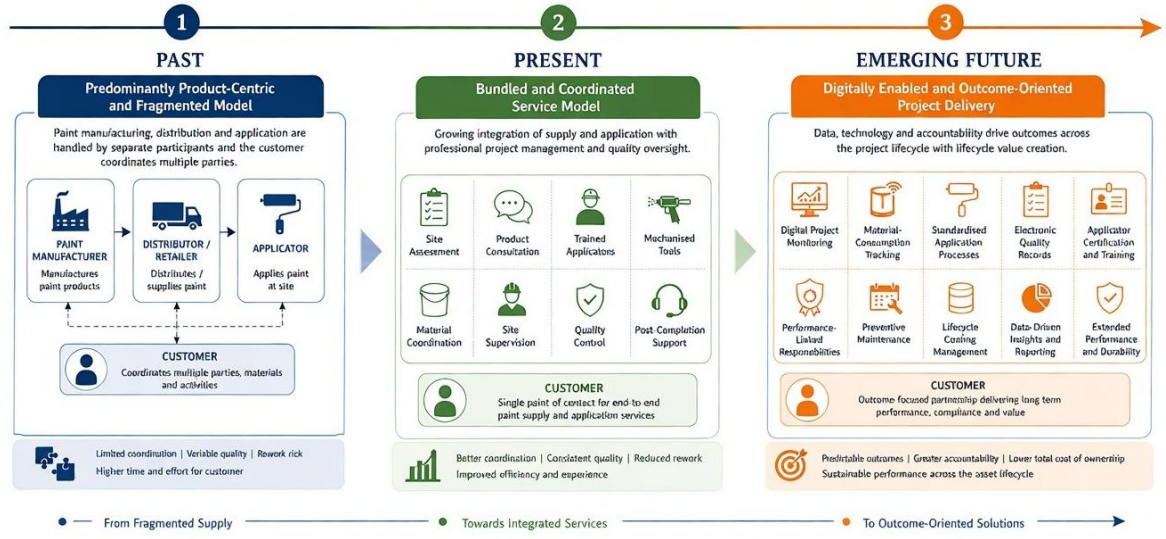
Complementing its direct execution model, the partner-led and franchisee distribution strategy provides an additional route to scale its presence across regional markets.

Partner-led and franchisee distribution models enable paint manufacturers to expand geographic coverage and deepen market penetration by leveraging the local market knowledge, customer relationships and distribution networks of regional partners. These models support faster entry into new markets and improve access to institutional, contractor and retail customer segments without requiring significant investment in company-owned sales and distribution infrastructure.

By combining centralised manufacturing and brand and product capabilities with localised business development and execution support, paint manufacturers can scale operations more efficiently across diverse regional markets. This approach allows companies to maintain a relatively asset-light expansion model while improving responsiveness to local demand, customer preferences and project opportunities.

Transformation and Future Evolution of the Industry

Figure 36: Evolution of Paint Supply and Application Services



Source: Industry, Crisil Intelligence

The paint industry is witnessing a gradual shift from a predominantly product-focused model towards broader product and application solutions. Organised participants are increasingly expanding their engagement beyond paint manufacturing and distribution by offering site consultation, applicator support, project supervision, mechanised application, digital project updates and post-application services. These developments reflect the increasing integration of paint products, application activities and project-level services across the value chain.

The historical model was predominantly characterised by fragmented product supply and application, under which paint manufacturers, distributors and applicators performed separate activities and customers coordinated material and labour requirements across multiple participants. The present model is increasingly characterised by bundled and coordinated services incorporating site assessment, product consultation, trained applicators, mechanised tools, material coordination, supervision, quality control and post-completion support.

Technology is also becoming increasingly important across service delivery, material planning and project monitoring. Digital systems can support project scheduling, material-consumption tracking, workforce deployment, customer updates, quality records and project-completion documentation. Greater visibility across these activities enables providers to coordinate the requirements of multiple customers and project locations.

The development of structured painter training, application-specific tools, standard operating procedures and site-level supervision is contributing to greater formalisation. Mechanised preparation and application can improve the consistency of execution and support completion of painting activities across projects involving large surface areas. Standardised inspection and documentation can provide greater transparency in relation to progress, quality checks and project completion.

Further, the increasing formalisation of the paint and allied services sector may create opportunities for collaboration with domestic and international product and technology partners. Such partnerships could support

the introduction of advanced coating solutions, the adoption of sustainable manufacturing practices and access to global technical expertise, thereby helping providers maintain a competitive position in the evolving Indian market.

Demand for organized, end-to-end paint supply and application solutions is expected to be supported by increasing project scale, urbanization, formalization of painting services and customers' growing preference for coordinated execution.

Continued growth in construction, infrastructure, housing, commercial facilities and the overall built environment is expected to increase the underlying base of properties and assets requiring painting, maintenance and repainting services. The Government of India's Economic Survey reported that Union Government capital expenditure across major infrastructure sectors increased at a trend rate of 38.8% between FY2020 and FY2024.[20] The Ministry of Housing and Urban Affairs also reports substantial project activity under the Smart Cities Mission, AMRUT and PMAY-Urban, together with more than 1.59 lakh projects[21] registered under RERA.

Going forward, integrated paint projects are expected to adopt greater standardisation, mechanisation and digital monitoring. Digital systems can support project scheduling, centralised deployment of application teams, material-consumption tracking, electronic inspection records and completion documentation. Mechanised surface preparation and application can support consistency and productivity, while applicator training and certification can support adherence to prescribed product and execution processes.

The industry is also expected to witness greater emphasis on low-VOC and water-based paint systems, application safety, waste management and formal quality documentation. Integrated providers may progressively extend their participation beyond initial application to periodic inspection, preventive maintenance, repainting and lifecycle support. These developments are expected to further strengthen the transition from standalone paint supply towards coordinated and project-based paint solutions.

The emerging model is expected to be increasingly outcome-oriented, supported by documented project execution, greater traceability of materials, standardised application procedures, quality records and clearly defined post-completion responsibilities. This transition is expected to increase the importance of providers capable of combining manufacturing, application and project-management capabilities within a single operating model.

The integrated paint project value chain combines paint manufacturing capabilities with project planning, material coordination, skilled workforce mobilization, surface preparation, application, supervision, quality control and post-application support. Integration enables product selection and material supply to be coordinated with site conditions and application requirements while reducing the number of separate participants required to be managed by customers.

The industry has progressively developed from predominantly fragmented paint supply and contractor-led application arrangements towards more organised and comprehensive painting services. The level of integration varies across providers, with certain participants facilitating access to applicators and others undertaking wider responsibility for material supply, project execution, supervision and quality control.

Against this background, Technopaints and Chemicals Limited's integrated manufacturing-plus-application model enables it to participate across a wider portion of the project value chain and address the requirements of customers seeking coordinated execution, quality consistency and single-point accountability.

Competition Benchmarking

Operational Benchmarking

Technopaints and Chemicals Limited is engaged in the manufacture and sale of paints and coatings and also provides paint-application services. It is one of the few organized integrated paint solutions providers in India that offers both paint products and application services.

Technopaints and Chemicals Limited is among the few organized paint companies in India with a reportable order book, owing to its differentiated integrated B2B project-based model, unlike most other organized paint companies, which primarily follow a B2C distribution-led model. As at July 31, 2026, the Company had an Order Book of Rs 9,946.85 million. As at March 31, 2026, the Company had an Order Book of Rs 10,528.51 million, as compared to Rs 6,129.23 million as at March 31, 2025 and Rs 5,215.90 million as at March 31, 2024. In addition to the sale of paint products, it undertakes painting and coating projects through its integrated supply and apply model, under which it provides end-to-end solutions encompassing site assessment, product selection, surface

20 Union Budget FY 2025-26, Ministry of Finance

21 Ministry of Housing and Urban Affairs

preparation, paint application, project management and final inspection. This provides the Company with revenue visibility over the next 2-3 years, given that project execution timelines typically span this period.

Technopaints and Chemicals Limited is one of the key organized integrated paint solutions providers in India, in terms of revenue from turnkey paint projects for Fiscal 2026 and the number of turnkey paint projects completed since April 1, 2016 and as at July 31, 2026, with revenue from turnkey paint projects in Fiscal 2026 standing at Rs 3,198.23 million and 1,196 turnkey paint projects completed as at July 31, 2026, corresponding to a total painted area of 1,474.98 million square feet.

The Company's expertise in executing large-scale, complex turnkey projects is exemplified by its involvement in marquee developments such as SAS Crown. SAS Crown, located in Kokapet, Hyderabad, Telangana, is the tallest residential tower in Southern India in terms of height, standing at 244 metres and comprising G+59 floors.

Technopaints and Chemicals Limited has established a strong presence in the Southern Indian market, with Telangana serving as a key regional anchor and as a foundation of the company's growth. As of July 31, 2026, the company had completed 982 projects in Telangana, representing ~82% of its 1,196 completed projects over 1375 million sq. ft. of the ~1450 million sq. ft. total painted area was delivered in the state. The scale of execution highlights the company's deep regional relationships, established local execution network and strong brand presence in its core Southern markets.

The company combine paint manufacturing and supply with project planning, material coordination and application services under an integrated project-delivery framework. By undertaking both product supply and site execution, the Company reduces coordination gaps between the paint supplier and application team, provides customers with a single or principal point of responsibility across the project lifecycle, and is able to cater to a larger overall contract value.

Considering the Company's presence across the paints and coatings value chain through its manufacturing operations, diversified product portfolio and integrated paint-application services, the peer-set has been identified based on similarities in product offerings, end-user segments served and service capabilities.

Table 28: Brief profile for the peer-set companies - product portfolio

Company	Decorative Paints	Industrial / Protective Coatings	Automotive Coatings	Powder Paints	Waterproofing & Construction Solutions	Paint Application Services
Technopaints and Chemicals Limited						
Asian Paints Limited						
Berger Paints India Limited						
Kansai Nerolac Paints Limited						
JSW Dulux Limited						
Indigo Paints Limited						
JSW Paints Limited						
Nippon Paint (India) Private Limited						

Source: Crisil Intelligence, Industry

- Emulsions, Primers and Enamels are construed as Liquid paints, which are all measured in KL.
- Putties and Textures are construed as Powder Paints, which are all measured in MT.

Table 29: Peer-set companies' operational capabilities (figures as of March 31st, 2026)

Parameter	Units	Technopaints and Chemicals Limited	Asian Paints Ltd	Berger Paints India Ltd	Kansai Nerolac Paints Ltd	Akzo Nobel India Ltd (JSW Dulux)	Indigo Paints Ltd	JSW Paints Limited	Nippon Paint (India) Private Limited
Operational KPIs									
Manufacturing plants	Nos	2	10	15	9	5	6	2	5
Installed capacity - total	KL / MT p.a.	126,095.00	2,290,000.00	1,400,000.00	691,600.00	300,000.00	448,000.00	170,000.00	NA
Installed capacity - liquid paints	KLPA	22,199.00	NA	NA	NA	NA	172,000.00	NA	NA
Installed capacity - powder paints	MTPA	103,896.00	NA	NA	NA	NA	276,000.00	NA	NA
Total production volume	KLPA	6,122.59	NA	NA	NA	NA	NA	NA	NA
Total production volume	MTPA	67,980.02	NA	NA	NA	NA	NA	NA	NA
Number of SKUs	Nos	886	NA	NA	NA	NA	NA	NA	NA
Number of Franchise Stores	Nos	25	74	NA	NA	NA	16	NA	NA
Order Book value	₹ in million	10,528.51	NA	NA	NA	NA	NA	NA	NA
Number of projects completed during the year	Nos	49	NA	NA	NA	NA	NA	NA	NA

Source: Crisil Intelligence, Industry
NA: Not available

Technopaints and Chemicals Limited is one of the leading integrated paint solutions providers in India in the organised space, combining in-house paint manufacturing with on-site application and project execution.

The company has differentiated itself through its unique supply and apply end-to-end painting model, which strengthens service-led value addition and supports margin improvement.

The paint industry is undergoing a transition towards greater formalisation, with organised players increasingly expanding into Tier 2 and Tier 3 markets, strengthening their presence in regions traditionally dominated by unorganised players; Technopaints and Chemicals Limited is well positioned to benefit from this transition, given its established presence in Southern India and regional distribution network comprising franchisees and revenue partners, supported by its understanding of regional markets, customer relationships and presence across Tier 2 and Tier 3 locations, enabling it to address incremental demand as customers increasingly shift towards organised paint products and application services.

Technopaints and Chemicals Limited has progressively evolved its business model, expanding its capabilities and customer relationships across project execution, application services and branded paint products. It followed a different sequence by first building customer relationships and execution credentials through turnkey paint projects and is now seeking to expand branded product sales using the recognition developed through completed projects. This represents an extension of the existing business model rather than a change in strategic direction.

Technopaints and Chemicals Limited's integrated manufacturing-plus-application model differentiates it from conventional paint manufacturers that primarily focus on product manufacturing and distribution, by combining in-house paint manufacturing with end-to-end project execution and on-site application capabilities.

It operates in the execution layer through its integrated supply and apply model, which combines in-house paint manufacturing with paint application and turnkey project delivery. The model is designed to address requirements that extend beyond product supply, including site assessment, product selection, material coordination, skilled workforce mobilisation, surface preparation, application, supervision, inspection and project completion. Accordingly, the Company's operating model is more appropriately assessed against the organised paint application opportunity and integrated project-delivery models than solely against the absolute scale of large product-led paint manufacturers.

While Technopaints and Chemicals Limited competes with national and regional paint manufacturers in the manufacture and sale of its paint products, it faces competition from a relatively limited number of organised players offering comparable integrated paint supply and application solutions for its Turnkey Paint Projects.

Financial benchmarking

For the purpose of financial benchmarking, Technopaints and Chemicals Limited has been compared with a selected peer-set set comprising Asian Paints Limited, Berger Paints India Limited, Kansai Nerolac Paints Limited, JSW Dulux Limited, Indigo Paints Limited, JSW Paints Limited and Nippon Paint (India) Private Limited. These companies have been selected based on their presence in the Indian paints and coatings industry and paints application industry, product portfolio, operating scale and market participation, and provide a relevant basis for comparison of the Company's operational and financial performance.

Table 30: **Peer-set comparison on Revenue from Operations and Revenue growth**

Particulars	Revenue from Operations (Rs million)			Revenue from operations growth (%)		CAGR (%)
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2025**	**FY2026**	**FY24-26**
Asian Paints Limited	354,947.30	339,056.20	355,835.40	-4.48%	4.95%	0.13%
Berger Paints India Limited	111,989.20	115,447.10	118,802.50	3.09%	2.91%	3.00%
Kansai Nerolac Paints Limited	78,014.40	78,229.70	80,519.10	0.28%	2.93%	1.59%
JSW Dulux Limited	39,616.00	40,693.00	35,992.00	2.72%	-11.55%	-4.68%
Nippon Paint (India) Private Limited	23,719.50	22,901.80	22,769.30	-3.45%	-0.58%	-2.02%
JSW Paints Limited	20,973.10	21,549.70	N/A	2.75%	N/A	N/A
Indigo Paints Limited	13,060.86	13,406.73	14,050.17	2.65%	4.80%	3.72%
Technopaints and Chemicals Limited	1,358.78	2,080.95	3,505.04	53.15%	68.43%	60.61%

Source: Company financials, Crisil Intelligence
N/A: Not Available

Technopaints and Chemicals Limited was the fastest-growing company among its peer set in terms of revenue from operations between Fiscal 2024 to Fiscal 2026, with revenue from operations increasing from Rs. 1,358.78 million in Fiscal 2024 to Rs. 3,505.04 million in Fiscal 2026, representing a CAGR of 60.61%.

Table 31: Peer-set comparison on Gross Profit and Gross profit margin

Particulars	Gross Profit (Rs million)			Gross Profit margin (%)			CAGR (%)
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**	**FY24-26**
Asian Paints Limited	154,045.20	143,898.40	155,817.60	43.40%	42.44%	43.79%	0.57%
Berger Paints India Limited	45,529.20	47,827.80	50,529.90	40.65%	41.43%	42.53%	5.35%
Kansai Nerolac Paints Limited	27,573.30	27,536.50	28,553.10	35.34%	35.20%	35.46%	1.76%
JSW Dulux Limited	17,388.00	17,513.00	14,904.00	43.89%	43.04%	41.41%	-7.42%
Nippon Paint (India) Private Limited	8,423.80	8,220.90	8,727.40	35.51%	35.90%	38.33%	1.79%
JSW Paints Limited	7,631.10	7,950.70	N/A	31.39%	36.89%	N/A	N/A
Indigo Paints Limited	6,221.51	6,170.06	6,535.87	47.63%	46.02%	46.52%	2.50%
Technopaints and Chemicals Limited	458.09	622.02	986.90	33.71%	29.89%	28.16%	46.78%

Source: Company financials, Crisil Intelligence
N/A: Not Available

Technopaints and Chemicals Limited's gross profit increased from Rs. 458.09 million in fiscal 2024 to Rs. 986.90 million in fiscal 2026. It registered the highest growing CAGR of 46.78% over fiscals 2024-2026 among the given peerset. However, gross profit margin moderated from 33.71% to 28.16% during the period. In fiscal 2026, the Company's gross profit margin of 28.16% was lower than that of all peer-set companies, which ranged from 35.46% for Kansai Nerolac Paints Limited to 46.52% for Indigo Paints Limited.

Table 32: Peer-set comparison on EBITDA, EBITDA margin, EBITDA growth and EBITDA CAGR

Particulars	EBITDA (Rs million)			EBITDA margin (%)			CAGR (%)
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**	**FY24-26**
Asian Paints Limited	75,849.80	60,062.10	66,959.20	21.37%	17.71%	18.82%	-6.04%
Berger Paints India Limited	18,613.20	18,560.90	18,333.00	16.62%	16.08%	15.43%	-0.76%
Kansai Nerolac Paints Limited	10,277.50	9,423.20	9,746.00	13.17%	12.05%	12.10%	-2.62%
JSW Dulux Limited	6,320.00	6,415.00	5,085.00	15.95%	15.76%	14.13%	-10.30%
Nippon Paint (India) Private Limited	1,135.10	768.00	1,197.10	4.79%	3.35%	5.26%	2.69%
JSW Paints Limited	637.90	-398.60	N/A	3.04%	-1.85%	N/A	N/A
Indigo Paints Limited	2,380.69	2,334.85	2,547.72	18.23%	17.42%	18.13%	3.45%
Technopaints and Chemicals Limited	220.21	341.73	602.46	16.21%	16.42%	17.19%	65.40%

Source: Company financials, Crisil Intelligence

Note: Company's gross profit margin was lower than its peer-set companies owing to its integrated business model, wherein painting service and application expenses are classified within cost of sales
N/A: Not Available

Technopaints and Chemicals Limited's was the fastest-growing company among its peer set in terms EBITDA margins over fiscals 2024-2026, increasing from Rs. 220.21 million in fiscal 2024 to Rs. 602.46 million in fiscal 2026, registering a CAGR of 65.40%.

The company's EBITDA margin also improved from 16.21% in fiscal 2024 to 17.19% in fiscal 2026. In fiscal 2026, the company reported the third-highest EBITDA margin among the peer-set companies with available data, at 17.19%, compared with 18.82% for Asian Paints Limited and 18.13% for Indigo Paints Limited.

The company's EBITDA margin of 16.21%, 16.42 % and 17.19 % in Fiscal 2024, Fiscal 2025 and Fiscal 2026, respectively, was significantly higher than the corresponding simple peer average of 13.31%, 11.50% and 13.98%, during the same period.

Table 33: **Peer-set comparison on PAT, PAT margin, PAT growth, PAT CAGR**

Particulars	PAT (Rs million)			PAT margin (%)			CAGR (%)
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**	**FY24-26**
Asian Paints Limited	55,576.90	37,097.10	43,946.90	15.66%	10.94%	12.35%	-11.08%
Berger Paints India Limited	11,698.20	11,828.10	11,280.20	10.45%	10.25%	9.49%	-1.80%
Kansai Nerolac Paints Limited	11,758.60	11,093.30	5,758.40	15.07%	14.18%	7.15%	-30.02%
JSW Dulux Limited	4,266.00	4,295.00	19,738.00	10.77%	10.55%	54.84%	115.10%
Nippon Paint (India) Private Limited	681.30	497.20	770.10	2.87%	2.17%	3.38%	6.32%
JSW Paints Limited	-493.70	-1,195.99	N/A	-2.35%	-5.55%	N/A	N/A
Indigo Paints Limited	1,488.28	1,421.65	1,476.08	11.39%	10.60%	10.51%	-0.41%
Technopaints and Chemicals Limited	147.75	166.54	377.75	10.87%	8.00%	10.78%	59.90%

Source: Company financials, Crisil Intelligence
Note: The significantly higher PAT margin reported by JSW Dulux Limited in fiscal 2026 was influenced by acquisition-related and exceptional factors and should be viewed in that context. Overall, the Company demonstrated strong earnings growth and profitability improvement over the period under review, supported by expansion in scale and operating leverage.
N/A: Not Available

Technopaints and Chemicals Limited's profit after tax increased from Rs. 147.75 million in fiscal 2024 to Rs. 377.75 million in fiscal 2026, registering a CAGR of 59.90%, the second highest among peer-set. The Company's PAT margin declined from 10.87% in fiscal 2024 to 8.00% in fiscal 2025 before improving to 10.78% in fiscal 2026. The Company reported PAT growth of 126.82% in fiscal 2026, the highest among peer-set for which comparable fiscal 2026 data was available.

In fiscal 2026, the Company's PAT margin of 10.78% was the third highest among the peer-set companies with available data, after JSW Dulux Limited with 54.84% and Asian Paints Limited with 12.35%, and was higher than Indigo Paints Limited with 10.51%, Berger Paints India Limited with 9.49% and Kansai Nerolac Paints Limited with 7.15%.

Table 34: **Peer-set comparison on ROE and ROCE (in %)**

Particulars	Return on Equity (%)			Return on Capital Employed (%)		
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**
Asian Paints Limited	30.99%	18.79%	20.89%	36.06%	24.45%	24.33%
Berger Paints India Limited	23.65%	20.47%	17.23%	29.51%	26.42%	22.62%
Kansai Nerolac Paints Limited	23.15%	18.48%	8.80%	15.79%	11.87%	11.02%
JSW Dulux Limited	32.24%	32.29%	104.38%	42.60%	42.60%	33.03%
Nippon Paint (India) Private Limited	11.27%	7.49%	10.59%	16.41%	8.11%	13.63%
JSW Paints Limited	-11.02%	-21.47%	N/A	0.68%	-11.44%	N/A
Indigo Paints Limited	17.74%	14.71%	13.51%	23.08%	18.75%	18.29%
Technopaints and Chemicals Limited	64.54%	29.12%	34.25%	31.50%	28.66%	30.97%

Source: Company financials, Crisil Intelligence
Note: JSW Dulux Limited's fiscal 2026 ratios were influenced by exceptional and acquisition-related items, resulting in a return on equity of 104.38%, PAT margin of 54.84% and PAT growth of 359.56%, and therefore should be viewed in that context
N/A: Not Available

Technopaints and Chemicals Limited's return on equity stood at 34.25% in fiscal 2026, compared with 29.12% in fiscal 2025. The Company's ROE in fiscal 2026 was higher than the peer-set average of 29.23% and was the second highest among the peer set companies, after JSW Dulux Limited which stood at 104.38%.

Similarly, the Company's return on capital employed stood at 30.97% in fiscal 2026, compared with 28.66% in fiscal 2025. The Company's ROCE was higher than the peer-set average of 20.49% in fiscal 2026 and was the second highest among the peers considered, after JSW Dulux Limited which stood at 33.03%.

Table 35: **Peer-set comparison on Net debt to operating EBITDA, Net Debt to Total Equity and Debt to Equity (in %)**

Particulars	Net Debt to Operating EBITDA			Debt to Equity		
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**
Asian Paints Limited	0.00	0.01	0.18	0.06	0.05	0.11
Berger Paints India Limited	-0.11	-0.19	-0.09	0.05	0.03	0.03
Kansai Nerolac Paints Limited	0.12	0.13	-0.15	0.02	0.02	0.02
JSW Dulux Limited	-0.83	-0.47	-0.64	0.00	0.00	0.00
Nippon Paint (India) Private Limited	-2.06	-2.20	-2.01	N/A	N/A	N/A
JSW Paints Limited	9.18	-13.77	N/A	1.08	1.01	N/A
Indigo Paints Limited	-0.13	-0.13	-0.12	0.20	0.21	0.17
Technopaints and Chemicals Limited	2.13	1.07	0.06	1.80	0.71	0.73

Source: Company financials, Crisil Intelligence
N/A: Not Available

Technopaints and Chemicals Limited's net debt to operating EBITDA declined from 2.13 times in fiscal 2024 to 0.06 times in fiscal 2026. Debt to equity declined from 1.80 times in fiscal 2024 to 0.73 times in fiscal 2026.

Table 36: **Peer-set comparison on Fixed asset turnover ratio, Inventory turnover ratio and Net working capital days**

Particulars	Fixed Asset Turnover Ratio			Inventory Turnover Ratio			Net Working Capital Days		
Companies	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**	**FY2024**	**FY2025**	**FY2026**
Asian Paints Limited	6.09	4.54	4.00	5.85	5.36	5.71	93	93	113
Berger Paints India Limited	3.61	3.55	3.52	4.98	5.08	4.99	57	68	82
Kansai Nerolac Paints Limited	3.70	3.57	3.51	4.57	4.67	5.04	156	186	180
JSW Dulux Limited	7.69	8.12	7.66	6.55	6.69	6.12	-2	22	32
Nippon Paint (India) Private Limited	13.25	11.37	9.85	7.93	8.12	7.88	23	37	39
JSW Paints Limited	4.17	3.85	N/A	6.96	6.56	N/A	67	51	N/A
Indigo Paints Limited	3.42	2.58	2.69	9.06	8.27	8.47	86	99	107
Technopaints and Chemicals Limited	7.23	7.57	10.27	4.09	3.88	6.05	132	155	115

Source: Company financials, Crisil Intelligence
N/A: Not Available

Technopaints and Chemicals Limited's fixed asset turnover ratio increased from 7.23 times in fiscal 2024 to 10.27 times in fiscal 2026. The fixed asset turnover ratio in fiscal 2026, 10.27, for Technopaints and Chemicals Limited was significantly higher than the peer average of 5.21. While its inventory turnover ratio increased from 4.09 times to 6.05 times. Net working capital days increased from 132 days in fiscal 2024 to 155 days in fiscal 2025 before declining to 115 days in fiscal 2026.

Key threats and challenges
Key challenges are as follows:

- **High dependence on Turnkey Paint Projects:** Turnkey Paint Projects accounted for 91.25% of revenue from operations in FY2026. The model requires coordination across paint manufacturing, logistics, manpower, site-level application, quality control and project completion, making execution discipline critical to profitability.
- **Working-capital intensity and long collection cycles:** The business requires upfront expenditure on materials, mobilisation and project execution, while collections can depend on measurement, certification, approvals and milestones. Trade receivable days were 214 days in FY2026, increasing the need for effective liquidity and working-capital management.
- **Execution of fixed-price projects:** Projects are generally undertaken at agreed contract values, exposing the company to the risk that actual raw-material, manpower, site or execution costs exceed initial estimates. Changes in scope or unforeseen site conditions may also increase project costs without a corresponding increase in contract value.
- **Scaling beyond the existing geographic concentration:** Technopaints and Chemicals Limited has historically been highly concentrated in Telangana. Expanding into additional states can require building local customer relationships, project-execution capabilities, manpower networks, supply-chain infrastructure and brand recognition.

Key threats are as follows:

- **Customer concentration:** The top 10 customers contributed 81.90% of revenue from operations in FY2026. The absence of long-term commitments for future projects means that loss or reduction of business from major customers could have a material impact on revenue visibility.
- **Government programme / tender dependence:** Government-related Turnkey Paint Projects represented 76.72% of Turnkey Paint Project revenue in FY2026. Changes in government priorities, budgets, tender conditions or project implementation timelines could affect the availability and timing of projects.
- **Telangana concentration:** 99.59% of Turnkey Paint Project revenue in FY2026 was generated in Telangana. Any adverse regional development, including changes in policy, regulation, economic activity, labour availability, logistics or project spending, could therefore have a disproportionate impact on the business.
- **Raw material and supply concentration:** The top 10 suppliers accounted for 61.46% of total purchases in FY2026, while the company does not have long-term agreements with suppliers. Disruption at key suppliers or increases in raw-material prices could affect production continuity, project costs and margins.

OUR BUSINESS

To obtain a complete understanding of our business, prospective investors should read this section in conjunction with "Risk Factors", "Industry Overview", "Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 23, 171, 343 and 429, respectively. This section contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in such forward-looking statements. For details, see "Forward-Looking Statements" on page 22.

All references in this section to a particular Financial Year or FY or Fiscal, unless stated otherwise, are to the 12-month period ended on March 31 of that particular calendar year. Unless otherwise indicated or the context otherwise requires, the financial information included herein is based on or derived from our Restated Financial Information included in this Draft Red Herring Prospectus. For further details, see "Financial Information" on page 343. Also see "Definitions and Abbreviations" on page 1 for certain terms used in this section.

*We have included certain non-GAAP financial measures and other performance indicators relating to our financial performance and business in this section. Such measures and indicators are not standardized terms and hence a direct comparison of these measures and indicators between companies may not be possible. For further details, see "Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation" on page 18. Unless otherwise indicated, industry and market data used in this section have been derived from the CRISIL report titled "Paint Products and Paint Applications Industry" released in September 2026, which was prepared and issued by CRISIL Intelligence ("**CRISIL Report**"). We commissioned CRISIL Intelligence to prepare the CRISIL Report specifically for the purpose of the Offer and to understand the industry in which we operate for an agreed fee pursuant to the engagement letter dated March 2, 2026. This section includes excerpts from the CRISIL Report and may have been re-ordered by us for the purposes of presentation. The CRISIL Report forms part of the material contracts for inspection and will be accessible on our Company's website at https://www.technopaints.in/investor-relations#offer-documents. CRISIL Intelligence is an independent agency and is not a related party of our Company, Directors, Promoters, Key Managerial Personnel, Senior Management or the Book Running Lead Manager. Unless otherwise indicated, all financial, operational, industry and other related information derived from the CRISIL Report and included herein with respect to any particular fiscal or calendar year, refers to such information for the relevant fiscal or calendar year. For further details on the CRISIL Report, see "Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation – Industry and Market Data" on page 20.*

OVERVIEW

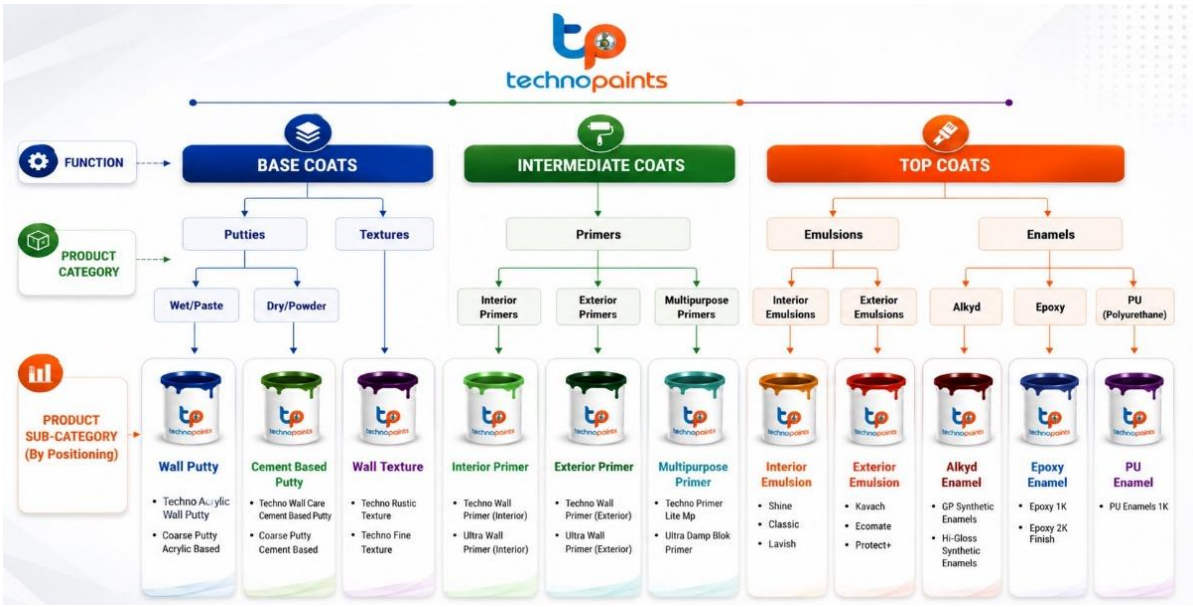
We are an established integrated paint solutions provider with over 15 years of operating experience. Our business model is differentiated, spanning the manufacture, sale and application of paint products through an integrated B2B project-based model (*source: CRISIL Report*). We are primarily involved in the execution of turnkey paint supply and application projects under our differentiated business model for real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments, including projects under various government programmes ("**Turnkey Paint Projects**"). As part of our Turnkey Paint Projects, we supply paint products manufactured by us and undertake their application at customer sites, providing customers with an integrated offering across the paint project value chain. We were the fastest-growing company among our peers from Fiscal 2024 to Fiscal 2026 in terms of CAGR in revenue from operations and EBITDA, growing at a CAGR of 60.61% and 65.40%, respectively (*source: CRISIL Report*).

Our manufacturing and project execution capabilities have enabled us to successfully execute over 1,150 Turnkey Paint Projects over the last decade, covering a total painted area of over 1,450 million square feet, across seven states, namely, Telangana, Andhra Pradesh, Karnataka, Maharashtra, Gujarat, Uttar Pradesh and Madhya Pradesh. We have undertaken projects for prominent customers such as Prestige, APR Group and Ramky Infrastructure, with several of these customer relationships spanning more than six years. Our ability to secure repeat business from these customers across multiple projects reflects the strength of these long-standing relationships.

In addition to manufacturing and supplying our products for our Turnkey Paint Projects, we also sell our products on a standalone basis through direct sales to business-to-business ("**B2B**") customers and through our franchisee partners. As at July 31, 2026, we had 28 franchisees operating independent retail outlets, which exclusively sell our products, expand our customer touchpoints and support last-mile product distribution.



Our in-house manufacturing capabilities support the execution of our Turnkey Paint Projects and enable us to offer a broad range of products across different stages of the painting process: base coats, intermediate coats and top coats. As at July 31, 2026, our portfolio comprised five principal product categories across these stages: (i) putties and (ii) textures, which constitute our base coats; (iii) primers, which constitute our intermediate coats; and (iv) emulsions and (v) enamels, which constitute our top coats. As at July 31, 2026, we had a diversified product portfolio comprising over 1,200 stock keeping units ("**SKUs**") across economy, mid-range, premium and luxury price points, as well as products developed to meet project-specific requirements. In addition, through our colour banks, we are able to offer over 2,700 paint shades to meet varying customer colour and finish requirements. Our product portfolio is deployed across our Turnkey Paint Projects to address varying project specifications, surface conditions and customer requirements.



Product Portfolio Architecture

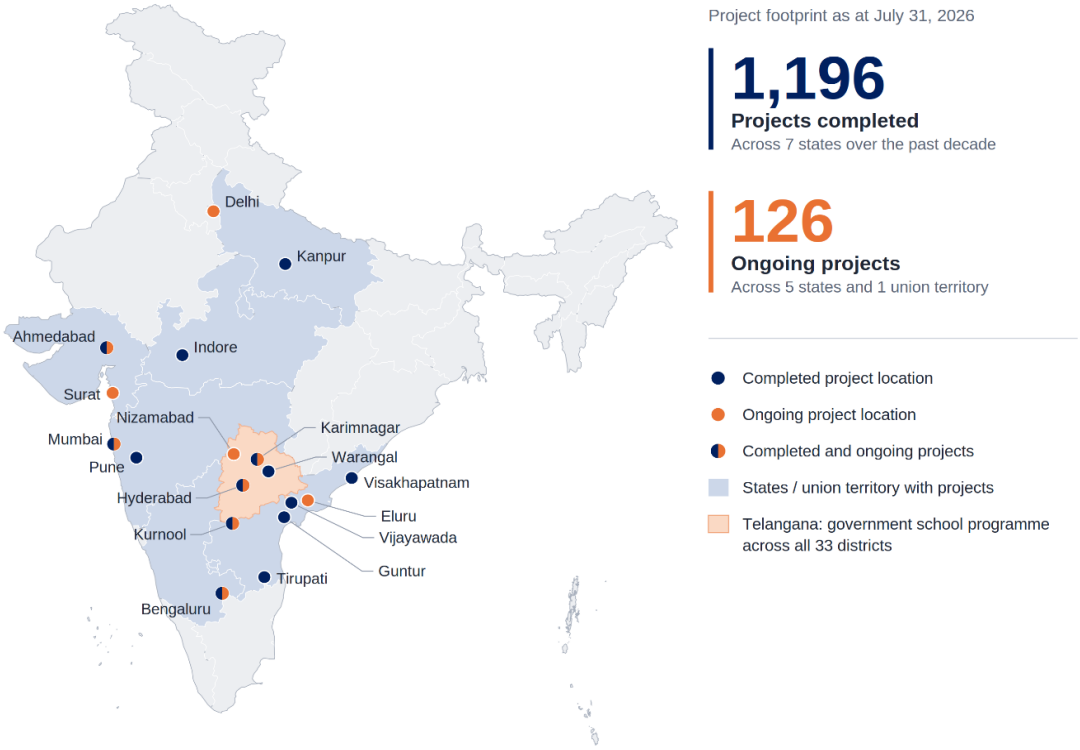
The table below sets forth a break-up of our revenue from execution of Turnkey Paint Projects and standalone sale of products for the periods indicated below.

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from Turnkey Paint Projects[(1)]	3,198.23	91.25%	1,856.29	89.20%	1,111.61	81.81%
Revenue from sale of products	306.81	8.75%	224.66	10.80%	247.17	18.19%
Revenue from operations	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Note:

(1) 'Revenue from Turnkey Paint Projects' includes revenue attributable to paint products supplied for use in the execution of such Turnkey Paint Projects.

Our track record of project execution has enabled us to build a strong Order Book comprising Turnkey Paint Projects. As at July 31, 2026, our Order Book, which represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects ("**Order Book**"), was ₹9,946.85 million. Our Order Book spans multiple customer categories, end-use segments and geographies, and includes projects relating to residential developments, including high-rise developments and villas, academic institutions, commercial establishments and industrial facilities.



We have completed, and are currently undertaking, projects for private-sector customers, including through direct customer relationships, repeat business and referrals, as well as projects relating to government programmes, across our operating geographies. In Telangana, we are currently undertaking painting works under the '*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*' programme, involving over 26,000 schools across all 33 districts over a period of five years. The '*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*' programme is a flagship school infrastructure development initiative of the Government of Telangana aimed at upgrading government and local-body schools across the state and benefiting approximately 19.84 lakh students (*source: CRISIL Report*).

Our project execution capabilities are supported by an integrated operating framework comprising in-house manufacturing, an established ecosystem of channel partners engaged exclusively by us, dedicated supervisory personnel and an extensive base of painters. Our in-house manufacturing capabilities provide us with greater control over the availability and specifications of products required for our projects. This enables us to develop

project-specific shades, formulations and coating solutions based on customer requirements. Our channel partners primarily oversee on-site execution and coordinate the deployment of painters across projects, together with dedicated supervisors and coordinators. Several of our channel partners have previously been associated with us in supervisory and other execution-related roles and are familiar with our operating standards, execution processes and quality requirements. As at July 31, 2026, we had 24 channel partners, 19 site engineers, 78 supervisors and 11 coordinators supporting our project execution, along with more than 2,800 verified painters associated with our operations.

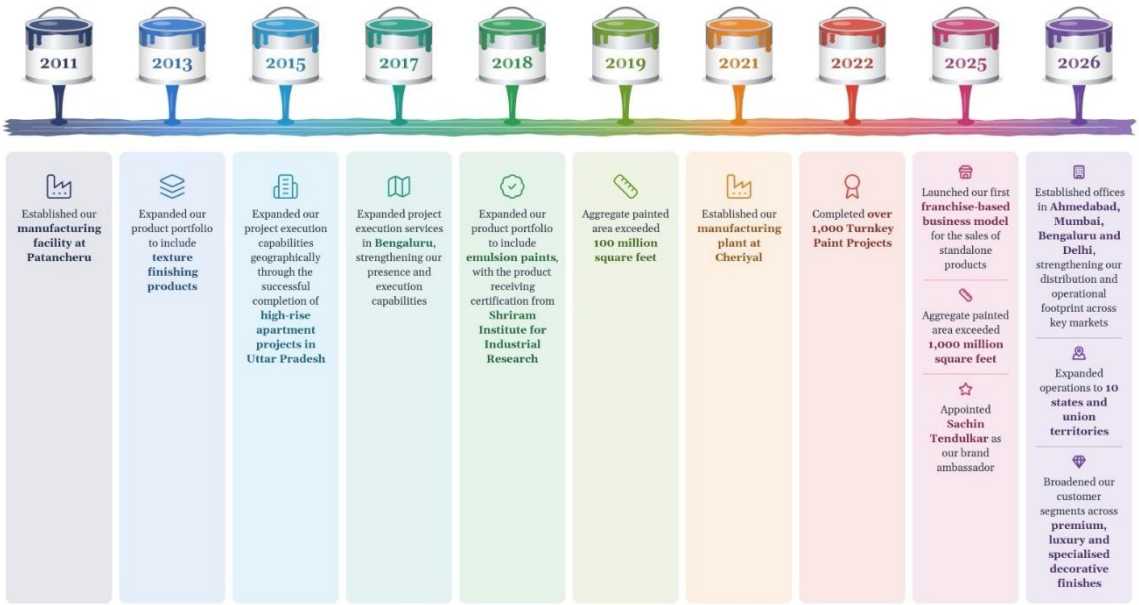
Our manufacturing operations are supported by two manufacturing facilities, comprising one facility at Cheriyal, Telangana ("**Unit I**") and one facility at Pashamylaram, Telangana ("**Unit II**"), which had an aggregate installed capacity of 103,896.00 metric-tonnes per annum ("**MTPA**") of powder paints i.e. putties and textures, and 22,199.00 kilolitres per annum (**"KLPA"**) of liquid paints i.e. emulsions, primers and enamels as at July 31, 2026. These facilities support both our diversified product portfolio and the execution of our Turnkey Paint Projects. We intend to consolidate our existing manufacturing operations at Cheriyal and Pashamylaram in Telangana into the proposed greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana ("**Proposed Greenfield Project**"), for which we have been allotted a land parcel by the Telangana Industrial Infrastructure Corporation Limited and are currently in possession of such land. Upon commissioning, the Proposed Greenfield Project is estimated to have an aggregate installed capacity of 234,000.00 MTPA for powder paints, i.e., putties and textures, and 31,200.00 KLPA for liquid paints, i.e., emulsions, primers and enamels, with the balance capital expenditure proposed to be funded from the Net Proceeds of the Offer. For further information, see "– *Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*", "– *Description of Our Business – Manufacturing*" and "*Objects of the Offer*" on pages 260, 277 and 125, respectively.

Our manufacturing capabilities are supported by an in-house product development team comprising six members as at July 31, 2026, which enables us to improve existing formulations, develop new products, shades and finishes, and customize our offerings to meet evolving customer and project requirements. As at July 31, 2026, our product portfolio comprised over 1,200 SKUs, as compared to 886 SKUs as at March 31, 2026.

Further, in August 2026, we acquired Richwaves Specialities Private Limited ("**Richwaves**") which has helped us to broaden the customer segments that we cater to and serve customers across residential, commercial, hospitality and other projects requiring premium, luxury and specialized decorative finishes.

As we expand our presence across India, we continue to strengthen the visibility and recognition of the "*Technopaints*" brand through various marketing and brand-building initiatives, including the appointment of Sachin Tendulkar as our brand ambassador.

The chart below sets forth certain key milestones in the growth and strategic evolution of our business operations.



We have received various industry awards and recognitions, including the "*Certificate of Excellence – Most Trusted Brand of the Year*" award at the International Fame Awards 2021 by Brand Icon, a citation from Prestige Group in 2021 for Prestige High Fields, the "*Excellence in Manufacturing of Paints and Application Services in Corporate Sector*" award at the ET Excellence Awards – AP & Telangana 2023 by The Economic Times and the "*Business Titans – Excellence in Transforming Spaces with Colour and Innovation" award by Radio City (A Jagran Initiative)* in 2025. For further details of the awards, accreditations and recognitions received by our Company, see "*History and Certain Corporate Matters – Key awards, accreditations, and recognition*" on page 311.

We are led by our Promoters, Akuri Srinivasa Reddy, our Chairman and Managing Director, and A Sandhya, our Chief Administrative Officer, who collectively have over 41 years of experience in the paints and coatings sector. Akuri Srinivasa Reddy is responsible for providing strategic leadership and overall direction to our Company, while A Sandhya is responsible for overseeing the administration of the various verticals of our Company and providing strategic direction for our administrative functions. Further, several members of our Senior Management team have over a decade of experience across various functions relevant to our business, including production and operations, sales and marketing, finance, secretarial and corporate governance, human resources and strategic business development. Their experience and sector knowledge support the management of our operations and the implementation of our growth strategies. As at July 31, 2026, we employed 300 employees.

Our revenue from operations increased from ₹1,358.78 million for Fiscal 2024 to ₹3,505.04 million for Fiscal 2026, representing a CAGR of 60.61%. Our operating EBITDA increased from ₹220.21 million for Fiscal 2024 to ₹602.46 million for Fiscal 2026, representing a CAGR of 65.40%. Our profit after tax increased from ₹147.75 million for Fiscal 2024 to ₹377.75 million for Fiscal 2026, representing a CAGR of 59.90%.

Set forth below are certain Ind AS financial measures, Non-GAAP financial measures and statistical measures as at the dates and for the periods indicated:

KPIs	Unit	As at and for the		
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024
Financial KPIs				
Revenue from operations[(1)]	₹ in million	3,505.04	2,080.95	1,358.78
Revenue from operations growth[(2)(*)]	%	68.43%	53.15%	N.A.
Gross Profit[(3)(*)]	₹ in million	986.90	622.02	458.09
Gross Profit Margin[(4)(*)]	%	28.16%	29.89%	33.71%
Operating EBITDA[(5)(*)]	₹ in million	602.46	341.73	220.21
Operating EBITDA Margin[(6)(*)]	%	17.19%	16.42%	16.21%
PBT[(7)]	₹ in million	504.98	284.64	185.39
PBT Margin[(8)(*)]	%	14.41%	13.68%	13.64%
PAT[(9)]	₹ in million	377.75	166.54	147.75
PAT Margin[(10)(*)]	%	10.78%	8.00%	10.87%
Total Equity (including NCI)[(11)]	₹ in million	1,365.00	840.60	303.19
Net Debt[(12)(*)]	₹ in million	38.19	366.60	469.61
Net Debt to Operating EBITDA[(13)(*)]	In times	0.06	1.07	2.13
Debt to Equity[(14)(*)]	In times	0.73	0.71	1.80
Return on Average Equity (ROE)[(15)(*)]	%	34.25%	29.12%	64.54%
Return on Average Capital Employed (ROCE)[(16)(*)]	%	30.97%	28.66%	31.50%
Fixed Asset Turnover Ratio[(17)(*)]	In times	10.27	7.57	7.23
Inventory Turnover Ratio[(18)(*)]	In times	6.05	3.88	4.09
Net Working Capital Days[(19)(*)]	Days	115	155	132
Basic EPS[(20)]	₹ per share	8.23	4.01	4.77
Net Asset Value per	₹	29.75	20.24	9.80

KPIs	Unit	As at and for the		
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024
Share[21][*]				
Operational KPIs				
Manufacturing Facilities[22]	In numbers	2	2	2
Total installed capacity[23]	KLPA/MTPA	126,095.00	125,470.80	89,980.80
Installed capacity - liquid paints[24]	KLPA	22,199.00	21,574.80	16,660.80
Installed capacity - powder paints[25]	MTPA	103,896.00	103,896.00	73,320.00
Total production volume - liquid paints[26]	KLPA	6,122.59	5,914.78	4,701.08
Total production volume - powder paints[27]	MTPA	67,980.02	38,022.27	25,950.23
Number of SKUs[28]	In numbers	886	773	537
Number of Franchise Stores[29]	In numbers	25	6	-
Order Book[30]	₹ in million	10,528.51	6,129.23	5,215.90
Number of Turnkey Paint Projects completed during the year[31]	In numbers	49	48	23

Notes:

* *Non-GAAP Measure*

(1) *"Revenue from operations" is calculated as the sum of revenue from Turnkey Paint Projects and revenue from sale of products.*

(2) *"Revenue from operations growth" is computed by dividing the increase in revenue from operations in the current period by revenue from operations for the previous period, multiplied by 100.*

(3) *"Gross Profit" is computed as revenue from operations minus Cost of Goods Sold. 'Cost of Goods Sold' is computed as the sum of cost of materials consumed, purchase of stock-in-trade, changes in inventory of work in progress and finished goods, manufacturing expenses and service and application expenses.*

(4) *"Gross Profit Margin" is computed by dividing gross profit by revenue from operations, multiplied by 100.*

(5) *"Operating EBITDA" is computed as gross profit minus employee benefits expense and other expense.*

(6) *"Operating EBITDA Margin" is computed by dividing operating EBITDA by revenue from operations, multiplied by 100.*

(7) *"PBT" refers to the restated earnings before exceptional items and tax as per the Restated Financial Information.*

(8) *"PBT Margin" is computed by dividing PBT by revenue from operations, multiplied by 100.*

(9) *"PAT" refers to the restated profit for the year/period as per the Restated Financial Information without excluding other comprehensive income.*

(10) *"PAT Margin" is computed by dividing PAT by revenue from operations, multiplied by 100.*

(11) *"Total Equity" is equity as per restated financial information (including NCI) as reduced by Share Application Money pending Allotment.*

(12) *"Net Debt" is computed as the sum of long term borrowings and short term borrowings minus cash and cash equivalents and bank balances other than cash and cash equivalents.*

(13) *"Net Debt to Operating EBITDA" is computed as net debt divided by operating EBITDA.*

(14) *"Debt to Equity" is computed as the sum of long term borrowings and short term borrowings including lease liabilities, divided by total equity.*

(15) *"Return on Average Equity (ROE)" is computed by dividing PAT by average total equity, multiplied by 100. "Average total equity" is calculated as the average of the opening and closing balances of total equity.*

(16) *"Return on Average Capital Employed (ROCE)" is computed as EBIT as a percentage of average capital employed. EBIT is calculated as operating EBITDA minus depreciation and amortization expense. "Average capital employed" is calculated by averaging the opening and closing balance of capital employed. "Capital employed" is calculated by adding total equity, long term borrowings, short term borrowings and deferred tax liabilities, and deducting intangible assets and deferred tax assets.*

(17) *"Fixed Asset Turnover Ratio" is computed as revenue from operations divided by average fixed assets. "Average fixed assets" is calculated by averaging the opening and closing balance of fixed assets. "Fixed assets" comprise property, plant and equipment and right-of-use assets, and exclude capital work in progress, investment property and intangible assets.*

(18) *"Inventory Turnover Ratio" is computed as revenue from operations divided by average inventory. "Average inventory" is calculated by averaging the opening and closing balance of inventories.*

(19) *"Net Working Capital Days" is computed as net working capital divided by revenue from operations, multiplied by 365. "Net working capital" is computed as total current assets (excluding cash and cash equivalents and bank balances other than cash and cash equivalents) minus total current liabilities (excluding short term borrowings).*

(20) *"Basic EPS" is computed as restated profit for the year attributable to equity holders of the Company divided by the weighted average number of equity shares outstanding, as reported.*

(21) "Net Asset Value per Share" is computed as total equity at the end of the period divided by the weighted average number of diluted equity shares outstanding.

(22) "Manufacturing Facilities" represents the number of manufacturing facilities operated by the Company as of the end of the reporting period.

(23) "Total Installed Capacity " represents the total annual installed manufacturing capacity of the Company as of the end of the reporting period, disclosed on a combined basis across liquid and powder products.

(24) "Installed Capacity - Liquid Paints" represents the total annual installed manufacturing capacity for liquid paints, i.e. emulsions, primers and enamels, as at the end of the reporting period.

(25) "Installed Capacity - Powder Paints" represents the total annual installed manufacturing capacity for powder paints, i.e. putties and textures, as at the end of the reporting period.

(26) "Total Production Volume – Liquid Paints" represents the total volume of liquid paints, i.e. emulsions, primers and enamels, manufactured by the Company during the reporting period, expressed in kilolitres per annum (KLPA).

(27) "Total Production Volume – Powder Paints" represents the total volume of powder paints, i.e. putties and textures, manufactured by the Company during the reporting period, expressed in metric tonnes per annum (MTPA).

(28) "Number of SKUs" indicates the total number of stock keeping units offered for sale by the Company as of the end of the reporting period.

(29) "Number of Franchise Stores" indicates the total number of exclusive branded retail outlets operated by franchisees under the brand of the Company as of the end of the reporting period.

(30) "Order Book" represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects.

(31) "Number of Projects Completed During the Year" indicates the total number of painting and application projects completed by the Company during the year.

For a table showing the above-mentioned Ind AS measures and Non-GAAP Financial Measures for us and our listed peers, see "*Basis for Offer Price – Comparison of accounting ratios and KPIs of our Company and listed peers*" on page 158.

As at the date of this Draft Red Herring Prospectus, our Company has a Subsidiary, participates in one joint operation, and does not have any associates. For details of our Subsidiary and joint operation, see "*History and Certain Corporate Matters – Our Subsidiary*" and "*History and Certain Corporate Matters – Our Joint Operation"* on page 313 each.

OUR STRENGTHS

Integrated business model spanning in-house paint manufacturing, supply and on-site project execution

We are an integrated paint solutions provider engaged in the manufacture and sale of paint products and the execution of Turnkey Paint Projects. Our business model combines in-house paint manufacturing with the supply of such manufactured products and their application at customer sites. Accordingly, our operations span key stages of the Turnkey Paint Project value chain, from product formulation and manufacturing to supply and project execution.

This model differentiates us from conventional paint manufacturers, which primarily manufacture and sell paint products, with application typically undertaken by third-party contractors without direct involvement by the paint manufacturer in project execution or management. We are also distinct from standalone painting contractors, which provide application services but do not manufacture the paint products used in such projects. The integrated manufacturing-plus-application model has high structural barriers, as it requires capabilities beyond traditional paint manufacturing, including product formulation, skilled labour mobilization, site supervision, material coordination and quality control, and the management of trained application teams across multiple project sites with varying conditions, timelines and customer requirements *(source: CRISIL Report)*. As a result, relatively few organized players in the Indian paint industry pursue this model at scale, which makes it difficult to replicate *(source: CRISIL Report)*. Our on-site project execution capabilities are supported by our network of painters, channel partners, supervisors and coordinators, enabling us to execute these projects at scale across multiple geographies.

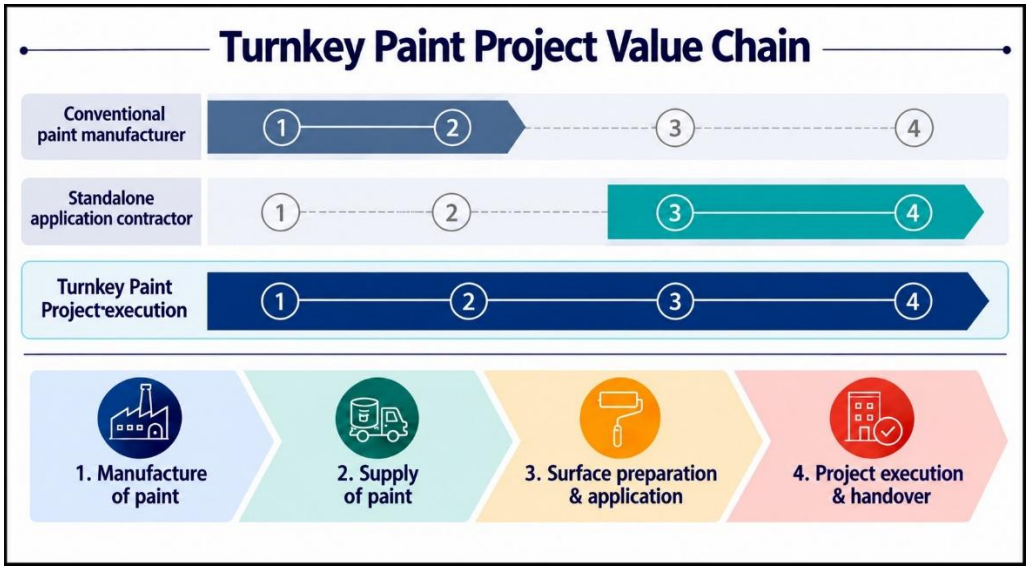
Turnkey Paint Projects are particularly relevant to large-scale developments, including residential, commercial, institutional and government projects, which require coordinated procurement and execution of extensive painting work across large sites within defined timelines. Our integrated model enables us to offer a coordinated solution across multiple stages of the Turnkey Paint Project value chain, reducing the need for customers to separately manage paint procurement, labour, supervision and execution across multiple vendors. Integrated paint supply and application offerings enable paint manufacturers to capture a larger share of the project value chain and are attractive to institutional and B2B customers seeking coordinated execution, quality consistency and single-point

accountability (*source: CRISIL Report*). Our Turnkey Paint Projects also enable us to integrate the sale of paint products manufactured by us with project execution, providing a direct B2B route to market and reducing our dependence on traditional retail channels for the sale of such products. We have established this integrated business model at scale, as demonstrated by the growth and contribution of our Turnkey Paint Projects to our operations. The following table sets forth certain key operating and financial metrics relating to our Turnkey Paint Projects for the periods indicated:

Particulars	As at and for the year ended March 31,		
	2026	2025	2024
Revenue from Turnkey Paint Projects (₹ in million)	3,198.23	1,856.29	1,111.61
Number of Turnkey Paint Projects completed	49	48	23
Revenue from Turnkey Paint Projects as a % of revenue from operations (%)	91.25%	89.20%	81.81%

Our integrated model enables us to participate in a broader portion of the Turnkey Paint Project value chain by combining the sale of paint products manufactured by us with value-added application and project execution services. This broader participation in the value chain, together with our established execution capabilities, supports our margin profile. In Fiscal 2026, our EBITDA Margin was 17.19%, which was the third highest among our peers in the Indian paint industry (*source: CRISIL Report*).

The following illustration provides an overview of the Turnkey Paint Project value chain for an integrated paint project and demonstrates the scope of activities undertaken by different categories of market participants across its various stages (*source: CRISIL Report*).



According to the CRISIL Report, the demand for turnkey painting solutions, comprising organized, end-to-end paint supply and application, is expected to be supported by increasing project scale, urbanization, formalization of painting services and a growing preference among customers for coordinated execution. We believe that our established project execution track record, integrated business model and on-ground execution network position us well to benefit from these industry trends and support the continued growth of our business.

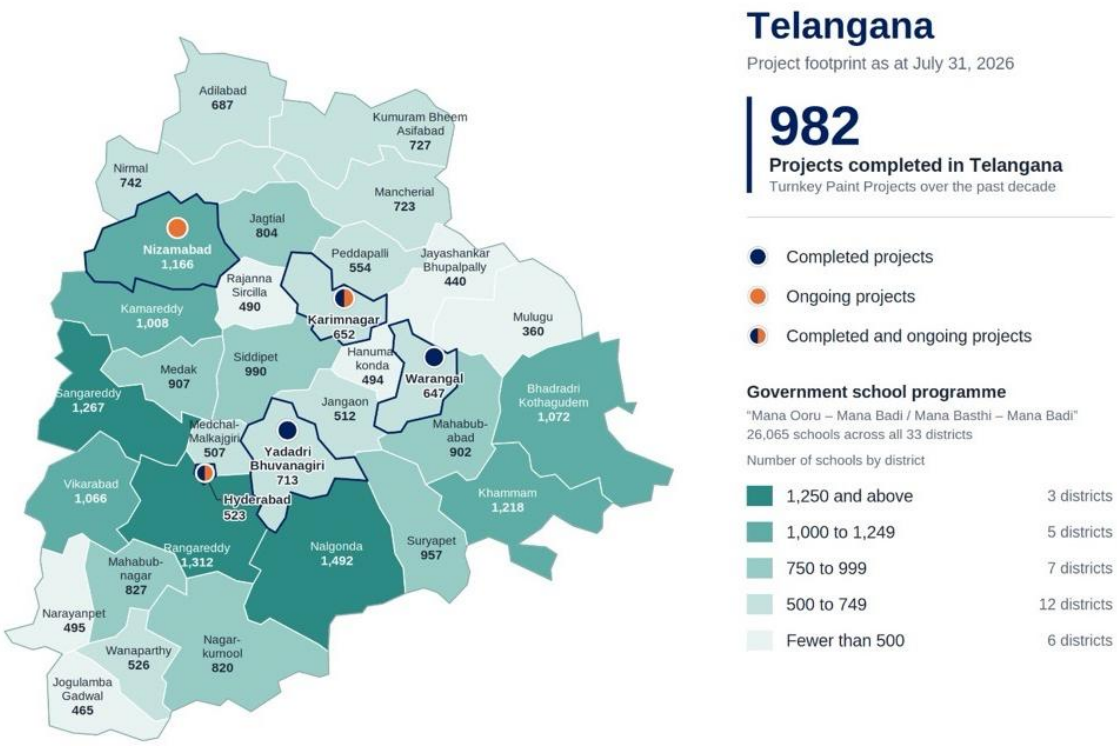
Established presence in Telangana, with a demonstrated track record of executing projects across geographies

We have established a strong presence in South India, which has been our core market and has served as the foundation for the growth of our Turnkey Paint Projects business (*source: CRISIL Report*). We commenced our operations by undertaking Turnkey Paint Projects in Hyderabad, Telangana, building on the prior experience of our Promoters in the paints business and their relationships with builders, developers and other institutional customers. We have completed 982 Turnkey Paint Projects in Telangana over the last decade, covering an

aggregate painted area of over 1,350 million square feet across the state, and serving more than 650 customers in the state.

As construction and real estate activity in Hyderabad grew, including through the development of large-scale and multi-storeyed residential, commercial and institutional projects, we increased the scale of our Turnkey Paint Projects business and broadened our customer base across residential, commercial, institutional, government and industrial segments. This has enabled us to build an established project execution track record across Hyderabad and other parts of Telangana.

The following map illustrates our execution footprint in Telangana:



Building on our established presence in Telangana, we have subsequently expanded our project execution footprint into Andhra Pradesh, Karnataka, Maharashtra, Gujarat, Uttar Pradesh and Madhya Pradesh. We are also presently undertaking projects in the National Capital Region.

Our Turnkey Paint Projects span various end-use segments, including residential, commercial, institutional, healthcare, education and industrial, as well as projects under government programmes. Our execution track record includes high-rise developments, large-scale housing programmes and projects requiring execution across multiple sites and geographies. The following table sets forth certain Turnkey Paint Projects executed by us and demonstrates the scale, complexity and geographic reach of our execution track record across:

Key Features of Project Execution	Site Image
Customer: A project for a customer in connection with a government housing project in Andhra Pradesh **Segment:** Residential **Location:** Andhra Pradesh We executed painting works for mass housing projects across multiple project sites in Andhra Pradesh. The scope included interior and exterior painting, surface preparation and coating application. Execution involved simultaneous deployment of workforce and materials across geographically distributed locations, with site-	

Key Features of Project Execution	Site Image
level supervision and quality monitoring maintained across each project site, in adherence to public sector procurement specifications and quality requirements. The project demonstrated our capability to execute government-scale housing programmes involving large volumes and multi-site coordination. **Area painted:** Approximately 4.50 million sq. ft.	
Customer: SAS Infra (Srias Developers LLP) **Segment:** Residential **Location:** Kokapet, Hyderabad We executed painting works for SAS Crown, a 59-storey residential tower in Kokapet, Hyderabad. The scope included high-rise façade painting, coating systems and surface preparation across approximately 5.80 million sq. ft. of painted area, requiring stringent quality controls and safety management across multiple work levels given the scale and height of the structure. The project demonstrated our capability to execute technically demanding high-rise painting works on landmark residential developments. SAS Crown is the tallest residential tower in South India in terms of height (*source: CRISIL Report*). **Area painted:** Approximately 5.80 million sq. ft.	

Key Features of Project Execution	Site Image
Customer: Ramky Infrastructure – project for a development authority in Kanpur **Segment:** Residential **Location:** Kanpur, Uttar Pradesh We executed a multi-site residential painting programme for a development authority in Kanpur, Uttar Pradesh, in connection with housing schemes in the city comprising 40 towers and 3,079 flats across multiple schemes. As the schemes were located across different parts of Kanpur and progressed at varying paces of construction, we planned and mobilized manpower, materials and supervision independently for each site while managing the engagement as a single coordinated programme. The programme demonstrated our capability to plan and execute a large-scale government residential programme across geographically distributed sites simultaneously while meeting project timelines, and reflects our execution track record beyond our core markets in South India. **Area painted:** Approximately 15.24 million sq. ft.	
Customer: APR Group **Segment:** Residential **Location:** Patancheru, Hyderabad We executed painting works across a cluster of five residential developments by APR Group, a Hyderabad-based real estate developer, concentrated within a single location at Patancheru, Hyderabad, comprising 1,213 villas and 700 flats. The concentration of multiple large developments, each at a different stage of construction, required us to plan and execute across differing project schedules, manpower requirements and coating systems simultaneously, while maintaining centralized planning alongside project-specific execution. The works covered interior, exterior, texture and protective coating applications delivered through phased and parallel execution, demonstrating our capability to manage large, complex, multi-site residential developments while maintaining committed timelines across the project. **Area painted:** Approximately 24.20 million sq. ft. (comprising approximately 18.20 million sq. ft. across villas and 6.00 million sq. ft. across flats)	

Established project execution capabilities supporting timely and scalable project delivery

Our project execution capabilities are supported by an integrated operating framework comprising in-house manufacturing, an established ecosystem of channel partners, dedicated supervisory personnel and an extensive painter base. We believe that these capabilities support timely material availability, manpower mobilization and on-site supervision across projects executed by us.



Key components of our integrated operating framework

As a manufacturer of paint products, we are able to support the availability of paint products required for our projects and develop project-specific shades, formulations and coating solutions based on customer requirements. Our product supply capabilities are supported by our own transportation fleet as well as arrangements with third-party transportation and logistics service providers for deliveries across our operating geographies.

Our integrated operating framework includes 24 channel partners engaged exclusively by us as at July 31, 2026, who primarily oversee on-site execution activities and coordinate the deployment of painters across projects. Several of our channel partners have previously been associated with us in supervisory and other execution-related roles and, as a result, are familiar with our operating standards, execution processes and quality requirements.

Our project execution team comprised 19 site engineers, 78 supervisors and 11 coordinators as at July 31, 2026. Our site engineers oversee technical execution at project sites, including adherence to approved drawings and specifications, quality control and coordination with clients and contractors. Our supervisors oversee on-site execution, including painter deployment, project progress and day-to-day coordination, while our coordinators act as an interface between our Company and customers across project sites. Our project execution team also includes dedicated quality assurance and quantity surveying teams, which monitor execution quality, measurements and project reporting.

In addition, we maintain relationships with over 2,800 verified painters, each of whom undergoes an enrolment process, including know-your-customer ("**KYC**") verification, before being included in our execution network. We conduct painter meets several times each month to identify and onboard painters and organize quarterly training programmes to familiarize them with our products, application techniques, quality standards and project requirements. These initiatives enable us to maintain regular engagement with painters and facilitate their deployment across projects based on location and execution requirements.

These components operate as part of an integrated execution system spanning material availability, manpower mobilization, on-site supervision and project delivery.

The completion of 1,196 Turnkey Paint Projects over the last decade across residential, commercial, institutional, government and industrial segments demonstrate our proven project execution capabilities across varying project sizes, customer categories and execution requirements. Our project execution capabilities are further demonstrated by our participation in large-scale government and institutional projects in Telangana. Under the "*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*" programme, we are undertaking painting works valued at over ₹12,500 million across over 26,000 schools in all 33 districts of Telangana over a period of five years. The scale and geographic spread of this programme have required us to simultaneously manage material deployment, workforce coordination and quality supervision across a large number of geographically distributed project sites, demonstrating our ability to execute large-volume programmes at scale.

Execution capabilities are a key differentiator in the integrated paint supply and application market, where providers are required to manage both product supply and on-site project delivery, and the operating infrastructure required to develop such capabilities creates barriers to entry (*source: CRISIL Report*). We believe that this integrated framework provides us with differentiated capabilities to undertake and manage projects at scale.

Robust and growing Order Book supported by long-standing customer relationships

Our execution track record across our operating markets has enabled us to build a robust Order Book comprising Turnkey Paint Projects. Our Order Book increased from ₹5,215.90 million as at March 31, 2024 to ₹10,528.51 million as at March 31, 2026. As at July 31, 2026, our Order Book was ₹9,946.85 million, comprising 126 Turnkey Paint Projects.

The following table sets forth a breakdown of our Order Book as at the dates indicated:

Particulars	**As at July 31, 2026**
Order Book[(1)] (₹ in million)	9,946.85
- Government programmes[(2)]	6,330.23
- Non-Government	3,616.62

Particulars	**As at March 31, 2026**	**YoY Growth (%)**	**As at March 31, 2025**	**YoY Growth (%)**	**As at March 31, 2024**
Order Book[(1)] (₹ in million), of which:	10,528.51	71.78%	6,129.23	17.51%	5,215.90
- Government programmes[(2)]	7,225.84	86.62%	3,871.86	17.35%	3,299.54
- Non-Government	3,302.67	46.31%	2,257.37	17.80%	1,916.36

Note:

(1) "Order Book" refers to the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects.

(2) Includes work relating to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with the government programme.

Our Company is among the few organized paint companies in India with a reportable order book, owing to its integrated B2B project-based model, unlike most other organized paint companies, which primarily follow a B2C distribution-led model (*source: CRISIL Report*). The maintenance of an order book provides visibility into future revenue, reflecting the extended nature of project execution timelines (*source: CRISIL Report*). Our Order Book comprises Turnkey Paint Projects across multiple end-use segments and customer categories, including residential, commercial and institutional developments undertaken for private sector customers as well as government and government-controlled entities across our operating geographies. This breadth enables us to pursue opportunities across different end-use segments and procurement channels and deploy our manufacturing and project execution capabilities across varied project types. For further details of our Order Book and project execution capabilities, see "*– Description of Our Business – Order Book*" and "*– Our Strengths – Established presence in Telangana, with a demonstrated track record of executing projects across geographies*" on pages 276 and 251, respectively.

Our ability to retain existing customers and secure repeat business is a key driver of our Order Book and revenue growth. The following table sets forth details of orders received from repeat customers and their contribution to our Order Book for the periods indicated:

Particulars	**Four months ended July 31, 2026**	**Year ended March 31,**		
		2026	**2025**	**2024**
Total value of new orders received from customers during the period/year [(1)(2)] (₹ in million)	510.25	1,789.91	1,566.39	1,375.21
Value of orders received from repeat customers during the period/year[(3)] (₹ in million)	169.48	865.85	1,082.96	745.56
% of Order Book from repeat customers,	33.21%	48.37%	69.14%	54.21%

Particulars	Four months ended July 31, 2026	Year ended March 31,		
		2026	2025	2024
as at the end of the period/year[4] (%)				

Notes:

(1) "Customers" refers to customers in respect of our Turnkey Paint Projects, excluding projects undertaken under government programmes.

(2) "Total value of new orders received from customers during the period/year" refers to the aggregate value of orders placed by customers (as defined in note (1) above) during the relevant period/year, and does not include orders placed in an earlier period/year in respect of projects that were under execution during the relevant period/year, unless such customers also placed a fresh order during the relevant period/year.

(3) "Repeat customer" means a customer (as defined in note (1) above) that had placed an order with us in any prior period since our incorporation, irrespective of whether such customer had placed an order with us in the immediately preceding period.

(4) "% of Order Book from repeat customers" refers to the proportion of our Order Book attributable to customers meeting the definition of "repeat customer" in note (3) above, as at the end of the relevant period/year, calculated with reference to our non-government Order Book.

Certain of our repeat customers, including several real estate developers, have engaged us across multiple Turnkey Paint Projects over several years. The following table sets out certain examples of such customer relationships and the repeat business generated from them:

Customer Name	First year of engagement	Number of years of association	Number of completed Turnkey Paint Projects since first engagement
Ramky Infrastructure	2015	11	25
Bhavya Constructions Private Limited	2015	11	7
DSR SR Prime Spaces LLP	2017	9	11
APR Group	2017	9	13
Vessella Group	2019	7	3
My Home Infrastructures Private Limited	2019	7	6
GHR Infra Developers LLP	2020	6	7
Prestige	2020	6	2
GEM Vivendas	2021	5	8

We believe that our large and growing Order Book, together with our long-standing customer relationships and repeat business, positions us well to capitalize on growth opportunities across our operating geographies and support the continued growth of our business.

Broad and diversified product portfolio supported by in-house product development capabilities

We manufacture a broad range of products spanning the different stages of the painting process, from surface preparation and priming to finishing and specialty applications, including putties, textures, primers, interior and exterior emulsions, enamels, and epoxy and polyurethane ("**PU**") coatings, across economy, mid-range, premium and luxury price points. Through our colour banks, we are able to offer over 2,700 paint shades to meet varying customer colour and finish requirements. Our ability to manufacture products across different surface applications, finishes, price points and performance requirements enables us to cater to the varied requirements of our Turnkey Paint Projects across the residential, commercial, institutional, healthcare, education and industrial end-use segments, including projects under government programmes, as well as the requirements of customers for standalone paint products across such segments. For further details of our product portfolio, see "*– Description of Our Business – Our Products*" on page 266.

Our in-house product development capabilities support the breadth and continued expansion of our product portfolio. Our product development efforts include formulation enhancement, product performance improvement, development of differentiated finishes, colour matching and shade development, cost optimization, development of water-based technologies with low levels of volatile organic compounds ("**VOCs**"), and adaptation of products to meet customer- and project-specific requirements. These capabilities have enabled us to steadily expand our product portfolio, with the number of our SKUs growing from 537 as at March 31, 2024 to 1,203 as at July 31, 2026. The following table sets forth the number of SKUs in our product portfolio as at the dates indicated:

Particulars	As at July 31, 2026	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Number of SKUs	1,203	886	773	537

We follow a structured product development process comprising market research, laboratory formulation, pilot trials, customer validation, field evaluation and commercialization. Prior to commercial release, our products are tested across parameters such as viscosity, pH, solid content, opacity, gloss and drying time, using recognized test methods, including those of the American Society for Testing and Materials ("**ASTM**") and applicable Indian Standards, together with our internal specifications and customer requirements. Our recent product development initiatives include enhancing our WeatherXpert exterior emulsion through the introduction of variants carrying extended warranty periods, developing an elastomeric waterproof coating with enhanced flexibility and crack-bridging properties, premium and luxury interior emulsions with enhanced sheen and gloss, exterior texture finishes offering higher coverage, PU and epoxy flooring systems and specialty primers, including zinc-rich, high-build and micaceous iron oxide ("**MIO**")-rich coatings.

As at July 31, 2026, our in-house product development team comprised six members with experience across paint formulations, polymer chemistry, coating technologies and waterproofing systems, having an average of approximately 15 years of experience in the paints and coatings industry. For further details of our product development team, see "*– Description of our Business – In-House Product Development Team*" on page 284.

Our ability to customize products is particularly relevant to our Turnkey Paint Projects business, where requirements may vary based on project type, site conditions, surface characteristics, timelines and desired finishes. By combining our manufacturing and product development capabilities with our project execution experience, we are able to develop or select products, shades and finishes suited to specific project requirements. For instance, we have developed customized emulsions, elastomeric waterproof coatings with elongation of up to 500%, acrylic elastomeric exterior coatings for high-rainfall areas, protective coatings for coastal and high-humidity environments, low-odour coatings for occupied buildings, and custom shade-matching and colour development solutions.

We believe that our diversified product portfolio, supported by our in-house product development capabilities, enables us to address evolving customer requirements, expand our product offerings and support the growth of both our product sales and our Turnkey Paint Projects.

Track record of strong financial performance with scalable and improving margins

Our Company has demonstrated a strong track record of growth in revenue and profitability, supported by the growth of our Turnkey Paint Projects business, an expanding customer base and enhanced project execution capabilities.

The following table sets forth certain key financial metrics for the periods indicated:

Particulars	Unit	As at and for the			CAGR (Fiscal 2024 to Fiscal 2026) (%)
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024	
Revenue from Operations [(1)]	₹ in million	3,505.04	2,080.95	1,358.78	60.61%
Revenue from Operations Growth [(2)]	%	68.43%	53.15%	NA	-
Operating EBITDA [(3)]	₹ in million	602.46	341.73	220.21	65.40%
Operating EBITDA Margin [(4)]	%	17.19%	16.42%	16.21%	-
PBT [(5)]	₹ in million	504.98	284.64	185.39	65.05%
PBT Margin [(6)]	%	14.41%	13.68%	13.64%	-
Return on Average Equity (ROE) [(7)]	%	34.25%	29.12%	64.54%	-
Return on Average Capital	%	30.97%	28.66%	31.50%	-

Particulars	Unit	As at and for the			CAGR (Fiscal 2024 to Fiscal 2026) (%)
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024	
Employed (ROCE) [8]					

Notes:

(1) "Revenue from Operations" is calculated as the sum of sale of products, sale of services and other operating revenue.

(2) "Revenue from Operations Growth" is computed by dividing the increase in revenue from operations in the current period by revenue from operations for the previous period, multiplied by 100.

(3) "Operating EBITDA" is computed as gross profit minus employee benefits expense, research and development expense, freight and forwarding expense, advertisement and sales promotion expense, subcontractor expense and other expenses, and excludes other income, finance costs, depreciation and amortization expense, exceptional items and tax expense.

(4) "Operating EBITDA Margin" is computed by dividing operating EBITDA by revenue from operations, multiplied by 100.

(5) "PBT" is computed as operating EBITDA minus depreciation and amortization expense, minus finance costs, plus other income, stated before exceptional items and tax.

(6) "PBT Margin" is computed by dividing PBT by revenue from operations, multiplied by 100.

(7) "Return on Average Equity (ROE)" is computed by dividing PAT by average total equity, multiplied by 100. "Average total equity" is calculated as the average of the opening and closing balances of total equity.

(8) "Return on Average Capital Employed (ROCE)" is computed as EBIT as a percentage of average capital employed. EBIT is calculated as operating EBITDA minus depreciation and amortization expense. "Average capital employed" is calculated by averaging the opening and closing balance of capital employed. "Capital employed" is calculated by adding total equity, long term borrowings, short term borrowings and deferred tax liabilities, and deducting intangible assets and deferred tax assets. Lease liabilities are excluded.

Our performance *vis-à-vis* our peers in respect of certain key metrics for Fiscal 2026 is set out below:

According to the CRISIL Report, between Fiscal 2024 and Fiscal 2026:

- our revenue from operations CAGR was 60.61%, which was the highest among our peers in the industry in India;
- our Gross Profit CAGR was 46.78%, which was the highest among our peers in the industry in India;
- our operating EBITDA CAGR was 65.40%, which was the highest among our peers in the industry in India; and
- our PAT CAGR was 59.90%, which was the second highest among our peers in the industry in India.

Further, according to the CRISIL Report,

- our EBITDA Margin of 17.19% in Fiscal 2026 was the third highest among our peers in the Indian paint industry, and was higher than the peer average of 13.98%, having consistently outperformed the peer average of 13.31% and 11.50% in Fiscal 2024 and Fiscal 2025 respectively, with our EBITDA Margin standing at 16.21% and 16.42% in those periods;
- our Return on Average Equity was 34.25% in Fiscal 2026, which was the second highest among our peers in the Indian paint industry and higher than the peer average of 29.23% during the same period; and
- our Return on Capital Employed was 30.97% in Fiscal 2026, which was the second highest among our peers in the Indian paint industry and higher than the peer average of 20.49% during the same period.

We believe that our financial performance has been supported by a combination of factors, including our ability to capture both product supply and turnkey project revenue, execution of larger project orders, operating leverage from higher scale and disciplined procurement and working capital management.

Our ability to deliver sustained growth in revenue and profitability positions us well to capitalize on industry growth opportunities and scale our operations further. For a table showing the above-mentioned Ind AS measures and Non-GAAP Financial Measures for us and our peers, see "*Basis for Offer Price – Comparison of accounting ratios and KPIs of our Company and listed peers*" on page 158.

Experienced Promoters supported by a qualified management team

Our Company is led by our experienced Promoters, Akuri Srinivasa Reddy and A Sandhya, who have been closely involved in the development and growth of our business and have played a key role in building our manufacturing capabilities, project execution operations and customer relationships. We are also supported by an experienced management team with expertise across various aspects of our operations, including manufacturing, administration, project execution and business expansion.

Akuri Srinivasa Reddy, our Chairman and Managing Director, has over 23 years of experience in the paints and coatings sector. Prior to the incorporation of our Company, he was engaged in the execution of painting and protective coating works across commercial, institutional, educational and sports developments in and around Hyderabad, including the Indian School of Business, Lal Bahadur Shastri Tennis Stadium, IMAX Theatre and Kernex Software Park. He has since been instrumental in establishing our manufacturing capabilities, developing our integrated Turnkey Paint Projects business model, scaling our project execution business across geographies and customer segments, and strengthening relationships with developers and institutional customers. A Sandhya, our Chief Administrative Officer, has over 18 years of experience in the paints and coatings sector and is responsible for overseeing administrative and operational functions. Together, our Promoters provide strategic direction and operational oversight which have supported our growth since incorporation.

We benefit from the experience of our Directors, Key Managerial Personnel and Senior Management across the paints and coatings industry and functions such as production and operations, legal, finance, secretarial, sales and marketing, human resources and business development. Our Key Managerial Personnel and Senior Management have an average of over 21 years of experience across these areas. In particular, Anil Kondoth, our Executive Director and Chief Executive Officer, has over 18 years of experience in the paints and coatings sector and is primarily responsible for overseeing the execution of our Company's business plans and operational priorities, monitoring business and operational performance, and coordinating across various functions to ensure timely and effective implementation of key initiatives. Venkata Lakshmi Narasimha Murthy Chilla, our Non-Executive Director, has over 40 years of experience in the legal sector. Srikanth Reddy Sanikommu, our Chief Financial Officer, has over 18 years of experience in the finance sector, including his prior association with the Ramky Group, and is primarily responsible for overseeing and managing our Company's financial, accounting, treasury and financial planning activities and supporting our management in financial decision-making.

Their combined managerial, operational and execution experience supports our ability to manage projects at scale, strengthen our operating capabilities and pursue the continued growth of our business. For further details, see "*Our Management – Key Managerial Personnel*" and "*Our Management – Senior Management*" each on page 330.

OUR STRATEGIES

Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility

According to the CRISIL Report, the Indian paint industry has demonstrated strong growth, increasing from approximately ₹620-640 billion in Fiscal 2020 to approximately ₹1,210-1,260 billion in Fiscal 2025, representing a CAGR of approximately 13.5-15.5% during this period, growing at approximately 2.01 to 2.04 times India's real GDP growth in Fiscal 2024 and Fiscal 2025, and is projected to grow at a CAGR of approximately 11-12% between Fiscals 2025 and 2030 to reach approximately ₹2,080-2,170 billion by Fiscal 2030. The Union Budget 2026-27 announced an increase in public capital expenditure to ₹12.2 trillion, with continued infrastructure investments expected to support construction activity and demand for paints and coatings (*source: CRISIL Report*). The construction and real estate sectors are key demand drivers for the paint industry, accounting for approximately 70-75% of paint demand through residential housing, commercial buildings and infrastructure (*source: CRISIL Report*). Growth in the Indian paint market has also been supported by housing and infrastructure development, rising repainting frequency, premiumization, higher disposable incomes and increasing penetration in rural, Tier II and Tier III markets, while continued residential and real estate development, renovation-led demand, product mix upgrades and expanding organized distribution are likely to support future growth (*source: CRISIL Report*).

To capitalize on these favourable industry trends and support our long-term growth, we intend to strengthen and modernize our manufacturing capabilities through the setting up of a proposed greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana (the "**Proposed Greenfield Project**"). We currently operate two manufacturing facilities with an aggregate installed capacity of 103,896.00 MTPA of powder paints i.e. putties and textures, and 22,199.00 KLPA of liquid paints i.e. emulsions, primers and enamels as at July 31, 2026, comprising manually intensive production lines. Our existing manufacturing infrastructure is also subject to space

constraints, with one facility operating from leased premises, and has limited infrastructure for expansion and advanced product development. We intend to consolidate our existing manufacturing operations at Cheriyal and Pashamylaram in Telangana into the Proposed Greenfield Project, for which we have been allotted a land parcel of 24,276.00 square metres by the Telangana Industrial Infrastructure Corporation Limited at Ibrahimpatnam, Telangana, and are currently in possession of such land. The total estimated cost of the Proposed Greenfield Project is ₹1,686.64 million, of which ₹195.25 million has already been deployed towards the land parcel from internal accruals, and the balance is proposed to be funded from the Net Proceeds. The Proposed Greenfield Project is proposed to be commissioned by July 2028. For further details, see "*Objects of the Offer*" on page 125. The key features and expected benefits of the Proposed Greenfield Project include the following:

(iv) ***Introduction of automation and enhanced manufacturing infrastructure:*** The Proposed Greenfield Project is intended to incorporate higher levels of automation across key manufacturing processes, including raw material handling, batching, mixing, filling and packaging, together with real-time process monitoring. It is also proposed to include upgraded testing and quality control infrastructure, dedicated product development facilities, including a pilot plant and testing laboratories. We expect these initiatives to reduce manual intervention, improve batching accuracy, process consistency and traceability, and enhance the efficient utilization of manpower, materials and other resources. Further, consolidation of our manufacturing operations into the proposed facility, together with automated material movement and improved production planning, is intended to streamline manufacturing operations and improve our long-term cost competitiveness.

The proposed product development infrastructure is also expected to support formulation development, product testing and the development and commercialization of new and differentiated products, including industrial, protective, anti-corrosive and marine coatings and, subject to technical collaborations, automotive coating products. We believe this will enable us to address a wider range of customer requirements and end-use applications. For further details, see "*– Expand our portfolio of value-added and premium paint products*" on page 261.

(v) ***Enhanced manufacturing capacity to support future growth***: The Proposed Greenfield Project is expected to have an installed manufacturing capacity of 234,000.00 MTPA for powder paints, i.e., putties and textures, and 31,200.00 KLPA for liquid paints, i.e., emulsions, primers and enamels. The proposed capacity has been planned having regard to our anticipated manufacturing requirements as our operations scale, including the requirements arising from our Turnkey Paint Projects, standalone product sales and expansion across product categories and operating markets. Our Order Book stood at ₹9,946.85 million as at July 31, 2026, having grown from ₹5,215.90 million as at March 31, 2024, providing visibility into our future production requirements. Together with our expected project pipeline and anticipated growth in standalone product sales, we expect the proposed capacity to provide greater flexibility to manage our product mix and production volumes, support economies of scale and accommodate the anticipated growth of our operations.

(vi) ***Enhancing sustainability and resource efficiency***: The Proposed Greenfield Project is intended to incorporate measures aimed at improving the efficient use of energy, water and raw materials, including energy-efficient equipment, rainwater harvesting, water recycling and a rooftop solar photovoltaic system, together with process optimization measures intended to reduce material wastage and avoidable energy consumption. We expect these initiatives to improve the overall resource efficiency of our manufacturing operations.

In addition to the setting up of the Proposed Greenfield Project, as part of our broader strategy to strengthen our manufacturing capabilities, we intend to develop in-house manufacturing capabilities for selected key raw materials. We currently predominantly procure such raw materials from external suppliers, resulting in procurement lead times, exposure to price volatility and dependence on third-party quality. Backward integration, particularly in raw materials such as resins and intermediates, can enable paint manufacturers to exercise greater control over raw material sourcing, quality and costs, and strengthen supply-chain resilience (*source: CRISIL Report*). Accordingly, these initiatives are expected to reduce our dependence on external suppliers, improve supply continuity and provide greater control over the availability, specifications, cost and quality of critical raw materials, while supporting formulation flexibility, product consistency and production planning.

We believe that the proposed consolidation and modernization of our manufacturing operations, together with increased automation and enhanced manufacturing capacity, will strengthen our manufacturing infrastructure, improve our long-term cost competitiveness and support the anticipated growth and diversification of our operations. For further details, see "*Objects of the Offer*" on page 125.

Expand our portfolio of value-added and premium paint products

According to the CRISIL Report, the Indian paint industry is witnessing a shift in consumer perception, with paints increasingly being viewed not only as construction inputs but also as aesthetic, lifestyle and experience-led products. This shift is driving demand for premium and value-added paints, which represented a market size of approximately 0.13 to 0.15 billion litres in volume terms and approximately ₹48-52 billion in value terms in Fiscal 2025 (*source: CRISIL Report*). Advanced product offerings, including premium emulsions, waterproofing and specialty coatings, are gaining traction, particularly in infrastructure projects and premium residential developments, contributing to higher value realization for manufacturers and enabling organized players to tap into higher-margin segments beyond basic decorative painting (*source: CRISIL Report*). Product mix optimization and premiumization remain important levers for margin improvement, as companies increasingly focus on higher-margin and value-added offerings (*source: CRISIL Report*). We believe that our integrated business model, through which we supply and apply paint products manufactured by us within our Turnkey Paint Projects, strengthens service-led value addition and supports margin improvement.

We intend to capitalize on these industry trends by increasing our focus on value-added and premium paint products and expanding our presence across differentiated and higher-value product categories, addressing evolving customer requirements relating to aesthetics, durability, functionality, sustainability and application-specific performance. In particular, we are focused on expanding our offerings across products with health- and hygiene-related attributes, including low-odour, low-VOC, anti-bacterial and anti-fungal formulations, as well as green or low-chemical products, special finishes and textures, exterior protection products and other differentiated coating categories, and developing industrial, protective, anti-corrosive and marine coatings.

We have undertaken several initiatives to advance this strategy. Over the last three years, we have introduced value-added and premium products across our portfolio, including Water-Proof Putty, developed to address moisture-related requirements; PU Enamels, which offer long-term corrosion resistance; and Protect+ Weather Xpert products, which provide enhanced all-weather protection, particularly for coastal regions and areas experiencing heavy rainfall. Supported by our in-house product development capabilities, we have also expanded our product portfolio from 537 SKUs as at March 31, 2024 to 1,203 SKUs as at July 31, 2026. For further details regarding the growth in our product portfolio, see "*– Our Strengths – Broad and diversified product portfolio supported by in-house product development capabilities*" on page 257. We leverage insights from our Turnkey Paint Projects and feedback from customers, franchisees, channel partners and painters to identify evolving product requirements and inform our product development efforts. We aim to continue leveraging these insights and feedback to develop or customize products in line with evolving customer and project requirements.

Going forward, the dedicated product development, application development and testing infrastructure intended to be established at our Proposed Greenfield Project is expected to support the development, testing and scale-up of new formulations across our planned product categories. For further details regarding our proposed manufacturing infrastructure, see "*– Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*" on page 260.

We believe that the continued expansion of our value-added and premium product portfolio will enable us to improve our product mix, increase our participation in higher-value product categories and better address differentiated customer and project requirements. This is also expected to support higher value realization across our product sales and Turnkey Paint Projects.

Expand our franchisee network to increase our B2C reach and customer touchpoints

We are focused on expanding our presence in the business-to-consumer ("**B2C**") paint market by strengthening our franchisee network and increasing the accessibility of our products to retail consumers. According to the CRISIL Report, extensive distribution networks are a key competitive differentiator in the paint industry, enabling wide product availability and strong reach across urban, semi-urban and rural markets. Customer purchase decisions are also influenced by local retail outlets and painters with an understanding of regional preferences and established relationships within their communities *(source: CRISIL Report)*. We commenced our franchisee model during Fiscal 2025, pursuant to which our franchisees operate independent retail outlets that exclusively sell our products. Our franchisee outlets also serve as local points of engagement with builders, contractors and painters, supporting the identification of Turnkey Paint Project opportunities in their respective markets. For further details in relation to our franchisee model, including the support and incentives we provide to our franchisees and our franchisee selection criteria, see "*– Description of Our Business – Sales Network*" on page 287.

The following table sets forth the number of our franchisees for the dates indicated:

Particulars	As at July 31, 2026	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Number of franchisees[(1)]	28	25	6	-

Note:

(1) We commenced our franchisee model during Fiscal 2025, pursuant to which our franchisees purchase our products for onward sale through franchisee outlets. Accordingly, we did not have any revenue from sales through franchisees in Fiscal 2024.

The growth in our franchisee network reflects the expansion of our retail footprint. We intend to progressively expand our franchisee network, with a focus on increasing our B2C reach and customer touchpoints, particularly across Tier II and Tier III cities and semi-urban markets. Our long-term strategy is to develop a wider franchisee presence across districts in India, while building a more granular franchisee network across local markets in Telangana and Andhra Pradesh. According to the CRISIL Report, Tier I and Tier II markets account for approximately 35-40% of decorative paint demand, while Tier III and beyond, including smaller towns and rural markets, account for approximately 30-35%, with penetration of branded paints rising fastest in Tier II, Tier III and beyond as distribution networks expand and consumers upgrade from basic solutions to emulsions, exterior paints, waterproofing products and wall putty. Organized players are also increasingly strengthening their presence in Tier II and Tier III markets, supported by rising brand awareness, preference for quality products, deeper distribution networks and greater availability of tinting and service infrastructure *(source: CRISIL Report)*. We aim to capitalize on these trends by increasing the density of our franchisee outlets in identified markets to strengthen our last-mile reach, improve product accessibility and visibility and deepen our engagement with retail consumers.

To support this expansion, we intend to strengthen our franchisee identification, onboarding, training and sales-support processes and increase marketing and customer-engagement support across our franchisee outlets. We intend to identify franchisees based on factors such as their experience in the paints, construction materials or related businesses, relationships with builders, painting contractors and painters, financial and working capital capabilities and local market reach. We also intend to work closely with our franchisees to increase awareness of our product and service offerings in their respective markets through painter meets, builder and painting contractor engagement programmes and participation in relevant stakeholder events. In addition, we intend to undertake targeted marketing and branding initiatives based on the requirements of the geographic markets in which our franchisees operate, including in-shop branding, digital lead generation, painter engagement and outdoor branding. Through these initiatives, we intend to leverage the local market presence and relationships of our franchisees to strengthen customer engagement, expand our retail footprint and deepen our B2C presence across identified markets.

Expand our geographic presence through direct expansion and our revenue partner network

We intend to deepen our presence in markets outside Telangana and selectively expand into new geographies, with a focus on metropolitan cities, to pursue additional Turnkey Paint Project opportunities and expand our customer base. While Telangana has historically been our principal market, we have progressively expanded our project execution footprint across India, including into Andhra Pradesh, Karnataka, Maharashtra, Uttar Pradesh and Madhya Pradesh. Since April 1, 2025, we have further expanded our geographic presence into Gujarat, where we have completed Turnkey Paint Projects, and the National Capital Region, where we are currently undertaking Turnkey Paint Projects. We intend to build on this execution footprint and leverage the customer acquisition and project execution model that we have developed in Telangana, pursuant to which we develop relationships with builders, developers and institutional customers and undertake Turnkey Paint Projects through our integrated paint supply and application capabilities. For further details, see "*– Our Strengths – Established presence in Telangana, with a demonstrated track record of executing projects across geographies*" on page 251.

Going forward, we seek to focus our geographic expansion on markets with a concentration of real estate and corporate project activity, presence of large developers and institutional customers and demand for organized paint supply and application solutions. We are in the process of identifying metropolitan markets for such expansion based on factors including real estate and institutional project activity, customer opportunities and our ability to establish and scale project execution capabilities in such markets. We intend to deepen our presence in markets where we have already commenced project execution by pursuing repeat and additional business from existing customers, and by leveraging our relationships with builders and developers as they undertake projects

across multiple geographies. In parallel, we have obtained product approvals and enlistments with state government authorities in Telangana, Andhra Pradesh, Madhya Pradesh and Odisha, and with central government authorities, including the Central Public Works Department, and are pursuing additional product approvals and enlistments with other state and central government authorities, to expand our eligibility to participate in government-funded projects.

To further our growth in existing and new geographies, we have appointed revenue partners (also referred to as business partners) to supplement our customer acquisition and project execution capabilities with local market knowledge, customer relationships and on-ground support. We introduced our revenue partner model in Fiscal 2026, and as at July 31, 2026, we had established a network of three revenue partners, with one revenue partner each in Bengaluru, Ahmedabad and the National Capital Region. Our revenue partners support us in identifying and developing business opportunities, engaging with prospective customers and developing relationships with builders, contractors, architects, and corporate and institutional customers. We intend to selectively extend our revenue partner network to additional markets as part of our broader geographic expansion strategy, by identifying and onboarding revenue partners with relevant industry experience, local market knowledge and established relationships with builders, developers and contractors.

Geographic expansion into new markets typically requires project management capabilities across multiple sites, including supervision, scheduling and quality control, which increases execution complexity (*source: CRISIL Report*). Complementing our direct execution model, our revenue partner-led expansion strategy provides an additional route to scale our presence across regional markets, allowing us to leverage local market knowledge and customer relationships without requiring significant investment in company-owned infrastructure. Through this combination of direct project execution and this partner-led expansion strategy, we seek to deepen our presence in existing markets, establish our presence in identified new markets and scale our Turnkey Paint Projects business across India.

Strengthen our brand visibility and deepen customer engagement

Brand visibility and customer engagement are key to strengthening our market presence, given that purchase and product-selection decisions in the paint industry are influenced by brand awareness and engagement with customers and industry participants, including builders, developers, architects, contractors and painters. Brand equity is a key competitive differentiator in the paint industry, where product performance and longevity are important considerations in purchase decisions, and strong brand recognition contributes to consumer trust, repeat demand and customer loyalty (*source: CRISIL Report*). We have invested in building brand visibility for the "*Technopaints*" brand across our operating geographies through a multi-channel marketing framework, including digital campaigns, industry engagement and our association with Sachin Tendulkar, our brand ambassador. For further details in relation to our existing marketing activities, see "*– Description of Our Business – Brand Building and Marketing*" on page 289.

Going forward, we seek to build upon our existing marketing framework through targeted initiatives addressing both our B2B and B2C customer groups. For our B2B business, we intend to deepen engagement with builders and developers and increase interactions with architects, interior designers, project management consultants, contractors and other specification influencers through builders' meets, industry events, technical interactions, product demonstrations and project-site engagement. We are also committed to deepening our engagement with painters through workshops, training programmes and loyalty and referral initiatives. For our B2C business, we intend to increase consumer-facing digital and brand-awareness initiatives and localized promotional activities to strengthen engagement with retail customers.

As part of this strategy, we propose to establish a brand outlet and experience centre in Hyderabad as a one-stop destination for direct retail sales, product discovery, demonstrations and engagement with our retail and institutional customers, as well as architects, interior designers, contractors and painters. According to the CRISIL Report, paints are increasingly being viewed not only as construction inputs but also as aesthetic, lifestyle and experience-led products, with visual appeal, surface finish quality and customization gaining importance in product-selection decisions. In line with these trends, the proposed brand outlet and experience centre is intended to enable customers and industry participants to view and evaluate our products, colours, finishes and textures and engage with our representatives on product applications and project requirements. The proposed outlet is also intended to provide us with first-hand customer feedback, support the introduction and promotion of new and value-added products and generate potential retail and project leads.

We intend to use the proposed brand outlet and experience centre as an additional customer-engagement touchpoint that complements our existing sales and marketing channels. Based on customer response, business requirements and the experience gained from the proposed outlet, we may evaluate establishing similar outlets in other suitable markets. Through these initiatives, we aim to strengthen brand recall, improve awareness of our product offerings and deepen engagement with our B2B and B2C customer groups.

Expand our business through strategic alliances or inorganic opportunities

We believe that strategic alliances, collaborations and selective inorganic opportunities can strengthen our presence within higher-value and specialized product categories and provide us with access to technical know-how that complements our existing capabilities. According to the CRISIL Report, the domestic paint industry is transitioning towards a more consolidated and brand-led growth model, where scale, distribution reach, technical capabilities and pricing discipline are likely to remain key competitive advantages, with newer entrants consolidating their positions through strategic acquisitions.

In the past, we have undertaken initiatives to evaluate opportunities in the premium and luxury decorative finishes segment. In 2022, we entered into an arrangement with an Italian paint company for the distribution of certain luxury and specialty paint products in India. Through this arrangement, we gained exposure to premium and luxury decorative finishes and insights into customer demand for such products in the Indian market. We subsequently acquired Richwaves, a company engaged in the sale of luxury and specialized decorative surface products, in August 2026, enabling us to directly cater to customers in the premium and luxury decorative finishes segment.

We are also exploring opportunities to expand our presence in other specialized product categories, including automotive coatings. In this regard, we have entered into a preliminary arrangement with a Korean specialty chemicals company to explore potential technology collaborations to strengthen our capabilities in specialized coating segments.

Building on these initiatives, we plan to continue evaluating strategic partnerships, collaborations and selective inorganic opportunities that may enable us to enter complementary product categories, including waterproofing, construction chemicals, protective coatings and premium decorative finishes, access specialized products and technical capabilities and strengthen our integrated paint supply and application offerings. We believe that our existing product portfolio, Turnkey Paint Projects model, customer relationships and project execution capabilities provide us with a platform to identify and evaluate suitable strategic alliances and inorganic opportunities and integrate complementary products and capabilities into our existing business.

DESCRIPTION OF OUR BUSINESS

BUSINESS OPERATIONS

We are primarily involved in the execution of turnkey paint supply and application projects under our differentiated business model for real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments, including projects under various government programmes ("**Turnkey Paint Projects**"). As part of our Turnkey Paint Projects, we supply paint products manufactured by us and undertake their application at customer sites, providing customers with an integrated offering across the paint project value chain. This includes surface preparation, priming, painting and finishing works, which are executed through our network of painters, channel partners, supervisors and coordinators. This integrated offering enables customers to consolidate paint procurement and application services with a single vendor, thereby reducing coordination requirements and supporting efficient and consistent delivery standards across their projects.

Our product supply business includes the manufacture and sale of a broad range of products across five product categories, namely: (i) putties; (ii) textures; (iii) primers; (iv) emulsions; and (v) enamels. For further details regarding our products, see "– *Description of Our Business – Our Products*" on page 266. Our Turnkey Paint Projects cater primarily to real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments, and involve the coordinated procurement and execution of painting works across large project sites.

The table below sets out a break-up of our revenue from execution of Turnkey Paint Projects and standalone sale of products across the Fiscals indicated below:

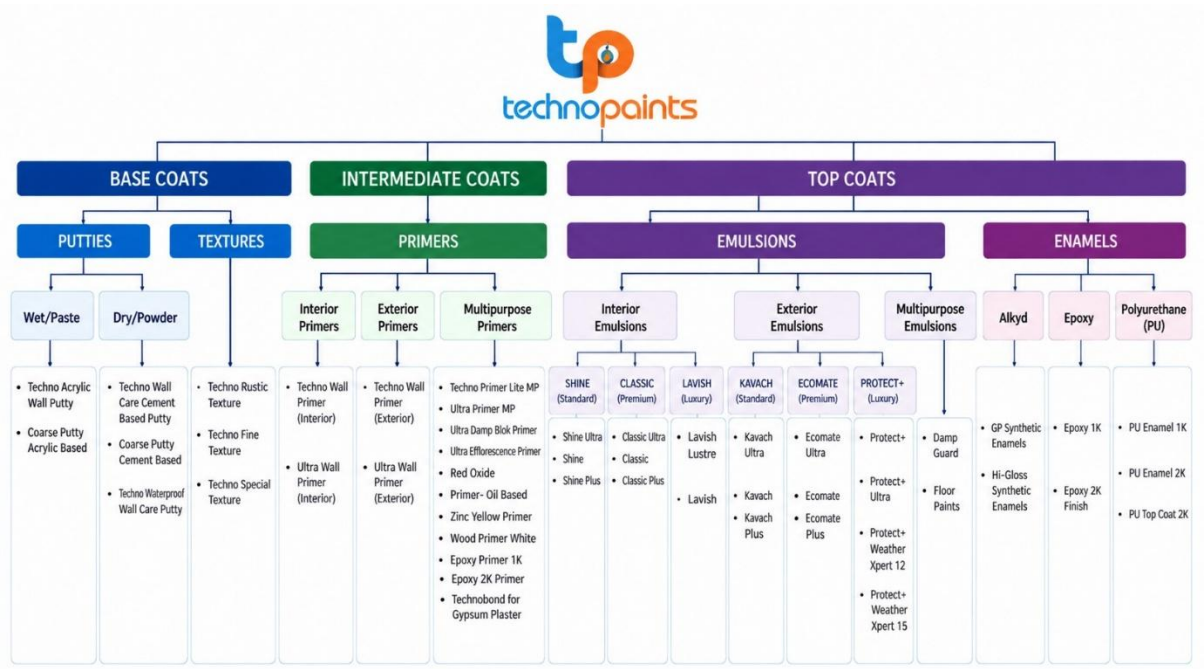
Product category	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from Turnkey Paint Projects[(1)]	3,198.23	91.25%	1,856.29	89.20%	1,111.61	81.81%
Revenue from sale of products	306.81	8.75%	224.66	10.80%	247.17	18.19%
Revenue from operations	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Note:

(1) 'Revenue from Turnkey Paint Projects' includes revenue attributable to paint products supplied for use in the execution of such Turnkey Paint Projects.

OUR PRODUCTS

We offer a broad portfolio of paints, coatings and related products across different stages of the painting process: base coats, intermediate coats and top coats, catering to various surface, application and project requirements across residential, commercial, institutional, industrial and government segments. As at July 31, 2026, our portfolio comprised five principal product categories across these stages: (i) putties and (ii) textures, which constitute our base coats; (iii) primers, which constitute our intermediate coats; and (iv) emulsions and (v) enamels, which constitute our top coats. Together, these categories allow us to offer products across the lifecycle of a painting project, from surface preparation and priming to decorative and protective finishes.



Product Portfolio Architecture

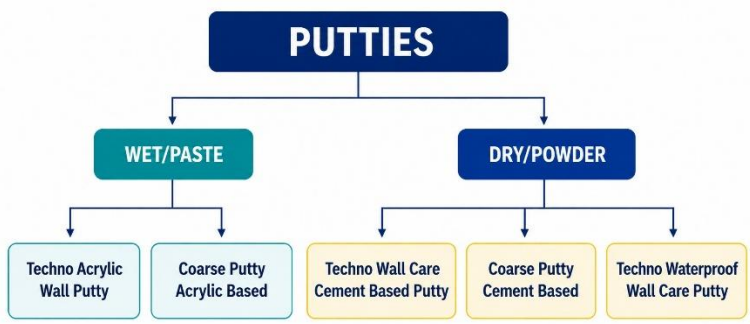
We manufacture and sell our products under the "*Technopaints*" brand of paints and related products, including Kavach, Protect+ and Ecomate. Our products are offered across varying price ranges, pack sizes and performance specifications, depending on the product type and intended application, with colour options available for our top coat products, enabling customers to select products based on factors such as surface requirements, finish, budget and project requirements.

A brief description of products offered by us under each of our product categories is set forth below:

Base Coats

A. Putties

Putties are base coat products used for surface preparation and levelling prior to the application of primers and top coats. They help fill minor surface imperfections and provide a smooth and uniform base for subsequent paint coats. Putties are designed for application on interior and exterior wall surfaces, including cement plaster, concrete and masonry surfaces, depending on the product type and intended application. We manufacture putties at Unit I. As at July 31, 2026, the putties manufactured by us are available in pack sizes of 30 kg and 40 kg.

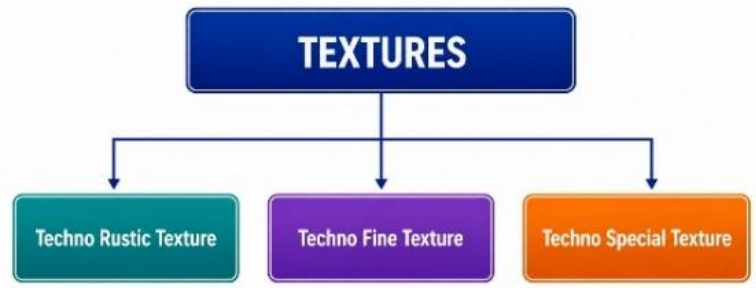


The table below provides a brief overview of the products comprising our putty portfolio as at July 31, 2026:

Product sub-category along with product names	Features	Product Segment	Product Images
(a) Wet/Paste Techno Acrylic Wall Putty, Coarse Putty Acrylic Based	Acrylic-based, ready-to-use putties for interior surfaces, offering ease of application, surface levelling and a smooth and uniform base for subsequent paint coats.	Standard	
(b) Dry/Powder Techno Wall Care Cement Based Putty, Coarse Putty Cement Based, Techno Waterproof Wall Care Putty	Cement-based putties for interior and exterior surfaces, offering surface levelling, adhesion and durability across cement plaster, concrete and masonry surfaces. Techno Waterproof Wall Care Putty additionally provides water resistance for surfaces prone to dampness and seepage.	Premium	

B. Textures

Textures are decorative coating products designed for application on exterior wall surfaces to provide differentiated surface effects and aesthetic finishes across residential, commercial, government, institutional and project-based applications. Textures can also be customized to incorporate elastomeric properties that provide crack-bridging capabilities and help address potential dampness in walls. We manufacture textures at Unit I. As at July 31, 2026, the textures manufactured by us are available in a pack size of 25 kg.



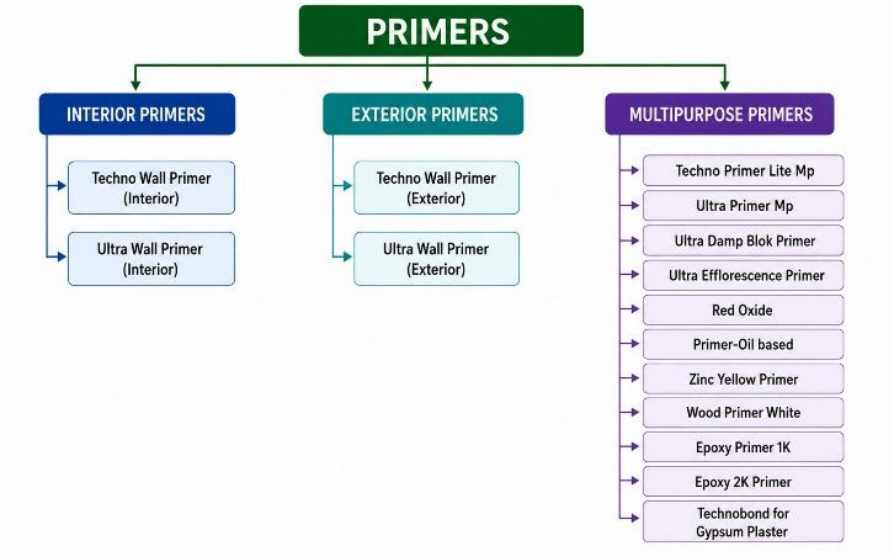
The table below provides a brief overview of the products comprising our texture portfolio as at July 31, 2026:

Product names	Features	Product Segment	Product Images
Techno Rustic Texture	Rustic and stone-like textured finish offering durability and weather resistance and helping conceal minor surface imperfections across interior and exterior walls.	Standard	
Techno Fine Texture	Fine and uniform textured finish offering durability and surface protection and helping conceal minor surface imperfections across interior and exterior walls.	Premium	
Techno Special Texture	Granular textured finish using fine coloured sand, including mineral texture finishes, offering durability and weather resistance across interior and exterior walls.	Premium	

Intermediate Coats

Primers

Primers are intermediate coat products designed for application prior to top coats to improve adhesion, seal surface porosity and provide a uniform base for subsequent paint coats. Primers are designed for application across various interior and exterior surfaces, including cement plaster, concrete, masonry, gypsum plaster, wood and metal, depending on the product type and intended application. We manufacture primers at Unit I. As at July 31, 2026, the primers manufactured by us are available in pack sizes of one litre, four litres, 10 litres and 20 litres.



The table below provides a brief overview of the products comprising our primer portfolio as at July 31, 2026:

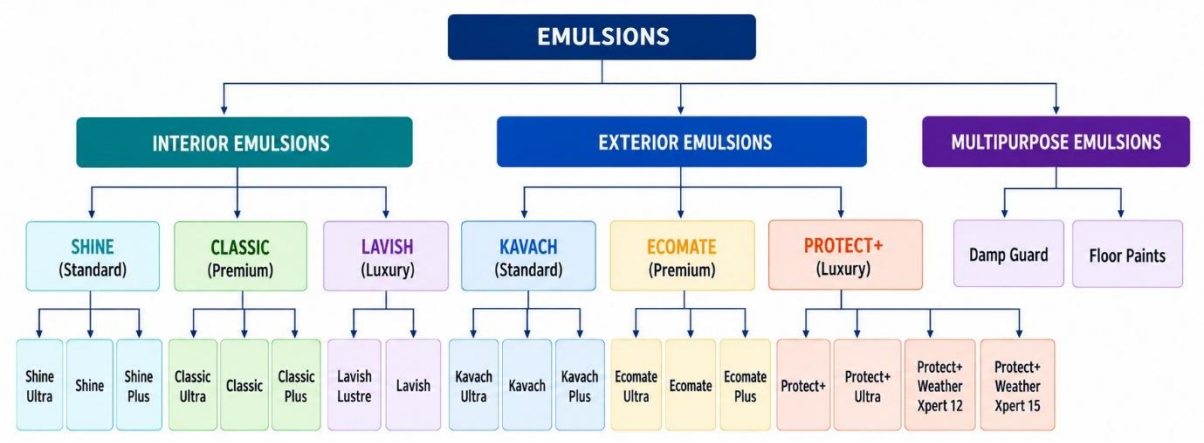
Product sub-category along with product names	Features	Product Segment	Product Images
(a) Interior Primers Techno Wall Primer (Interior), Ultra Wall Primer (Interior)	Water-based acrylic primers offering penetration, coverage, alkali resistance, surface sealing and adhesion, and providing a smooth and uniform base for subsequent coats.	Standard	
(b) Exterior Primers Techno Wall Primer (Exterior), Ultra Wall Primer (Exterior)	Water-based acrylic primers offering penetration, coverage, alkali resistance, anti-chalking properties and surface sealing for exterior coating applications.	Standard	
(c) Multipurpose Primers (i) Techno Primer Lite Mp, Ultra Primer Mp, Red Oxide, Primer-Oil based, Wood Primer White, Technobond for Gypsum Plaster (ii) Ultra Damp Blok Primer, Ultra Efflorescence Primer, Zinc Yellow Primer, Epoxy 2K Primer, Epoxy Primer 1K	Primers designed for various surfaces and applications, including masonry, wood and metal, offering features such as surface sealing, moisture protection, alkali resistance and enhanced adhesion and durability, depending on the product type.	(i) Standard (ii) Premium	

<u>Top Coats</u>

A. Emulsions

Emulsions are water-based paints primarily used for painting interior and exterior walls and other surfaces, including cement plaster, concrete and other masonry surfaces, to provide a durable and decorative finish and

enhance the appearance and protection of the underlying surface. We manufacture emulsions at Unit I. As at July 31, 2026, the emulsions manufactured by us are available in over 2,700 shades and in pack sizes of one litre, four litres, 10 litres and 20 litres, with each combination of shade and pack size constituting a separate SKU.



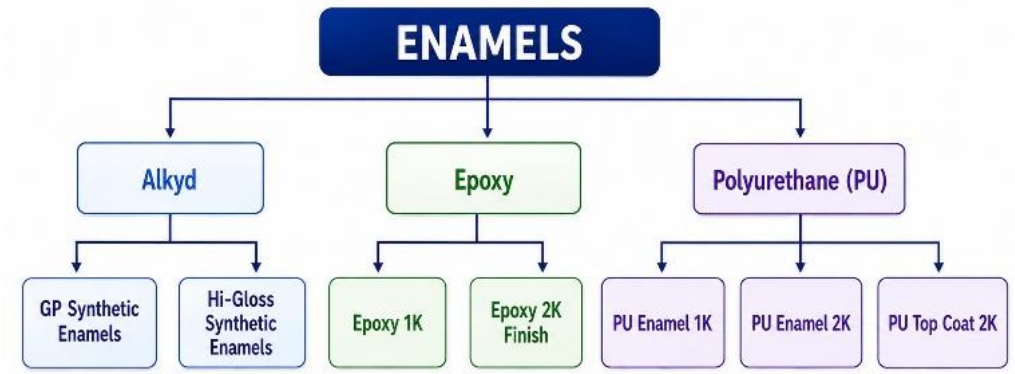
The table below provides a brief overview of the products comprising our emulsion portfolio as at July 31, 2026:

Product sub-category along with product names	Features	Product Segment	Product Images
Interior Emulsions			
(a) Shine (i) Shine Ultra, Shine (ii) Shine Plus	Smooth matte finish with good coverage and adhesion, moderate washability and durability of two to four years.	(i) Standard (ii) Premium	
(b) Classic (i) Classic Ultra, Classic (ii) Classic Plus	Smooth matte finish with good coverage and washability, anti-fungal and anti-fading properties, and durability of up to six years.	(i) Standard (ii) Premium	
(c) Lavish Lavish Lustre, Lavish	Matte or sheen finish with superior stain resistance and washability, anti-fungal protection, long-lasting colour retention and warranty of up to eight years.	Luxury	
Exterior Emulsions			
(a) Kavach (i) Kavach Ultra, Kavach (ii) Kavach Plus	Good weather and water resistance, ultraviolet ("**UV**") protection, anti-algal properties and coverage, with a recommended repainting cycle of two to four years.	(i) Standard (ii) Premium	

Product sub-category along with product names	Features	Product Segment	Product Images
(b) Ecomate (i) Ecomate Ultra, Ecomate (ii) Ecomate Plus	UV, weather and water resistance, dirt pick-up resistance, anti-algal and anti-fungal properties and long-lasting colour retention, with a recommended repainting cycle of five to six years.	(i) Standard (ii) Premium	
(c) Protect+ Protect+, Protect+ Ultra, Protect+ Weather Xpert 12, Protect+ Weather Xpert 15	Satin finish with weather, water and UV resistance, anti-algal and anti-fungal properties, dirt pick-up resistance and high coverage, with a recommended repainting cycle of seven to ten years.	Luxury	
Multipurpose Emulsions			
(a) Damp Guard	Water-resistant coating offering protection against water seepage and dampness, with good adhesion, durability and weather resistance for interior and exterior wall surfaces.	Premium	
(b) Floor paints	Durable floor coating offering abrasion and wear resistance, with good adhesion and ease of maintenance for concrete and cementitious floors across residential, commercial and industrial applications.	Premium	

B. Enamels

Enamels are solvent-based paints used on metal, wood and other suitable surfaces to provide a protective and decorative finish. Enamels are used across residential, commercial, institutional, industrial and hospitality applications, including on doors, grills, railings, furniture, machinery and metal fixtures. We manufacture enamels at Unit II. As at July 31, 2026, the enamels manufactured by us are available in multiple shades and in pack sizes of 500 millilitres, one litre, four litres, 10 litres and 20 litres, with each combination of shade and pack size constituting a separate SKU.



The table below provides a brief overview of the products comprising our enamel portfolio as at July 31, 2026:

Product sub-category along with product names	Features	Product Segment	Product Images
(a) Alkyd GP Synthetic Enamels, Hi-Gloss Synthetic Enamels	Solvent-based coatings offering gloss and colour retention, surface protection, coverage and durability across metal, wood and other suitable surfaces.	Standard	
(b) Epoxy (i) Epoxy 1K (ii) Epoxy 2K Finish	Single-component (1K) and two-component (2K) coatings offering adhesion, corrosion, chemical and abrasion resistance, and durability across metal and other suitable surfaces.	(i) Standard (ii) Premium	
(c) Polyurethane ("PU") (i) PU Enamel 1K (ii) PU Enamel 2K, PU Top Coat 2K	Single-component (1K) and two-component (2K) coatings offering gloss and colour retention, adhesion, abrasion and weather resistance, and protection against UV exposure and moisture.	(i) Standard (ii) Premium	

Decorative and speciality finish products offered by our Subsidiary



Richwaves is engaged in the business of decorative and speciality finishes and became our wholly-owned Subsidiary with effect from August 22, 2026, pursuant to the acquisition by our Company of 100% of its paid-up equity share capital. For further details regarding the acquisition of Richwaves, see "*History and Certain Corporate Matters – Share Purchase Agreement dated August 22, 2026, entered into amongst Akuri Sakesh Reddy, Akuri Deepthi, A Sandhya and Akuri Srinivasa Reddy (together with, Akuri Sakesh Reddy, and Akuri Deepthi collectively referred to as the "Sellers") and our Company"* and "*History and Certain Corporate Matters – Our Subsidiary*" on pages 312 and 313, respectively.

Richwaves offers a range of decorative and speciality finish products that are manufactured by our Company and sold to Richwaves, which subsequently sells such products under its own name. These products are primarily differentiated based on texture, pattern, sheen, colour effects, tactile depth and architectural appearance. Its product portfolio includes architectural concrete finishes, antico / heritage finishes, Venetian / marble finishes, stone and natural finishes, brick finishes, colour texture finishes, laminato finishes, lamato finishes and other decorative and speciality finishes. Its products include, among others, Arch Concrete Metallic, Venetian Marble, Stone Finish, Speckle Finish, Laminato Sand Storm and Lamato Texture. These products offer a range of decorative effects, including concrete-inspired, ornamental, marble-like, stone and natural-texture, brick-inspired, granular, embossed and other speciality finishes.

OUR PROJECT EXECUTION CAPABILITIES

Our Turnkey Paint Projects comprise the supply of paint products manufactured by us together with their on-site application and execution at customer project sites. Under this model, we undertake project planning, product supply, mobilization of painters, site supervision, on-site application, quality monitoring and project completion, enabling us to provide customers with a coordinated framework for the execution of their painting requirements.

Over the last decade, we had executed over 1,150 Turnkey Paint Projects across seven states, i.e., Telangana, Andhra Pradesh, Karnataka, Maharashtra, Gujarat, Uttar Pradesh and Madhya Pradesh and completed painting and coating works covering more than 1,450 million square feet. Our customers for Turnkey Paint Projects primarily comprise real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments. For further details of certain marquee projects executed by us, see "– *Our Strengths – Established presence in Telangana, with a demonstrated track record of executing projects across geographies*" on page 251.

Our project execution capabilities are supported by an integrated operating framework comprising our in-house manufacturing capabilities, an established ecosystem of channel partners, an extensive painter network and dedicated supervisors and coordinators. Each component of this framework performs a distinct role in enabling us to mobilize resources, execute projects across multiple sites and monitor project execution and quality, as described below.



Key components of our integrated operating framework

In-house manufacturing capabilities: Our in-house manufacturing capabilities provide us with greater control over the availability and specifications of products required for our projects and enable us to develop project-specific shades, formulations and coating solutions based on customer requirements. For further details, please see "– *Description of Our Business – Existing Manufacturing Facilities*" on page 277.

Channel partners: Our channel partners are engaged as independent and exclusive execution subcontractors for painting and coating application works at project sites. Channel partners are empanelled based on, among other factors, their experience in undertaking painting application works, availability of skilled manpower, supervisory capabilities, equipment and tools and requisite statutory registrations. Upon empanelment, project-specific work is allocated through work orders based on our business requirements, project timelines and operational

considerations, with each work order setting out, among other matters, the scope of work, project location, applicable rates, timelines and payment terms.

Our channel partners undertake manpower deployment and on-site execution, including surface preparation, material handling, application of paints, site-level coordination, day-to-day reporting and measurement of completed work for certification. They engage and manage their own workforce and are responsible for compliance with applicable labour and statutory requirements in relation to such personnel. We supply the required painting materials and provide technical support and quality oversight through our project teams. Channel partners are remunerated at project-specific rates set out in the relevant work orders, generally based on the painting works executed and certified. As at July 31, 2026, we had 24 channel partners supporting our project execution operations.

Painter Network: Our verified painter network provides us with access to painting manpower for deployment across Turnkey Paint Projects of varying scale and location. We identify painters through advertisements, referrals, painter groups and individual applications and undertake initial onboarding, including basic training and evaluation, following which suitable painters are allocated to the relevant channel partners for deployment on projects. The painters deployed on our Turnkey Paint Projects are engaged by the respective channel partners, who are responsible for their supervision and remuneration. We conduct painter meets across our operating geographies and organize training programmes covering our products, application techniques, quality standards and project requirements. This enables us to maintain a pool of trained painting manpower that can be mobilized across project sites through our channel partner ecosystem. As at July 31, 2026, we had more than 2,800 verified painters associated with our operations.

Supervision: Our dedicated supervisors and coordinators provide on-site oversight and operational coordination across our Turnkey Paint Projects. Supervisors monitor execution quality, work progress and adherence to project requirements, while coordinators facilitate painter deployment, work scheduling and day-to-day coordination among project teams. As at July 31, 2026, we had 78 supervisors and 11 coordinators supporting our project execution.

For further details regarding our project execution capabilities and integrated operating framework, see "– *Our Strengths – Established project execution capabilities supporting timely and scalable project delivery*" on page 254. Further, for details of the geographic presence of our project execution operations, including a map depicting the key locations in India where we have undertaken projects and locations where projects are ongoing, as at July 31, 2026, see "– *Overview*" on page 244.

Project Execution Process

The following sets forth an overview of our typical project execution process under the Turnkey Paint Projects business model:



Project origination and business development

Our Turnkey Paint Projects are originated through multiple channels, including direct engagement by our sales and project teams, referrals from existing customers and, in markets outside Telangana, through revenue partners, who leverage their local market knowledge and relationships with builders, developers and contractors to generate leads and facilitate customer introductions. For further details, see "*– Description of Our Business – Sales Network – Revenue Partners*" on page 288.

For private institutional, real estate developer and other project-based customers, projects are typically secured through negotiated contracts, direct engagement, referrals or partner-led origination. Contracts may involve supply of paint products together with application services, subject to project-specific requirements on scope, timelines, specifications, quality standards and completion milestones.

For projects under government programmes, contracts are typically awarded through competitive tender processes. In certain cases, where a government programme prescribes minimum technical or financial eligibility criteria, we may participate in such tenders through joint operations with other contractors. For instance, in connection with the "*Mana Ooru – Mana Badi / Mana Basthi – Mana Badi*" programme of the Government of Telangana, we participate through HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to us for execution. We also execute certain painting works under government programmes pursuant to fixed-price subcontract arrangements.

Scope finalization and project planning

For projects secured through tenders, the scope of work, technical specifications, timelines and other project requirements are typically set out in the relevant tender documents, letter of award and / or work order. For projects not secured through tenders, we finalize the project scope with the customer, including the surfaces to be painted, product requirements, colour and finish specifications, estimated quantities, timelines, manpower requirements and site execution plan. Once the scope is finalized, our sales / project team coordinates with production and dispatch teams, supervisors, channel partners and, where applicable, revenue partners to plan material supply, manpower deployment and execution timelines. The paint products used for executing our Turnkey Paint Projects are manufactured at our manufacturing facilities, i.e., Unit I and Unit II, based on project-specific customer requirements, including in relation to colour combinations, quality and value-added features.

Site mobilization

Following finalization of the project scope and execution plan, we mobilize the required materials, supervisors and painters, tools and equipment through channel partners at the relevant project site. Site mobilization typically involves aligning material dispatch, manpower deployment, site access, work sequencing and customer requirements with the project schedule. Based on the scale, location and stage of execution of the project, manpower and materials may be deployed in phases across one or more project sites.

On-site execution

During on-site execution, painting and coating application work is undertaken in accordance with the agreed scope, product specifications, surface requirements and project timelines. At the project site, the relevant channel partner coordinates with the painters deployed for the project and supports day-to-day execution under the supervision of our site supervisors. Our execution process generally involves surface preparation, priming, application of base coats / finish coats, texture application, and touch-up / rectification work, as applicable to the project. Our supervisors coordinate with channel partners during execution and monitor application quality, adherence to customer specifications, material usage, manpower deployment and progress against agreed timelines.

Project completion

Upon completion of the painting and coating application work, the project site is inspected by the site engineers against the agreed scope, specifications and quality requirements. Any rectifications or touch-ups identified during inspection are addressed prior to final completion, and the completion is documented in accordance with the applicable customer contract / work order. Depending on the nature of the project, completion may involve customer sign-off, measurement certification, billing, collection and, where applicable, post-completion support or maintenance services.

For further details regarding our franchisee and revenue partner network, see "– *Description of Our Business – Sales Network*" on page 287. For details regarding our workforce, see "– *Description of Our Business – Workforce*" on page 294.

Commercial terms governing our Turnkey Paint Projects

Our Turnkey Paint Projects are undertaken pursuant to the terms of the relevant tender documents, letters of award, work orders and / or customer contracts, as applicable. The commercial terms of our projects vary depending on the customer and the nature, size and duration of the project. Such terms typically govern, among other matters, the scope and value of work, project timelines, billing and payment terms, measurement and certification of work completed, retention amounts, performance guarantees, defect liability obligations and other project-specific requirements. Payments are generally received based on the terms agreed with the relevant customer and the progress of work undertaken by us. For further details, see "*Risk Factors – We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows.*" on page 33.

ORDER BOOK

Our Order Book represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects. Our Company is among the few organized paint companies in India with a reportable order book, owing to its integrated B2B project-based model, unlike most other organized paint companies, which primarily follow a B2C distribution-led model (*source: CRISIL Report*).

As at July 31, 2026, our Order Book was ₹9,946.85 million, comprising projects across residential, commercial, institutional, industrial and government segments and across our operating geographies. Our Order Book reflects our ability to secure projects from a diverse customer base across multiple geographies, supported by our Turnkey Paint Projects business model, project execution capabilities and customer relationships.

The table below sets forth a breakdown of our Order Book as at the following dates:

Particulars	As at July 31, 2026 (₹ in million)	As at March 31, 2026 (₹ in million)	As at March 31, 2025 (₹ in million)	As at March 31, 2024 (₹ in million)
Order Book	9,946.85	10,528.51	6,129.23	5,215.90

For further details in relation to our Order Book, see "*Our Strengths – Robust and growing Order Book supported by long-standing customer relationships*" on page 256.

DIRECT SALE OF PRODUCTS

We sell our products on a standalone basis through multiple channels, including direct sales to customers and sales through our franchisee network. We undertake direct sales of our products to builders, real estate developers and painting contractors through our dedicated sales team across Hyderabad, Bengaluru, Mumbai, Pune, Ahmedabad and the National Capital Region. We deploy our sales personnel across these markets having regard to factors such as market potential and our existing market presence. Our sales team identifies prospective customers and product requirements through market references, direct customer outreach and existing relationships, and engages with such customers to understand their requirements, provide product quotations and secure purchase orders. Product pricing is determined with reference to our prevailing product price lists, market conditions and competitive pricing, among other factors.

Upon receipt of a purchase order, we supply the relevant products at the agreed prices to the locations specified by the customer. Our direct sales channel enables us to maintain direct engagement with customers, understand their product and project requirements and develop long-term customer relationships, which may result in repeat orders for subsequent projects. Such engagement also enables us to identify potential Turnkey Paint Project opportunities with existing product customers as their project requirements evolve or increase in scale.

We also sell our products through our franchisees, which operate retail outlets in their respective markets and cater to retail customers. Our franchisees purchase products from us for onward sale and support local market development, product availability and customer engagement in the markets in which they operate. For further details regarding our franchisee network, see "*– Description of Our Business – Sales Network – Franchisees*" on page 288.

MANUFACTURING

Existing Manufacturing Facilities

We operate two manufacturing facilities in India, both located in the state of Telangana: (i) one manufacturing facility is located in Cheriyal ("**Unit I**"); and (ii) one manufacturing facility is located in Pashamylaram ("**Unit II**"). Our manufacturing facilities support both our diversified product portfolio and the execution of our Turnkey Paint Projects, as well as the supply of our products to our customers, storage facilities, franchisees, revenue partners, channel partners and project sites across our operating geographies.

Our manufacturing facilities support the manufacture of a range of water-based and solvent-based products, including putties, textures, primers, emulsions and enamels. Our in-house manufacturing capabilities provide us with greater control over the availability and specifications of products required for our projects and enable us to develop project-specific shades, formulations and coating solutions based on customer requirements.

Our manufacturing operations are currently undertaken through manual production processes across various stages of the manufacturing process. Our manufacturing operations are supported by manufacturing infrastructure, storage areas for raw materials and finished goods, quality control processes and product development / formulation capabilities. As at July 31, 2026, our aggregate installed manufacturing capacity was 103,896.00 MTPA of powder paints i.e. putties and textures, and 22,199.00 KLPA of liquid paints i.e., primers, emulsions, and enamels.

Set forth below is a table summarizing each of our manufacturing facilities.

Particulars	Unit I	Unit II
Address	Industrial land, Gramapanchayath House No. 7-61/4, Survey No. 8, Cheriyal Village & G.P., Kandi Mandal, Sangareddy District, Telangana, India - 502285	Plot Nos. 87 & 88 (Part), Sy No. 170 & 199, Industrial Park, Phase-III, Pashamylaram Village, Patancheru Mandal, Sangareddy District, Telangana, India - 502307
Owned/ Leased/ Licensed	Owned	Leased
Operational Since	September 5, 2021[*]	January 1, 2024[*]
Certifications	ISO 14001:2015 ISO 9001:2015 ISO 45001:2018	ISO 14001:2015 ISO 9001:2015 ISO 45001:2018
Products Manufactured	Products across the following categories: Emulsions, primers, putties and textures	Products across the following category: Enamels

[*]*Prior to the commencement of operations at Unit I on September 5, 2021, and at Unit II on January 1, 2024, we undertook our manufacturing operations at a manufacturing facility located in Kukatpally, Hyderabad, Telangana. We manufactured water-based products at this facility, primarily comprising base coats, wall putties and emulsions, and subsequently commenced manufacturing enamel products in Fiscal 2022. Manufacturing operations at this facility continued until the commencement of operations at Unit I and, subsequently, Unit II.*

Capacity and Capacity Utilization of the Existing Manufacturing Facilities

Unit I

The following table sets forth certain information relating to our capacity utilization of Unit I, calculated on the basis of total installed production capacity and actual production as at and for the years ended March 31, 2026, March 31, 2025, and March 31, 2024, as certified by K B Chandra Sekhar, Chartered Engineer, pursuant to the certificate dated September 25, 2026:

Manufacturing unit	Product category	Installed Production Capacity and Capacity Utilization as at and for the year ended								
		March 31, 2026			March 31, 2025			March 31, 2024		
		Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization
Unit I	Emulsion/Primer (in KLPA, except percentages)	19,500.00	5,376.00	27.57%	19,500.00	5,497.20	28.19%	14,976.00	4,416.06	29.49%
	Putty (in MTPA, except percentages)	67,392.00	41,281.69	61.26%	67,392.00	23,089.48	34.26%	44,928.00	15,758.59	35.08%
	Texture (in MTPA, except percentages)	36,504.00	26,698.33	73.14%	36,504.00	14,932.79	40.91%	28,392.00	10,191.64	35.90%

Unit II

The following table sets forth certain information relating to our capacity utilization of Unit II, calculated on the basis of total installed production capacity and actual production as at and for the years ended March 31, 2026, March 31, 2025, and March 31, 2024, as certified by K B Chandra Sekhar, Chartered Engineer, pursuant to the certificate dated September 25, 2026:

Manufacturing unit	Product category	Installed Production Capacity and Capacity Utilization as at and for the year ended								
		March 31, 2026			March 31, 2025			March 31, 2024		
		Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization	Installed Capacity	Actual Production	% Utilization
Unit II	Enamels (in KLPA, except percentages)	2,699.00	746.59	27.66%	2,075.00	417.58	20.12%	1,685.00	285.02	16.92%

Notes:

1. *The assumptions and estimates considered are: (i) 312 working days per fiscal year; (ii) 26 working days per month; (iii) up to 20 operating hours per day; and (iv) the batch time per machine per cycle.*
2. *The installed capacity as of March 31, 2026, March 31, 2025 and March 31, 2024 has been derived based on the maximum practical batch utilization per year and for the four month period ended July 31, 2026 has been computed on a time-apportioned basis.*
3. *Actual production is based on the Company's internal production records and management explanations, after considering operating period, raw material availability, downtime due to maintenance/breakdowns, product changeovers and operational efficiencies.*
4. *Capacity utilization has been calculated as actual production during the relevant fiscal year divided by the aggregate installed capacity for the relevant fiscal year.*
5. *Production capacity has been determined after inspection of the batch size, the rated capacity of mixing, dispersion, grinding and blending equipment, manufacturing cycle time, filling and packing capacity, product changeover/cleaning time and normal process wastage.*
6. *Emulsions, primers and enamels are construed as liquid paints, which are all measured in KL.*
7. *Putties and textures are construed as powder paints, which all measured in MT.*

Proposed Manufacturing Facility

Subject to receipt of applicable government and regulatory approvals, we propose to set up a greenfield paints manufacturing and innovation facility at Ibrahimpatnam, Telangana ("**Proposed Greenfield Project**") with a proposed installed capacity of 234,000.00 MTPA for powder paints, i.e., putties and textures, and 31,200.00 KLPA for liquid paints, i.e., emulsions, primers and enamels. We expect to commence commercial operations at the Proposed Greenfield Project in July 2028. This proposed facility forms part of our strategy to strengthen and modernize our manufacturing capabilities. For further details, see "*– Our Strategies – Strengthen and modernize our manufacturing capabilities by setting up a greenfield manufacturing facility*" on page 260.

Towards this, we have been allotted a land parcel admeasuring 24,276.00 square metres by the Telangana Industrial Infrastructure Corporation Limited at Ibrahimpatnam, Telangana, and are currently in possession of such land. We propose to consolidate our manufacturing operations currently undertaken at our existing facilities into the Proposed Greenfield Project following its commencement of operations. We intend to utilize a portion of the Net Proceeds towards establishment of the Proposed Greenfield Project, including capital expenditure towards the purchase of machinery for the Proposed Greenfield Project.

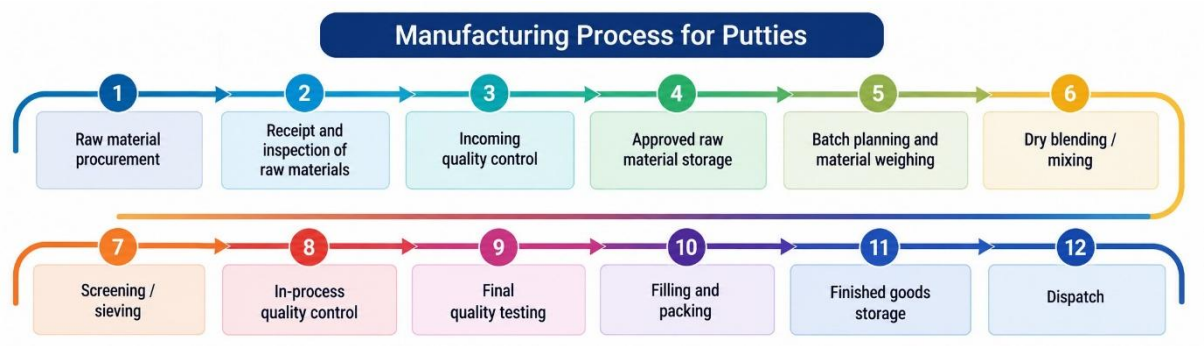
In relation to the Proposed Greenfield Project, we have obtained the consent for establishment, approval for ground water usage and electricity connection. We will also be required to obtain certain other approvals at the relevant stages of development and operation of the Proposed Greenfield Project, including, among others, a fire no-objection certificate, approvals in relation to internal roads, drainage connection and infrastructure integration, approval for lifts/material handling equipment, consent to operate, factory license, hazardous waste authorization, plastic waste management authorization, registration under the Manufacture, Storage and Import of Hazardous Chemical Rules, 1989 and legal metrology registration/verification. As construction of the Proposed Greenfield Project has not commenced as of the date of this Draft Red Herring Prospectus, applications for such approvals will be made to the relevant authorities at the applicable stages. For further details in relation to the approvals required for the Proposed Greenfield Project and the intended utilization of the Net Proceeds towards its establishment, see "*Government and Other Approvals – Pending Material Approvals in relation to the business of our Company*" and "*Objects of the Offer – Funding capital expenditure towards setting up a greenfield paints manufacturing and innovation facility ("Proposed Greenfield Project")*" on pages 481 and 127, respectively.

Manufacturing Process

The following section illustrates the manufacturing process for our paint products.

Manufacturing Process for Base Coats (Putties and Textures)

Manufacturing Process for Putties



Our Company manufactures putties primarily through a controlled dry blending process involving the proportioning, mixing, screening, testing and packing of raw materials. The principal stages involved in the manufacturing process are described below:

(a) Raw material procurement: Our Company procures raw materials, including white cement, minerals, fillers, polymers, additives and other functional ingredients, from approved suppliers based on prescribed technical and quality specifications. Procurement is undertaken in accordance with approved material specifications and vendor quality requirements to ensure consistency in the inputs used for manufacturing.

(b) Receipt and inspection of raw materials: Upon receipt at the manufacturing facility, each consignment is verified for quantity, packaging condition, batch details, supplier documentation and visible damage. The materials are identified and kept separately pending completion of the prescribed quality checks.

(c) Incoming quality control: Representative samples of the raw materials are tested by our quality control team against prescribed physical, chemical and performance parameters. Materials meeting the prescribed specifications are released for production, while non-conforming materials are segregated for rejection, return or further investigation, as applicable.

(d) Approved raw material storage: Raw materials approved for production are transferred to designated storage areas and maintained under suitable storage conditions to prevent contamination, moisture absorption or deterioration. Our Company follows inventory management and identification procedures designed to maintain batch-level traceability and appropriate stock rotation.

(e) Batch planning and material weighing: Production batches are planned based on the approved product formulation, required batch size and production requirements. The required quantities of each raw material are

weighed using suitable equipment, and batch identification and material traceability are maintained throughout the manufacturing process.

(f) Dry blending / mixing: The weighed raw materials are charged into the mixer and blended for a predetermined period to ensure uniform distribution of the ingredients and achieve the required product consistency and composition.

(g) Screening / sieving: The blended material is passed through suitable screens or sieves to remove lumps, oversized particles and foreign matter and achieve the required uniformity and fineness of the finished product.

(h) In-process quality control: Our quality control team conducts checks during the manufacturing process to assess compliance with prescribed product specifications, including parameters such as appearance, fineness, homogeneity and consistency, as applicable. Where deviations are identified, necessary process adjustments are undertaken before the batch proceeds to the next stage.

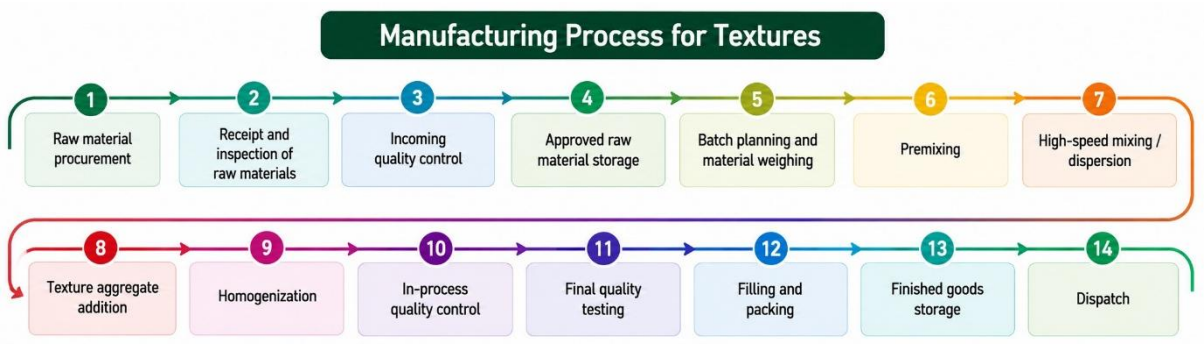
(i) Final quality testing: Each completed batch undergoes final quality testing against the applicable product specifications prior to being released for packing. Only batches meeting the specified acceptance criteria are approved for packing and subsequent dispatch.

(j) Filling and packing: Following quality approval, the finished putty is filled into bags of the applicable pack sizes using suitable filling equipment. The packing process includes filling, sealing, batch coding and labelling, with each pack carrying the relevant product and batch information.

(k) Finished goods storage: Packed products are transferred to designated finished goods storage areas and maintained under suitable storage conditions until dispatch. Appropriate stacking and inventory management practices are followed to maintain product quality and batch-level traceability.

(l) Dispatch: Finished products are dispatched against customer orders following the requisite production and quality release approvals. Prior to dispatch, our Company undertakes documentation verification, quantity confirmation and packaging checks to ensure that the goods released correspond with the applicable order and dispatch requirements.

Manufacturing Process for Textures



Our Company manufactures textures through a controlled manufacturing process involving the blending and homogenization of binders, fillers, additives, pigments and texture aggregates to achieve the required texture, consistency, colour and application properties. The principal stages involved in the manufacturing process are described below:

(a) Raw material procurement: Our Company procures raw materials, including binders, fillers, additives, pigments, coloured sand, mineral aggregates and other functional ingredients, from approved suppliers based on prescribed technical and quality specifications.

(b) Receipt and inspection of raw materials: Upon receipt at the manufacturing facility, each consignment is verified for quantity, packaging condition, batch details and visible damage. The materials are identified and kept separately pending completion of the prescribed quality checks.

(c) ***Incoming quality control:*** Representative samples of the raw materials are tested by our quality control team against prescribed quality specifications. Materials meeting the prescribed specifications are released for production, while non-conforming materials are segregated for rejection, return or further investigation, as applicable.

(d) ***Approved raw material storage:*** Raw materials approved for production are transferred to designated storage areas and maintained under suitable storage conditions to prevent contamination, moisture damage, colour variation or deterioration. Our Company follows inventory management and identification procedures designed to maintain batch-level traceability and appropriate stock rotation.

(e) ***Batch planning and material weighing:*** Production batches are planned based on the approved product formulation and production requirements. The required quantities of each raw material are weighed and issued in accordance with the specified batch formulation, and batch identification and material traceability are maintained throughout the manufacturing process.

(f) ***Premixing:*** The primary liquid and powder ingredients are mixed to form a uniform base composition and facilitate the incorporation of binders, fillers, pigments and additives before further mixing and dispersion.

(g) ***High-speed mixing / dispersion:*** The premixed material is subjected to high-speed mixing or dispersion to facilitate uniform dispersion of the ingredients, break down agglomerates and achieve the required consistency and homogeneity.

(h) ***Texture aggregate addition:*** Texture aggregates, mineral particles or coloured sand, depending on the relevant product formulation, are added to the prepared base material in controlled quantities to achieve the required texture profile and surface effect.

(i) ***Homogenization:*** The mixture is homogenized under controlled mixing conditions to facilitate uniform distribution of texture aggregates, pigments, additives and other ingredients throughout the batch.

(j) ***In-process quality control:*** Our quality control team conducts checks during the manufacturing process to assess compliance with prescribed product specifications, including parameters such as consistency, viscosity, colour, texture profile, aggregate distribution and homogeneity, as applicable. Where deviations are identified, necessary process adjustments are undertaken before the batch proceeds to the next stage.

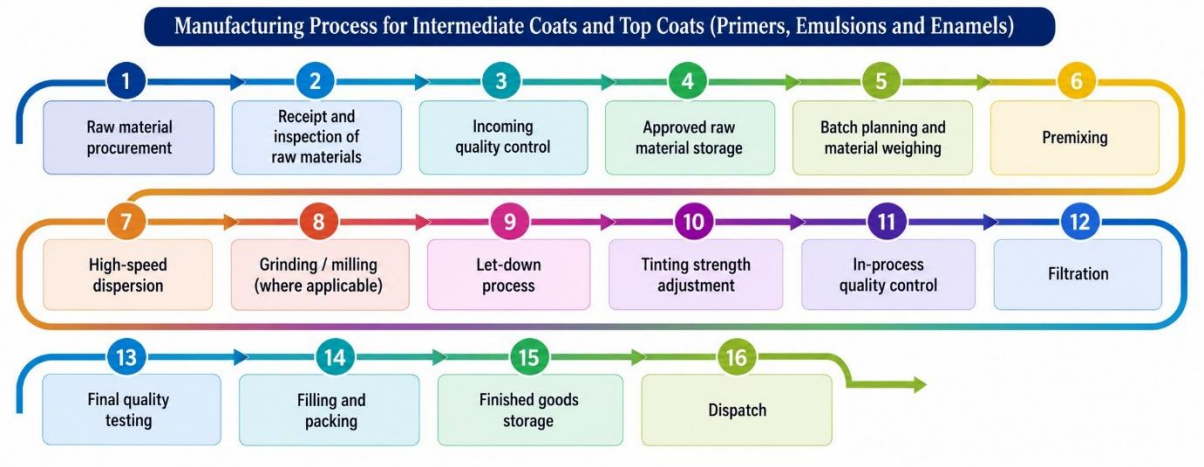
(k) ***Final quality testing:*** Each completed batch undergoes final quality testing against the applicable product specifications and performance requirements prior to being released for packing. Only batches meeting the specified acceptance criteria are approved for packing and subsequent dispatch.

(l) ***Filling and packing:*** Following quality approval, the finished texture product is filled into containers of the applicable pack sizes using suitable filling equipment. The packing process includes filling, sealing, batch coding and labelling, with each pack carrying the relevant product and batch information.

(m) ***Finished goods storage:*** Packed products are transferred to designated finished goods storage areas and maintained under suitable storage conditions until dispatch. Finished goods are managed on a batch-wise basis to facilitate inventory control, stock management and traceability.

(n) ***Dispatch:*** Finished products are dispatched against customer orders following the requisite production and quality release approvals. Prior to dispatch, our Company undertakes documentation verification, quantity confirmation and packaging checks to ensure that the goods released correspond with the applicable order and dispatch requirements.

Manufacturing Process for Intermediate Coats and Top Coats (Primers, Emulsions and Enamels)



Our Company manufactures decorative paints such as primers, emulsions and enamels through a controlled batch manufacturing process. The principal stages involved in the manufacturing process are described below:

(a) Raw material procurement: Our Company procures raw materials, including resins and binders, pigments, extenders and fillers, solvents, functional additives, colourants and packaging materials, from our suppliers based on prescribed technical and quality specifications. Procurement is undertaken in accordance with approved purchase specifications and vendor quality requirements to ensure consistency in the inputs used for manufacturing.

(b) Receipt and inspection of raw materials: Upon receipt at the manufacturing facility, each consignment is verified against the relevant purchase order and supporting supplier documentation, including for quantity and packaging condition. Representative samples are drawn in accordance with internal procedures, and the materials are kept separately pending completion of the prescribed quality checks.

(c) Incoming quality control: Representative samples from each lot are tested by our quality control team against predefined specifications, which may include parameters such as appearance, colour, density, viscosity, solid content, moisture content, particle characteristics, potential of hydrogen ("**pH**"), purity and functional performance, depending on the material. Materials meeting the prescribed specifications are released for production, while non-conforming materials are segregated for rejection, return or further investigation, as applicable.

(d) Approved raw material storage: Raw materials approved for production are transferred to designated storage areas and maintained under storage conditions appropriate to their respective characteristics. Our Company follows inventory management and identification procedures designed to maintain batch-level traceability and appropriate stock rotation.

(e) Batch planning and material weighing: Production batches are planned having regard to customer requirements, inventory levels and production schedules and are manufactured in accordance with approved product formulations. The required raw materials are weighed using calibrated equipment, and the quantities issued for each batch are recorded in the relevant batch manufacturing records ("**BMR**") to maintain traceability.

(f) Premixing: At the premixing stage, water and/or solvents, binders, dispersants, wetting agents and other liquid additives are charged into the mixing vessel in the prescribed sequence, following which pigments and extenders are progressively added under controlled mixing conditions. Process parameters such as charging sequence, mixing speed and mixing time are monitored to facilitate effective wetting and prepare the batch for dispersion.

(g) High-speed dispersion: The premixed material is subjected to high-speed dispersion to achieve uniform distribution and wetting of pigments and fillers within the binder system and to break down agglomerates. Dispersion speed and duration are controlled in accordance with product-specific requirements to achieve the desired colour strength, homogeneity and product consistency.

(h) Grinding / milling (where applicable): For products requiring finer particle dispersion, including certain

enamels, the dispersed material is subjected to grinding or milling using suitable equipment such as bead mills or sand mills. This process is continued until the prescribed fineness is achieved and is intended to improve attributes such as colour development, gloss, film smoothness and storage stability.

(i) Let-down process: Following dispersion and, where applicable, grinding, the intermediate product is transferred to a let-down vessel, where the balance formulation ingredients, including additional binders, thickeners and functional or performance-enhancing additives, are incorporated. This stage is used to develop and adjust the final product characteristics, including viscosity, gloss, drying behaviour and application properties.

(j) Tinting strength adjustment: Where required, the tinting strength of the product is adjusted to ensure that the base paint is suitable for subsequent colour customization. Tinting strength conformity is verified through techniques such as standard drawdowns, spectrophotometer measurements and visual comparison under controlled lighting conditions, and necessary corrections are carried out prior to final approval. The final colour customization of the relevant products is undertaken subsequently using tinting machines based on the shade selected by the customer. For further details, see "*– Description of Our Business – Product Customization*" on page 284.

(k) In-process quality control: Our quality control team conducts checks at predetermined stages of production to assess compliance with prescribed product specifications, including parameters such as viscosity, density, pH, fineness of grind, shade consistency, solid content and application properties, as applicable. Where deviations are identified, permitted formulation or process adjustments are undertaken before the batch proceeds to the next stage.

(l) Filtration: The manufactured paint is passed through suitable filtration systems to remove oversized particles, foreign matter and any remaining undispersed material. Filtration assists in achieving uniform product quality and the required smoothness and surface finish during application.

(m) Final quality testing: Each completed batch undergoes final laboratory testing prior to being released for packing, with the parameters assessed depending on the relevant product category and prescribed specification. Such testing may include appearance, tinting strength, density, viscosity, gloss, hiding power, fineness of grind and application performance, and only batches meeting the specified acceptance criteria are approved for packing and subsequent dispatch.

(n) Filling and packing: Following quality approval, the finished product is transferred to filling equipment and packed into containers of the applicable pack sizes. The packing process includes filling, weight verification, sealing, batch coding and labelling, with each pack carrying relevant product identification and statutory information, including the product name, batch number, manufacturing date and net quantity.

(o) Finished goods storage: Packed products are transferred to designated finished goods storage areas and maintained under suitable storage conditions until dispatch. Finished goods are managed on a batch-wise basis to facilitate inventory control, stock management and traceability.

(p) Dispatch: Finished products are dispatched against customer orders following the requisite production and quality release approvals. Prior to dispatch, our Company undertakes documentation verification, quantity confirmation and packaging checks to ensure that the goods released correspond with the applicable order and dispatch requirements.

Batch documentation and traceability

Our Company maintains documentation across the manufacturing process, including BMRs, raw material issue records, process control records, laboratory test reports, batch release documentation and dispatch records. These records enable end-to-end traceability of a batch from receipt and issuance of raw materials through manufacturing, quality approval, packing and dispatch.

Rework and rejection procedure

Our Company has established procedures for the identification, segregation and evaluation of raw materials and finished products that do not conform to prescribed quality specifications. Following inspection by the relevant quality personnel, such materials or batches may be reprocessed or reworked to meet the prescribed quality

specifications and subjected to further quality verification, to the extent technically permissible and duly approved. Where such materials or batches cannot meet the prescribed specifications, they may be approved for an alternative use, where appropriate, or rejected and disposed of in accordance with our Company's internal procedures and applicable environmental and statutory requirements.

All rework, rejection and disposal actions are documented and reviewed in accordance with our Company's quality management procedures to preserve product and batch traceability.

Utilities

We consume a substantial amount of power, water and other utilities in the ordinary course of our manufacturing and business operations. Our power requirements for our manufacturing facilities, i.e., Unit I and Unit II, are primarily met through electricity supplied by the Southern Power Distribution Company of Telangana Limited, the state electricity distribution company. Our manufacturing processes require reliable power supply to support production, quality control, packaging, storage and related operations.

We also require water for our manufacturing operations, cleaning and other operational requirements, which is primarily sourced through borewells at our manufacturing facilities. For further details in relation to our manufacturing facilities, see "*– Description of Our Business – Existing Manufacturing Facilities*" on page 277.

Hazardous waste generated at our manufacturing facilities is disposed of through a common treatment, storage and disposal facility in accordance with applicable environmental laws and regulations. For further details, see "*Government and Other Approvals*" on page 479.

In-House Product Development Team

Our in-house product development team supports product development and enhancement, formulation improvements, testing and commercialization, including the development of formulations to address evolving customer and project-specific requirements. As at July 31, 2026, our product development team comprised six members with experience across paint formulations, polymer chemistry, coating technologies, water-based and solvent-based paints, decorative coatings, alkyd coatings, epoxy and PU systems and waterproofing systems. Collectively, the members of our product development team have an average experience of approximately 15 years in the paints and coatings industry and work closely with our production, quality assurance, procurement, sales and marketing functions.

Our in-house product development team is led by Dr. Satyanarayana Reddy Akuri, Director – Production, who holds a Ph.D. in chemistry and has over 20 years of experience in paint formulations, material science, coating technologies and polymer chemistry. Our product development team also comprises members with educational qualifications in disciplines such as polymer chemistry, biochemical engineering and civil engineering, and experience across water-based and solvent-based paints, decorative coatings and emulsions, alkyd coatings, epoxy and PU coatings and waterproofing systems.

Product Customization

We offer colour customization for certain products within our top coat portfolio to cater to the colour preferences and requirements of our customers. Such colour customization is undertaken using the relevant base paint after completion of the manufacturing process. For our Turnkey Paint Projects, we work with our customers to identify the required shades and customize the colour of the relevant products using our colour banks, which offer over 2,700 shades. The selected shades are prepared using tinting machines, which enable the controlled addition and mixing of colourants into a base paint to achieve the desired shade with consistency and accuracy. Tinting machines automate this process by dispensing pre-determined quantities of colourants into the relevant base paint based on the shade selected.



Exterior emulsion colour shades



Interior emulsion colour shades



Enamel colour shades

Our colour bank offering a wide range of shades for customer selection



Our tinting machine used to prepare customer-selected shades

We also offer colour customization to customers through our franchise retail outlets. Each franchise retail outlet is equipped with a tinting machine and a gyroshaker provided by us, which remain our property during the term of the franchise agreement. Customers may select their preferred shade from the available colour options at such outlets, following which the relevant base paint is tinted using the tinting machine to prepare the selected shade prior to sale to the customer. This enables customers to select from a wide range of colours and obtain paints in their preferred shades at the point of sale.

Procurement of Raw Materials

The primary raw materials used in the manufacture of our water-based and solvent-based paints include white cement, minerals such as lime, dolomite, calcite, china clay and talcum, acrylic emulsions, pigments, additives, titanium dioxide and packaging materials. The primary raw materials used in the manufacture of our solvent-based paints include alkyd, epoxy and PU resins, mineral turpentine oil, solvents, pigments, additives, titanium dioxide and packaging materials. While a majority of our raw materials are standard industrial commodities that are available from multiple suppliers, certain specialty resins, additives, pigments and other performance chemicals are procured based on specific formulation and performance requirements. We procure our raw materials from suppliers in India and do not directly import any raw materials. However, to the extent that raw materials procured by us are imported by our suppliers or are linked to international prices, we may be indirectly exposed to fluctuations in international raw material prices and foreign currency exchange rates. For further details, see "*Risk Factors – The prices of our principal raw materials are subject to volatility. Any increase in raw material costs that we are unable to pass on to our customers in a timely manner, or any interruption in the supply of such raw materials, could have a material adverse effect on our business, results of operations, financial condition and cash flows.*" on page 36.

We source our raw materials from a network of suppliers located across India, including in Gujarat, Maharashtra, Telangana, Tamil Nadu and Rajasthan, for supply to our manufacturing facilities, i.e., Unit I and Unit II. We generally procure raw materials through purchase orders issued to approved suppliers. We do not have any long-term purchase commitments or guaranteed purchase quantities with our suppliers and are not materially dependent on any exclusive supply arrangement. Raw materials are transported to our manufacturing facilities primarily by road, with freight arrangements determined based on mutually agreed commercial terms with our suppliers.

Our procurement department centrally coordinates raw material procurement based on prevailing raw material prices, production plans, sales forecasts, inventory levels and historical consumption patterns. Suppliers are evaluated based on, among other factors, product quality and technical specifications, pricing, supply reliability, delivery capability and commercial terms. Raw material samples from prospective suppliers are evaluated by our quality control team for quality, consistency and technical performance prior to their approval for procurement. Our in-house product development team also evaluates alternative raw materials and formulations, where appropriate, with a view to maintaining product quality and performance while managing supply requirements.

The table below sets forth, for the Fiscals indicated, the percentage of our procurement cost attributable to our top supplier, top five suppliers and top 10 suppliers:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases
Total purchases from top supplier **(A)**	228.99	21.55%	147.13	17.63%	127.62	19.07%
Total purchases from top five suppliers **(B)**	536.45	50.48%	492.88	59.05%	353.82	52.88%
Total purchases from top 10 suppliers **(C)**	653.18	61.46%	571.55	68.47%	436.52	65.24%

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases	Amount (₹ in million)	% of total purchases
Total purchases from other suppliers **(D)**	409.58	38.54%	263.14	31.53%	232.58	34.76%
Total purchases (C+D)	**1,062.76**	**100.00%**	**834.69**	**100.00%**	**669.10**	**100.00%**

Notes:

(1) The top 10 suppliers for Fiscal 2026 include Aveli Retail and Trade Services Private Limited, Amrutha Enterprises, Vuyyuri Enterprises, Somu & Co, IMCD India Private Limited, F.I Sales Corporation and Shri Salasar Industries. The names of three of our top 10 suppliers are not mentioned herein due to non-receipt of consent.

(2) The top 10 suppliers for Fiscal 2025 include Amrutha Enterprises, Somu & Co and Sri Madhav Chem Colours. The names of seven of our top 10 suppliers are not mentioned herein due to non-receipt of consent.

(3) The top 10 suppliers for Fiscal 2024 include Somu & Co and Sri Madhav Chem Colours. The names of eight of our top 10 suppliers are not mentioned herein due to non-receipt of consent.

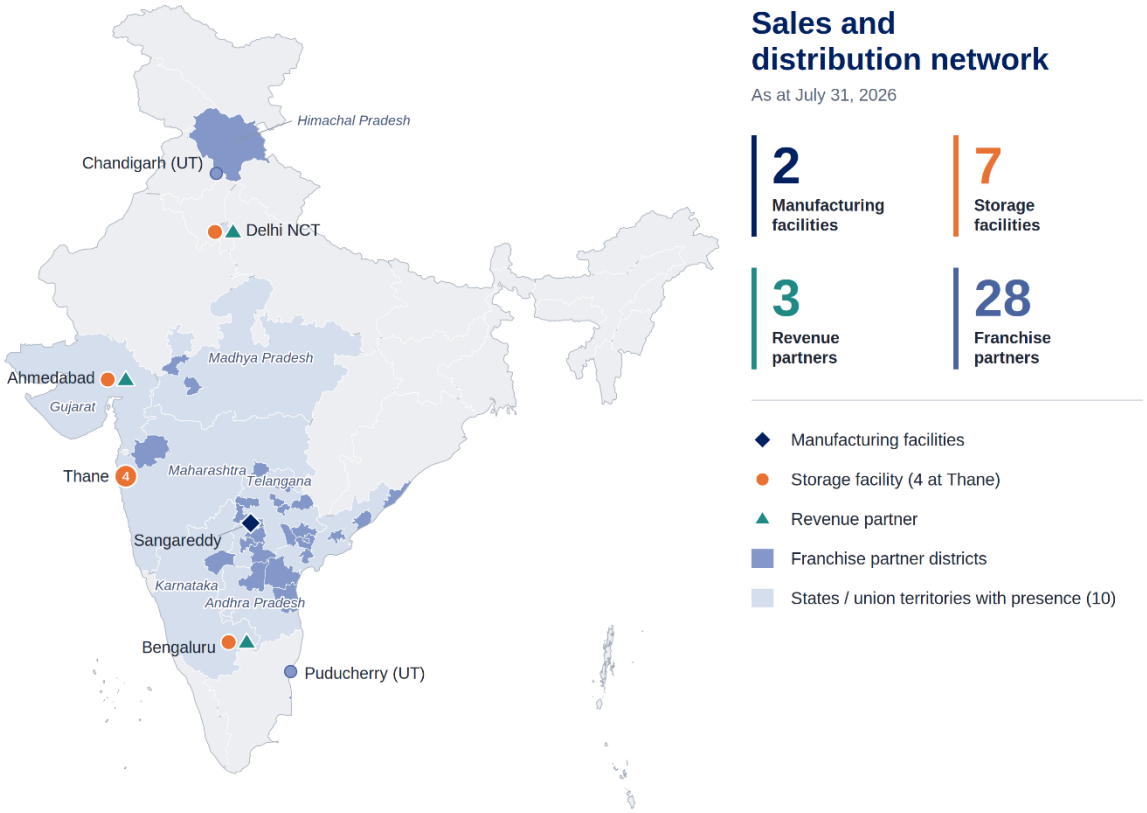
Inventory Management

We maintain inventory comprising raw materials, packaging materials, work-in-progress and finished goods at our manufacturing facilities, i.e., Unit I and Unit II, and our storage facilities in Ahmedabad (Gujarat), Thane (Maharashtra), Bengaluru (Karnataka) and New Delhi (Delhi NCT). Inventory planning is centrally coordinated among our procurement, production and sales teams based on, among other factors, prevailing raw material prices, production plans, sales forecasts, historical consumption patterns, customer orders and regional demand. We maintain minimum stock and safety stock levels for certain critical raw materials and finished goods, with predefined reorder levels to facilitate timely replenishment and availability of inventory across our operations.

We monitor our inventory through an enterprise resource planning ("**ERP**")-based inventory management system, which facilitates tracking of raw materials, packaging materials, work-in-progress and finished goods across our manufacturing and storage facilities. Our inventory management processes include monitoring stock movements and ageing, quality inspections and periodic stock reconciliations. We also monitor slow-moving and ageing inventory, while damaged goods and customer returns, if any, are identified and segregated in accordance with our quality and inventory control procedures. Inventory levels are periodically reviewed by our procurement, production, sales and logistics teams to align material availability with production and distribution requirements.

Sales Network

Our sales network comprises our franchisees and revenue partners, supported by our storage facilities across key operating markets. We operate a hub-and-spoke model under which manufacturing, product development and other operational support are centrally managed by us, while our franchisees and revenue partners support product distribution, customer acquisition and market development across their respective territories. As at July 31, 2026, our network comprised 28 franchisees and three revenue partners, supported by seven storage facilities.



Our Sales Network

Revenue Partners

Our revenue partners (also referred to as business partners) primarily support B2B business development and regional market expansion within their respective territories. As at July 31, 2026, we had three revenue partners, with one revenue partner each in the National Capital Region, Bengaluru and Ahmedabad. We use our revenue partner model to support our expansion into markets outside Telangana by leveraging the local market knowledge, customer relationships and on-ground presence of our revenue partners. Their responsibilities include identifying business opportunities and developing relationships with builders, contractors, architects, commercial establishment and institutional customers; supporting customer acquisition and brand-building initiatives; identifying and recommending prospective franchisees for appointment by us; and overseeing our regional offices and storage facilities. Revenue partners also support the origination and regional coordination of Turnkey Paint Projects, while the execution of such projects is undertaken through our integrated operating framework. For further details on our integrated operating framework, please see "*– Description of Our Business – Our Project Execution Capabilities*" on page 273.

Our revenue partners are appointed under exclusive arrangements and are required to provide a refundable security deposit. They are compensated through a revenue-based incentive structure linked to the value of work orders and retail sales generated within their respective territories. Such arrangements may be terminated by either party by providing 60 days' prior written notice and may be terminated by us with immediate effect in certain circumstances, including misconduct, gross negligence, breach of obligations or conflict of interest.

Franchisees

Our franchisees operate independent retail outlets that exclusively sell our products and support product distribution and customer engagement within their respective territories. As at July 31, 2026, our franchisee network was spread across the states of Telangana, Andhra Pradesh, Karnataka, Maharashtra, Madhya Pradesh and Himachal Pradesh, and the Union Territories of Puducherry and Chandigarh. Our franchise agreements are generally entered into for a period of three years and require franchisees to provide a refundable security deposit. Franchisees purchase products from us on an outright basis for onward sale to customers and are eligible for volume-linked discounts and promotional incentives linked to specified business milestones. Each franchisee is

required to maintain a retail outlet and a separate storage area, designed and arranged in accordance with our specifications. We also provide franchisees with tinting machines and gyroshakers for colour customization, which remain our property, together with signage, shade cards, fan decks, brochures and other marketing materials.

Our franchise arrangements prescribe certain minimum business requirements, including minimum purchase requirements and requirements relating to over-the-counter sales. We also extend credit to franchisees based on factors including the tenure of their relationship with us and purchase performance. In addition to product sales, franchisees may identify painting projects within their territories, in respect of which we may provide project execution support, as required.

The table below sets forth details regarding our sales network as at July 31, 2026, March 31, 2026, March 31, 2025, and March 31, 2024:

Particulars	As at July 31, 2026	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Number of revenue partners	3	3	-	-
Number of franchisees	28	25	6	-
Number of storage facilities	7	7	-	-
Number of states / union territories covered	10	9	3	-

Storage Facilities

Our storage facilities support the distribution and dispatch of finished products across our operating markets. As at July 31, 2026, we operated seven storage facilities, comprising one in Ahmedabad (Gujarat), four in Thane (Maharashtra), one in Bengaluru (Karnataka) and one in New Delhi (Delhi NCT). Finished products are dispatched from our manufacturing facilities and/or storage facilities to franchisees, customers and project sites based on the nature of the order and applicable distribution requirements.

Logistics

We transport raw materials, packing materials, finished products and other materials primarily by road. Our suppliers deliver raw materials and other inputs to our manufacturing facilities, i.e., Unit I and Unit II, and our finished products are dispatched from our manufacturing facilities to our storage facilities, franchisees, channel partners, revenue partners and customer project sites, depending on the nature of the order and the customer requirement.

Our distribution and project execution operations are supported by our network of storage facilities located across key markets, including Ahmedabad (Gujarat), Thane (Maharashtra), Bengaluru (Karnataka) and New Delhi (Delhi NCT), together with our Registered and Corporate Office in Hyderabad and commercial offices in Mumbai (Maharashtra), Ahmedabad (Gujarat) and Bengaluru (Karnataka).

Our logistics operations are supported by a combination of our own transportation fleet, vehicles deployed by our channel partners, and third-party transportation and logistics service providers. Our own fleet, comprising eight vehicles as at July 31, 2026, is primarily deployed for transportation within Hyderabad and other parts of Telangana, while third-party transportation and logistics service providers support deliveries to other geographies and project-specific requirements. We primarily mobilize finished products to customer project sites as part of our Turnkey Paint Projects. We believe that this transportation model supports timely movement of products and materials across our operations and projects.

BRAND BUILDING AND MARKETING

We believe that brand recognition, customer trust and localized market visibility are important factors in the paints and coatings industry. We undertake various brand-building and marketing initiatives to promote the "*Technopaints*" brand, our product portfolio and our Turnkey Paint Projects through digital, social media and regional marketing channels. Our digital marketing initiatives include brand awareness and lead generation campaigns through Google and Meta platforms across 12 states, targeting, among others, franchisees, revenue partners, builders and

painters. We also undertake regional digital outreach through partnerships with regional YouTube channels and influencer-led project campaigns, including content dubbed in regional languages such as Kannada and Hindi.

Our marketing initiatives also focus on engagement with painters, painting contractors, builders, project management consultants and other industry participants. We conduct painter meets, training programmes and workshops at our franchise locations covering, among other things, product handling, application methods and new product introductions, and sponsor painter unions in select markets. We also participate in seminars, conferences and industry events organized by various industry bodies such as the Confederation of Real Estate Developers' Associations of India ("**CREDAI**") and the National Real Estate Development Council ("**NAREDCO**"), including Bharat Buildcon in Delhi and Association of Consulting Civil Engineers ("**ACCE**") in Mumbai, and conduct builders' meets, contractor meets and industrial seminars, including in collaboration with our revenue partners. These initiatives enable us to engage with painters, real estate developers, builders, contractors and other participants across our operating markets and strengthen awareness of our products and services.

We supplement these initiatives through outdoor advertising and localized marketing activities, including hoardings in high-traffic micro-markets in Hyderabad, branding on approximately 600 vehicles across Telangana and Andhra Pradesh, project-site banners and display boards, and outdoor signage and merchandising support provided to our franchisees. Our franchisees, channel partners and revenue partners further support our market outreach through local initiatives such as painter and builder meets, participation in local expos, outdoor advertising and digital lead generation. We have also engaged Sachin Tendulkar, a sportsperson with pan-India appeal, as our brand ambassador to strengthen the visibility and recognition of the "*Technopaints*" brand across markets. Our association with Sachin Tendulkar, together with our localized marketing initiatives and franchisee and partner network, helps bridge the gap between a regional brand and a broader national audience, and supports customer awareness and brand recall as we expand into existing and newer geographies.

Our marketing and brand-building initiatives are supplemented by our franchisees, channel partners, revenue partners and painter network, who act as an important extension of our market outreach efforts. Our franchisees execute a periodic cadence of ground-level marketing activities in their respective territories, including painter meets, builder meets, participation in local expos, auto hood branding, hoardings at locations identified by our revenue partners, and digital lead generation. We provide our franchisees with outdoor signages and merchandising support to enhance brand visibility at the local level. Leveraging their local presence, customer relationships and market knowledge, our franchisees, channel partners and revenue partners undertake customer engagement and product awareness activities across their respective territories. This localized engagement helps strengthen our market presence and amplify the reach and effectiveness of our broader marketing initiatives across our operating geographies.

The following table sets forth our advertisement, marketing and sales promotion expenses for the Fiscals indicated below:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Advertisement, marketing and sales promotion expenses (₹ in million)	60.58	88.32	123.45
Advertisement, marketing and sales promotion expenses as a percentage of revenue from operations (%)	1.73%	4.24%	9.09%

For details of the year-on-year movement in our advertisement, marketing and sales promotion expenses, see "*Management's Discussion and Analysis of Financial Condition and Results of Operations – Significant Factors affecting our Results of Operations and Financial Condition*" beginning on page 429.

OUR CUSTOMERS

We cater to a diverse customer base through our Turnkey Paint Projects, direct product sales and standalone sales of paint products through our franchisees.

Our customers for Turnkey Paint Projects primarily comprise real estate developers and builders across, among others, the residential, commercial, institutional, healthcare, education and industrial end-use segments. Certain

of our key customers include Prestige, APR Group, GHR Infra Developers LLP, Bhavya Constructions Private Limited and Ramky Infrastructure. Our Turnkey Paint Projects typically involve the supply of paint products manufactured by us together with on-site painting and application services, including manpower mobilization, supervision and project execution. Our customer arrangements for such projects are generally entered into on a project-by-project basis.

Our Turnkey Paint Projects are primarily originated through a combination of direct customer relationships, repeat business from existing customers, referrals and business development efforts undertaken by our internal teams and revenue partners. In certain cases, opportunities may also arise through our franchisees or other local market relationships. We have also executed projects under government programmes, including through joint operations and arrangements with other contractors. The following table sets forth our revenue derived from Turnkey Paint Projects relating to government programmes and from other Turnkey Paint Projects, for the periods indicated:

Particulars	**For the year ended March 31,**					
	2026		**2025**		**2024**	
	Amount (₹ in million)	**% of revenue from Turnkey Paint Projects**	**Amount (₹ in million)**	**% of revenue from Turnkey Paint Projects**	**Amount (₹ in million)**	**% of revenue from Turnkey Paint Projects**
Revenue from Turnkey Paint Projects[(1)]:						
- Government programmes[(2)]	2,453.60	76.72%	630.91	33.99%	242.27	21.79%
- Non-Government	744.63	23.28%	1,225.38	66.01%	869.34	78.21%
Total	3,198.23	100.00%	1,856.29	100.00%	1,111.61	100.00%

Notes:

(1) 'Revenue from Turnkey Paint Projects' includes revenue attributable to paint products supplied for use in the execution of such Turnkey Paint Projects.

(2) Includes work relating to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes.

The following table sets forth the revenue contribution from our top five and top 10 customers for the Fiscals indicated:

Particulars	**Fiscal 2026**		**Fiscal 2025**		**Fiscal 2024**	
	Amount (₹ in million)	**% of revenue from operations**	**Amount (₹ in million)**	**% of revenue from operations**	**Amount (₹ in million)**	**% of revenue from operations**
Revenue from top customer **(A)**	1,021.19	29.13%	597.24	28.70%	242.40	17.84%
Revenue from top five customers **(B)**	2,693.76	76.85%	1,188.82	57.13%	611.90	45.03%
Revenue from top 10 customers **(C)**	2,870.71	81.90%	1,344.78	64.62%	773.92	56.96%
Revenue from other customers **(D)**	634.33	18.10%	736.17	35.38%	584.86	43.04%
Revenue from operations (C+D)	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Notes:

(1) The top 10 customers for Fiscal 2026 include HES Infra Private Limited, HIPL-FPPL (JV), Telangana Samagra Shiksha Society, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, APR Group, GHR Infra Developers LLP and Ramky Infrastructure. The names of two of our top 10 customers are not mentioned herein due to non-receipt of consent.

(2) The top 10 customers for Fiscal 2025 include HES Infra Private Limited, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, Telangana Samagra Shiksha Society, APR Group and GHR Infra Developers LLP. The names of four of our top 10 customers are not mentioned herein due to non-receipt of consent.

(3) The top 10 customers for Fiscal 2024 include HES Infra Private Limited, HIPL-FPPL (JV), Ramky Infrastructure, GHR Infra Developers LLP and Megha Engineering & Infrastructures Limited. The names of five of our top 10 customers are not mentioned herein due to non-receipt of consent.

Our acquisition of Richwaves in August 2026 has broadened the customer segments that we cater to, enabling us to cater to customers across residential, commercial, hospitality and other projects with requirements for premium, luxury and specialized decorative finishes.

We also sell our paint products on a standalone basis through our franchisees, which operate retail outlets in their respective markets and cater to retail customers. Our franchisees purchase products from us for onward sale and support local market development, product availability and customer engagement in the markets in which they operate. This channel enables us to expand our retail presence and increase customer touchpoints without requiring a proportionate expansion of Company-operated retail infrastructure. For further details of our franchisee arrangements and sales channels, see *"— Description of Our Business – Sales Network – Franchisees*" on page 288.

INFORMATION TECHNOLOGY

Information technology systems are integral to our business operations, and support various functions, including inventory management, finance, procurement and other day-to-day operations. We have implemented an ERP system to integrate and streamline certain of these functions, including inventory management. We have also adopted an information technology and data security policy governing the use of our information technology resources, including computing devices, network infrastructure, email, internet, cloud storage and mobile devices, with a focus on protecting the confidentiality, integrity and availability of our data.

Our information technology infrastructure incorporates various measures designed to protect our systems and data against unauthorized access and cybersecurity risks, including firewall-based intrusion detection and prevention, licensed antivirus protection, network segmentation, access controls, multi-factor authentication for certain accounts, email security measures and regular data backups, including encryption of sensitive data. We also maintain controls relating to password and access management, use of official email systems, storage of Company data on authorized network or cloud storage locations and reporting of suspected or actual security incidents and data breaches. We periodically review and upgrade our information technology infrastructure and are in the process of implementing additional measures, including centralized user account and access management through Active Directory Domain Services.

For further details regarding risks associated with our information technology systems and cybersecurity, see *"Risk Factors – Any breach of the cybersecurity of our systems or unauthorized access to, loss or misuse of personal or other sensitive information maintained by us could disrupt our operations, damage our reputation, and adversely affect our business, financial condition and results of operations."* on page 63.

COMPETITION

The Indian paints and coatings industry is competitive and is characterized by a relatively concentrated organized segment, alongside a large number of unorganized participants *(source: CRISIL Report)*. According to the CRISIL Report, the top four to five companies account for approximately 90% of the paint market catered to by organized players, and the entry of new players in recent years has increased competitive intensity and pricing pressures. The organized segment of the Indian paint industry includes companies such as Asian Paints Limited, Berger Paints India Limited, Kansai Nerolac Paints Limited, Grasim Industries Limited (Birla Opus), JSW Paints Limited, JSW Dulux Limited, Nippon Paint (India) Company Limited, Indigo Paints Limited, Sirca Paints India Limited, Shalimar Paints Limited, Siddhika Coatings Limited, Retina Paints Limited and Kamdhenu Ventures Limited, which have been identified as our peers based on similarities in product offerings, end-user segments served and service capabilities *(source: CRISIL Report)*. Competition varies across product categories, with competitive positioning in decorative paints being influenced by factors such as brand strength, distribution reach, product innovation, colour offerings and customer engagement, while industrial coatings are relatively more specification-driven, with product performance, technical capabilities, customer relationships and execution capabilities being important competitive factors. The organized segment accounted for approximately 70% to 75% of the domestic paint market in Fiscal 2025 and is expected to account for approximately 85% to 90% by Fiscal 2030, driven by, among other factors, increasing formalization, consumer preference for branded and higher-quality products and growth in housing and infrastructure *(source: CRISIL Report)*.

Our business model differentiates us from conventional paint manufacturers that primarily focus on the manufacture and distribution of paint products. We operate as an integrated paint solutions provider, combining in-house manufacturing and supply of paint products with the execution of Turnkey Paint Projects, including on-site application capabilities. According to the CRISIL Report, we are one of the few organized integrated paint solutions providers in India offering both paint products and application services, and relatively few organized players pursue such an integrated model at scale. Accordingly, while we compete with national and regional paint manufacturers in relation to the manufacture and sale of our paint products, we face competition from a relatively limited number of organized players offering comparable integrated paint supply and application solutions in relation to our Turnkey Paint Projects *(source: CRISIL Report)*. Our competitive positioning in the Turnkey Paint Projects business is influenced by, among other factors, our ability to manufacture and supply paint products, mobilize skilled painting manpower, undertake site supervision and material coordination, maintain quality standards, manage projects and timelines and provide customers with single-point accountability for paint supply and application *(source: CRISIL Report)*.

For further information on the competition, we face in the markets in which we operate, see "*Industry Overview*" beginning on page 171. For further information on risks associated with competition, see "*Risk Factors – We engage in a competitive business and if we fail to compete effectively, it could have a material adverse effect on our business, financial condition, results of operations and cash flows.*" on page 47.

QUALITY CONTROL

We place emphasis on quality control across our manufacturing operations and Turnkey Paint Projects. Our manufacturing facilities, i.e., Unit I and Unit II, are certified to conform to ISO 9001:2015 for our Quality Management System and are subject to applicable surveillance audits. We maintain laboratory and testing facilities at our manufacturing facilities for testing raw materials, in-process materials and finished products, as applicable, and monitor various quality parameters, including viscosity, pH, solid content, adhesion, gloss, opacity, colour matching, water and stain resistance, drying time, washability, coverage and texture uniformity, in accordance with, as applicable, standards prescribed by the ASTM and applicable Indian Standards, together with our internal specifications and customer requirement. As at July 31, 2026, we had six personnel engaged in quality control and testing functions at our manufacturing facilities.

Our quality control procedures cover various stages of our manufacturing process, from receipt of raw materials through production, packaging, storage and dispatch. Raw materials are inspected and tested against applicable specifications prior to their release for production, while in-process materials are tested at identified stages for conformity with prescribed formulation and process parameters. Finished products are tested on a batch basis against applicable product specifications and quality parameters prior to packing and dispatch, with testing requirements varying depending on the relevant product category and intended application. Materials or batches that do not meet the applicable specifications are identified and segregated and may be subject to re-testing, reprocessing, rework or rejection, as appropriate. We also periodically inspect and calibrate our quality testing and measuring equipment and maintain quality control records to facilitate product traceability and investigation of quality-related issues.

Our quality assurance processes also extend to the on-site execution of our Turnkey Paint Projects. Our project teams assess relevant site conditions and monitor key stages of execution, including surface preparation and application of the relevant paint coats. We also provide product and application-related guidance and training to painters and subcontracted personnel, including in relation to product handling, surface preparation and application methods. Upon completion, our project teams coordinate inspection of the completed work with customers, and identified defects or deficiencies are addressed through appropriate remedial measures. Customer complaints relating to product or application quality are reviewed by the relevant teams and appropriate corrective measures are undertaken.

HEALTH, SAFETY AND THE ENVIRONMENT

Our manufacturing, storage and project execution activities are subject to applicable environmental, health and safety laws and regulations. Our manufacturing activities involve the handling and storage of raw materials, solvents, thinners, pigments and other chemicals used in the manufacture of paints and coatings and may generate emissions, wastewater, hazardous and non-hazardous waste and other process-related waste. We handle, store and dispose of such materials in accordance with applicable statutory requirements and the conditions of relevant approvals and consents. For further information, see "*Key Regulations and Policies in India*" beginning on page 299.

We seek to maintain appropriate health and safety standards across our manufacturing facilities and project sites through measures including site supervision, safe handling and storage of chemicals and paints, use of personal protective equipment, fire and emergency preparedness, safe operating procedures and safety training and guidance based on the nature of work performed. Our health and safety practices extend to employees, contract labour, verified painters and other personnel involved in the execution of our Turnkey Paint Projects, as applicable. Safety incidents, near misses and other reportable events, where applicable, are recorded and investigated and appropriate corrective measures are undertaken. Our manufacturing facilities, i.e., Unit I and Unit II, are certified to conform to ISO 45001:2018 for our Occupational Health and Safety Management System and are subject to applicable surveillance audits.

Our environmental management practices include management of wastewater and other effluents, control of emissions and waste segregation, disposal and recycling, as applicable. Our manufacturing facilities are equipped with dust collectors and scrubbers, and emissions are monitored in accordance with applicable regulatory requirements. Wastewater generated from cleaning activities, where applicable, is reused in the manufacturing process after ensuring that it meets the requirements specified for the relevant process, while used containers are provided to authorized vendors for reuse and recycling, as applicable. Our manufacturing facilities, i.e., Unit I and Unit II, are also certified to conform to ISO 14001:2015 for our Environmental Management System and are subject to applicable surveillance audits.

INSURANCE

Our operations are subject to various risks inherent to our business, including risks relating to fire, theft, accidents, damage to inventory, damage to vehicles, employee-related accidents, natural calamities and other force majeure events. We maintain insurance coverage which we consider reasonably sufficient to cover normal risks associated with our business operations. Our insurance policies include, among others, vehicle insurance for certain vehicles used in our operations, standard fire and allied perils insurance and burglary insurance in relation to our stocks, group health insurance for our employees, and workmen's compensation and accident insurance.

Our insurance policies are renewed periodically in the ordinary course of business. While we believe that our insurance coverage is generally in line with the normal requirements of our business, our policies are subject to standard exclusions, deductibles, limits of liability and other conditions, and may not fully cover all losses that we may suffer.

For details of risks relating to our insurance coverage, see "*Risk Factors — Our insurance coverage may not be adequate to cover our losses or liabilities. If we suffer a large uninsured loss or an insured loss that significantly exceeds our insurance coverage, our financial condition and results of operations may be adversely affected.*" on page 51.

WORKFORCE

Our employees are integral to our business operations and support various functions, including project execution and operations, sales and marketing, production and manufacturing, finance and accounts, secretarial and corporate functions, human resources and administration. In addition, our Turnkey Paint Projects business requires the mobilization and coordination of painting manpower across multiple project sites.

As at July 31, 2026, we had 300 employees.

The following table sets forth the number of our employees, categorized by function, as at July 31, 2026:

Sr. No.	Department	Number of employees as at July 31, 2026
A.	**Project Execution – Quantity Surveying & Execution**	
	Site supervisors	78
	Site engineers	19
	Technical operations	13
	Site coordinators	11
B.	**Sales and Marketing**	
	Sales	67
	Marketing	23
C.	**Production**	

Sr. No.	Department	Number of employees as at July 31, 2026
	Manufacturing	35
	In-house product development[(1)]	5
D.	**Human Resources & Administration**	17
E.	**Finance & Accounts, Secretarial, Legal & Compliance**	12
F.	**Others**[(2)]	20
	Total	**300**

Notes:

(1) Excludes Satyanarayana Reddy Akuri.

(2) Others include administrative staff, dispatch, IT department and purchase.

In addition to our employees, our operations are supported by verified painters, contract labourers and other painting manpower engaged through channel partners. The number of verified painters and contract labourers associated with or engaged in our operations varies from time to time depending on, among other factors, the number, scale, location and stage of execution of our projects. Such manpower supports the execution of our Turnkey Paint Projects across residential, commercial, institutional, government and other end-use segments.

The following table sets forth the number of verified painters and contract labourers associated with our operations as at the dates indicated:

Particulars	As at July 31, 2026	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Number of verified painters	2,853	2,737	2,466	2,237
Number of contract labourers	34	-	-	-

We focus on capability building and operational consistency through training, supervision and performance monitoring of our employees and associated painting manpower. Our employees undergo induction and training programmes covering, among other things, organizational policies, functional and role-specific requirements, workplace safety and quality standards. Training requirements are identified based on performance appraisals, reviews of key responsibilities and performance objectives, recommendations from department heads and business requirements, and are addressed through internal and external training programmes. Our training and monitoring initiatives also include product application and quality training, safety protocols, branding guidelines, on-site supervision, project management processes and periodic performance reviews.

The table below sets forth the attrition and attrition rate of our employees as at and for the four months ended July 31, 2026, and as at and for the years ended March 31, 2026, March 31, 2025, and March 31, 2024:

Particulars	As at and for the four months ended July 31, 2026*	As at and for the year ended March 31, 2026	As at and for the year ended March 31, 2025	As at and for the year ended March 31, 2024
Attrition of employees for the year **[A]**	14	27	26	36
Attrition rate of employees for the year **[B = A / D] (%)**	4.46%	9.03%	9.52%	12.24%
Total employees as at the end of the year **[C]**	300	272	247	258
Total employees as at the end of the year plus employees who left during the year **[D = A + C]**	314	299	273	294

**The attrition rate for the four months ended July 31, 2026, has been calculated on the basis of employees who left our Company during such period and has not been annualized.*

INTELLECTUAL PROPERTY

We rely on our trademarks, brand names, logo and other intellectual property rights in relation to our business.

As of the date of this Draft Red Herring Prospectus, we have obtained seven trademark registrations in India under Classes 2, 35 and 37, in relation to paints, coatings and related products, and painting and related services, including for the "*Technopaints*" word mark and logo 

.

We have also filed applications for registration of various trademarks in India, primarily under Classes 2, 35 and 37. These applications relate to, among other things, paints, coatings, primers and related products, retail and wholesale services, online advertising, marketing and ordering services, and painting and related services. For further details of our intellectual property, see "*Government and Other Approvals – Intellectual Property*" on page 482.

The above-mentioned intellectual property rights are material to our brand recognition and our ability to distinguish our products and services in the markets in which we operate. However, some of our trademark applications are pending registration and may be subject to objections, oppositions or other proceedings before the relevant authorities. For further details, see "*Risk Factors — We may be unable to adequately obtain, maintain, protect and enforce our intellectual property rights. We may also be subject to intellectual property infringement claims, which may be expensive to defend and may disrupt our business and operations.*" on page 58.

PROPERTY

Our Registered and Corporate Office is owned by our Company and is located at Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Serilingampally, K.V. Rangareddy, Hyderabad, Telangana – 500084.

Set out below are the details in relation to our properties used for our business operations and the land on which they are located:

Sr. No.	Address	Description of the property	Nature of holding	Validity	Whether lessor/licensor is a related party
1.	Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Serilingampally, K.V. Rangareddy, Hyderabad, Telangana, India – 500084	Registered and Corporate Office	Owned	N.A.	N.A.
2.	Industrial Land, Gramapanchayath House No. 7-61/4, Survey No. 8, Cheriyal village & G.P. Kandi Mandal, Sangareddy District, Telangana, India - 502285	Unit I	Owned	N.A.	N.A.
3.	Plot Nos. 87 & 88 (Part), Sy No. 170 & 199, Industrial Park, Phase-III, Pashamylaram Village, Patancheru Mandal, Sangareddy District, Telangana, India – 502307	Unit II	Leased	Valid till September 30, 2028	No
4.	Plot Nos. 113, 114, 115, 116, 117, 118, 123, 124, 125, 126, 127, 128, IP MSME GP Ibrahimpatnam, Survey Nos. 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107 & 108, Ibrahimpatnam Village, Ibrahimpatnam Mandal, Ranga Reddy District, Telangana, India - 501506	Proposed Greenfield Project	Contractually agreed to be acquired*	N.A.*	No
5.	Mustatil No. 37, Killa No. 19, Village Kapashera, New Delhi, India – 110037	Storage facility	Rented	Valid till January 31, 2029	No

Sr. No.	Address	Description of the property	Nature of holding	Validity	Whether lessor/licensor is a related party
6.	Godown No. Gala No. 8, Ground Floor, Building No. BC, Eastern Express Highway, Radhe Krishna Industrial Park, Pimpalaner, Tehsil Bhivandi, Thane District, Maharashtra, India – 421302	Storage facility	Leave and license	Valid till October 31, 2028	No
7.	Godown No. Building No. BC, Gala No. 9, Ground Floor, Radhe Krishna Industrial Park, Mumbai Nashik Highway, Pimpalaner, Tehsil Bhivandi, Thane District, Maharashtra, India - 421302	Storage facility	Leave and license	Valid till October 31, 2028	No
8.	Godown No. Building No. BC, Gala No. 10, Ground Floor, Radhe Krishna Industrial Park, Mumbai Nashik Highway, Pimpalaner, Tehsil Bhivandi, Thane District, Maharashtra, India - 421302	Storage facility	Leave and license	Valid till October 31, 2028	No
9.	Godown No. Building No. BC, Gala No. 11, Ground Floor, Radhe Krishna Industrial Park, Mumbai Nashik Highway, Pimpalaner, Tehsil Bhivandi, Thane District, Maharashtra, India - 421302	Storage facility	Leave and license	Valid till October 31, 2028	No
10.	Plot no. 61, Ratnam Prestige Industrial Park Road, Ode, Daskroi, Ahmedabad, Gujarat, India – 382427	Storage facility	Leave and license	Valid till November 4, 2026	No
11.	Premises No. 11, Ground Floor, H M Road Amani Byrathi Kane, Hennur Main Road, Bangalore, Karnataka, India – 560043	Storage facility	Rented	Valid till September 4, 2028	No
12.	Office/Unit bearing No. 1518, 15th Floor, C-Wing, One BKC, Plot bearing No. C-66, G Block, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India – 400051	Commercial office	Leave and license	Valid till October 31, 2029	No
13.	Unit no. CA-108, 1st Floor, KP Epitome, Near DAV International School, Makarba, Ahmedabad, Gujarat, India – 380051	Commercial office	Leased	Valid till December 31, 2028	No
14.	307, NIBR Corporate Park, Andheri Kurla Road, Opp Vaishali Hotel, Safeed Pool, Kurla (W), Mumbai, Maharashtra, India – 400072	Commercial office	Leave and license	Valid till May 31, 2028	No
15.	First Floor, #1660, 17th Main, B.B.M.P holding PID.NO - 453/2213/1660, PID NO 024-W0473-21, BBMP Khat no 453/2213/1660, 5th Block, 1st Stage, HBR Layout, Bengaluru, Karnataka, India – 560043	Commercial office	Leave and license	Valid till December 31, 2026	No
16.	Ground Floor, #1660, 17th Main, B.B.M.P holding New PID NO 024-W0473-21, BBMP Khata NO - 453/2213/1660, 5th Block, 1st Stage, HBR Layout, Bengaluru, Karnataka, India – 560043	Commercial office	Leave and license	Valid till September 30, 2026	No
17.	Survey No. 284/P, Vatti Nagulapalli Village, Ranga Reddy District, Telangana, India –	Land for commercial use	Leased	Valid till August 27, 2034	No

Sr. No.	Address	Description of the property	Nature of holding	Validity	Whether lessor/licensor is a related party
	500075				

*****_Our Company has entered into an agreement for sale of plot dated July 25, 2026, ("**Agreement for Sale**") with the Telangana Industrial Infrastructure Corporation Limited for the proposed acquisition of the land. As per the terms of the Agreement for Sale, the execution of the sale deed and consequent vesting of title in our Company is subject to fulfilment of the terms and conditions thereunder, including the setting up of the Proposed Greenfield Project. Accordingly, as at the date of this Draft Red Herring Prospectus, title to the said property has not yet vested in our Company._

CORPORATE SOCIAL RESPONSIBILITY

We seek to be a socially responsible company and recognize the importance of contributing to the communities in which we operate. We have constituted a CSR Committee of our Board of Directors and have adopted and implemented a CSR policy in accordance with Companies Act. This policy guides our CSR activities, focusing on areas such as healthcare, promoting education and employment-enhancing vocational skills, livelihood enhancement, environmental sustainability and conservation of natural resources, and community welfare, among others. Our CSR activities are monitored by the CSR Committee. For details of the terms of reference of the CSR Committee please see "*Our Management – Committees of our Board – Corporate Social Responsibility Committee*" on page 327.

The details with respect to our required minimum expenditure on CSR activities and our actual expenditure towards CSR activities for Fiscals 2026, 2025 and 2024 are set forth below:

(₹ in million)

Particulars	As at and for the year ended March 31, 2026	As at and for the year ended March 31, 2025	As at and for the year ended March 31, 2024
Amount required to be spent during the Fiscal Year, including deficit of the previous Fiscal Year, as per Section 135 of the Companies Act, 2013, read with Companies (Corporate Social Responsibility Policy) Rules, 2014 **[A]**	3.73	1.91	N.A.
Amount spent during the Fiscal **[B]**	3.74	1.91	N.A.
Excess/(deficit) of the amount required to be spent for the Fiscal **[C] = [B] – [A]**	0.01	Nil	N.A.

KEY REGULATIONS AND POLICIES IN INDIA

The following description is a summary of certain key laws, guidelines and regulations in India, which are applicable to our Company and the business undertaken by our Company. The information detailed in this section is based on the provisions of statutes, bills, regulations, notifications, memorandum, circulars and policies which are subject to amendment, modification and / or change by subsequent legislative, regulatory, administrative or judicial decisions. The information in this section has been obtained from publications available in the public domain. The regulations set out below are not exhaustive and are only intended to provide general information to investors and are neither designed nor intended to be a substitute for professional legal advice. For details of the material government approvals obtained by our Company, see "*Government and Other Approvals*" on page 479.

Key acts, regulations and policies governing our Company

Legal Metrology Act, 2009 (the "LM Act") and Legal Metrology (Packaged Commodities) Rules, 2011, as amended ("Packaged Commodity Rules")

The LM Act seeks to establish and enforce standards of weights and measures, regulate trade and commerce in weights, measures and other goods which are sold or distributed by weight, measure or number. The LM Act and rules framed thereunder regulate, *inter alia,* the labelling and packaging of commodities, appointment of government-approved test centres for verification of weights and measures used, and lists penalties for offences and compounding of offences under it. Any non-compliance or violation under the LM Act may result in, inter alia, a monetary penalty on the manufacturer or seizure of goods or imprisonment in certain cases.

The LM Act was significantly amended by the Jan Vishwas (Amendment of Provisions) Act, 2023, effective October 1, 2023, which decriminalized several offences under Sections 25, 27, 28, 29, 31, 34 and 35 of the LM Act by replacing imprisonment provisions with graduated monetary penalties for first, second, and third or subsequent offences. The 2023 Act also provides for an automatic increase of 10% of the minimum fine or penalty amount every three years from its date of commencement. The LM Act was further amended by the Jan Vishwas (Amendment of Provisions) Act, 2026, which introduced "improvement notices" for first-time offences, requiring rectification of non-compliance within a specified time before any penalty is imposed, and furthers the transition from a licensing regime to a registration-based system for manufacturers, dealers and repairers of weights and measures.

The Packaged Commodity Rules define "pre-packaged commodity" as a commodity which without the purchaser being present is placed in a package of a pre-determined quantity. The Packaged Commodity Rules prescribes the regulations for imports, pre-packing and the sale of commodities in a packaged form intended for retail sale, whole sale and for export and import, certain rules to be adhered to by importers, wholesale and retail dealers, the declarations to be made on every package, the size of label and/or importers and the manner in which the declarations shall be made, etc. These declarations that are required to be made include, *inter alia*, the name and address of the manufacturer, the dimensions of the commodity, the maximum retail price, generic name of the product, the country of origin and the weight and measure of the commodity in the manner as set forth in the Packaged Commodity Rules. The Packaged Commodity Rules were amended in the year 2017 to increase protection granted to consumers especially relating to e-commerce entities. Pursuant to the amendments, the inventory e-commerce entity itself will be made liable and punishable for failure to make relevant declarations on its platform as required under the Act and the Rules. Additionally, the Legal Metrology (Packaged Commodities) Amendment Rules, 2026, effective July 1, 2026, inserted Rule 6(10A) prescribing enhanced compliance requirements for e-commerce entities with respect to mandatory declarations on their platforms.

Bureau of Indian Standards Act, 2016 (the "BIS Act") and Bureau of Indian Standard (Conformity Assessment) Regulation

Bureau of Indian Standards Act, 2016 provides for the establishment of the Bureau of Indian Standards ("**BIS**") for the development of the activities, inter alia, standardization, conformity assessment and quality assurance of goods, articles, processes, systems and services, and for matters connected therewith and incidental thereto. Functions of the BIS include, inter alia, (a) recognizing as an Indian standard, with the prior approval of the Central Government, the mark of any international body or institution at par with the standard mark, for such goods, articles, process, system or service 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; (c) publishing Indian standards; promotion of safety in connection with any goods, article, process, system or service; and (d) any such other functions as may be necessary for promotion, monitoring and

management of the quality of goods, articles, processes, systems and services and to protect the interests of consumers and other stakeholders. Section 16 of the BIS Act empowers the Central Government, by notification, to direct that any goods or article conforming to a particular Indian standard shall bear the standard mark, thereby making BIS certification mandatory for such specified goods through Quality Control Orders ("**QCOs**"). Section 29 of the BIS Act stipulates that any person who contravenes the BIS Act by using the standard mark without a valid license, shall be punishable with imprisonment for a term which may extend to two years, or with a fine which shall not be less than two lakh rupees for the first contravention and not be less than five lakh rupees for the second and subsequent contraventions, but may extend up to ten times the value of goods or articles produced or sold or offered to be sold or affixed or applied with a standard mark, including hallmark, or with both.

The BIS (Conformity Assessment) Regulations, 2018, framed under Sections 12, 13 and 39 of the BIS Act, govern the grant, continuation, renewal, suspension and cancellation of licences and certificates of conformity for goods and articles conforming to Indian Standards. These Regulations establish multiple certification schemes, including Scheme I (product certification for grant of ISI Mark licence) and the Foreign Manufacturers Certification Scheme, under which manufacturers are required to undergo product testing at BIS-recognized laboratories and factory inspections to obtain and maintain certification. The Conformity Assessment Regulations were comprehensively amended in February 2026, introducing substantial modifications to the processes governing the grant, renewal, suspension and cancellation of licences and certificates of conformity.

Environmental laws

Environment Protection Act, 1986 (the "EP Act") and the Environment Protection Rules, 1986 (the "EP Rules")

The EP Act has been enacted with the objective of protection and improvement of the environment and for matters connected therewith. As per the EP Act, the Central Government has been given the power to take all such measures for the purpose of protecting and improving the quality of the environment and to prevent, control and abate environmental pollution. Further, the Central Government has been given the power to give directions in writing to any person or officer or any authority for any of the purposes of the EP Act, including the power to direct the closure, prohibition or regulation of any industry, operation, or process. The EP Rules prescribes the standards for emission or discharge of environmental pollutants from industries, operations, or processes, prohibitions and restrictions on the location of industries as well as prohibitions and restrictions on the handling of hazardous substances in different areas for the purpose of protecting and improving the quality of the environment and preventing and abating environmental pollution.

Water (Prevention and Control of Pollution) Act, 1974 (the "Water Act")

The Water Act provides for the prevention and control of water pollution and the maintaining or restoring of wholesomeness of water, and the establishment of the Central Pollution Control Board ("**CPCB**"), as well as state pollution control boards ("**State PCB**"), to implement its provisions, including to lay down standards of treatment of sewage and trade effluents. The Water Act prohibits the use of any stream or well for the disposal of polluting matter, in violation of the standards set down by the State PCB. The Water Act also provides that the consent of the State PCB must be obtained prior to establishing any industry, operation or process, or opening of any new outlets, which are likely to discharge sewage effluent. The Water Act was significantly amended by the Jan Vishwas (Amendment of Provisions) Act, 2023, which replaced criminal imprisonment provisions for most offences (other than failure to comply with Section 25 relating to consent requirements) with monetary penalties, to be adjudicated by designated adjudicating officers appointed by the Central Government. Contravention of the provisions of the Water Act may result in, inter alia, monetary penalties which shall not be less than ₹10,000 but may extend to ₹15 lakh, with additional penalties of ₹10,000 for every day of continuing contravention. Failure to comply with the consent requirements under Section 25 or directions under Section 33A continues to attract imprisonment for a term which shall not be less than one year and six months but may extend to six years, along with fine. Failure to pay the penalty imposed may result in imprisonment for a term which may extend to three years, or with fine which may extend to twice the penalty amount, or with both.

Air (Prevention and Control of Pollution) Act, 1981 (the "Air Act")

The Air Act provides for the prevention, control and abatement of air pollution. Under the Air Act, the State Government may, after consultation with the relevant state pollution control board declare, by notification in the Official Gazette, any area or areas within the state as air pollution control area or areas for the purposes of the Air Act. Pursuant to the provisions of the Air Act, any person establishing or operating any industrial plant within an air pollution control area, must obtain the consent of the relevant state pollution control board prior to establishing

or operating such industrial plant. Further, no person operating any industrial plant in any air pollution control area shall discharge or permit or cause to be discharged the emission of any air pollutant in excess of the standards laid down by the state pollution control board. Paint manufacturing processes involve emissions of volatile organic compounds ("**VOCs**") and particulate matter, which are subject to emission standards prescribed by the CPCB and the relevant State PCB. The Air Act was significantly amended by the Jan Vishwas (Amendment of Provisions) Act, 2023, which replaced criminal imprisonment provisions for most offences (other than failure to comply with Section 21 relating to consent requirements) with monetary penalties, to be adjudicated by designated adjudicating officers. Contravention of the provisions of the Air Act may result in, inter alia, monetary penalties which shall not be less than ₹10,000 but may extend to ₹15 lakh, with additional penalties of ₹10,000 for every day of continuing contravention. Failure to comply with the consent requirements under Section 21 continues to attract imprisonment for a term which shall not be less than one year and six months but may extend to six years, along with fine. Failure to pay the penalty imposed may result in imprisonment for a term which may extend to three years, or with fine which may extend to twice the penalty amount, or with both.

Manufacture, Storage and Import of Hazardous Chemical Rules, 1989, as amended

The Hazardous Chemical Rules, framed under the Environment Protection Act, 1986, regulate the manufacture, storage and import of hazardous chemicals listed in the schedules thereto. Paint manufacturing involves the use and storage of various hazardous chemicals including volatile organic compounds, solvents such as toluene, xylene, and mineral turpentine oil, and other chemicals that may be listed in the schedules. Occupiers handling hazardous chemicals above specified threshold quantities are required to, inter alia, identify major accident hazards, prepare on-site emergency plans, notify the concerned authority, and comply with prescribed safety standards.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 (the "Hazardous Waste Rules")

The Hazardous Waste Rules regulate the generation, storage, transport, treatment and disposal of hazardous and other wastes. Under the Hazardous Waste Rules, "hazardous waste", among others, means any waste which by reason of characteristics such as physical, chemical, biological, reactive, toxic, flammable, explosive or corrosive, causes danger or is likely to cause danger to health or environment, whether alone or in contact with other wastes or substances. Paint manufacturing generates hazardous wastes including spent solvents, paint sludge, chemical residues, and contaminated containers, which are classified as hazardous waste under the schedules to the Hazardous Waste Rules. Every occupier of a facility generating hazardous waste must obtain authorization from the relevant state pollution control board. Further, the occupier, importer or exporter, or operator of a disposal facility is liable for damages caused to the environment or third party resulting from the improper handling and management and disposal of hazardous waste and shall be liable to pay any financial penalty that may be levied by the respective state pollution control board for violation of the Hazardous Waste Rules.

Plastic Waste Management Rules, 2016 ("Plastic Waste Management Rules")

The Plastic Waste Management Rules stipulate conditions for the manufacture, import, stocking, distribution and use of plastic carry bags, plastic sheets, packaging etc. They aim to prescribe minimum thickness of plastic carry bags at 75 microns (increased from 50 microns pursuant to the 2021 amendment) and of plastic sheets used for packaging at 50 microns and also to facilitate collection and recycling of plastic waste. The Plastic Waste Management Rules bring in the responsibilities of producers, generators, importers and brand owners in the plastic waste management system and mandate Extended Producer Responsibility ("**EPR**") obligations on producers, importers and brand owners of plastic packaging, requiring them to collect back and ensure recycling or end-of-life disposal of the plastic packaging waste generated from their products. Pursuant to the Plastic Waste Management (Amendment) Rules, 2022, a detailed EPR framework has been introduced, requiring producers, importers and brand owners to register on the centralized EPR portal of the Central Pollution Control Board, obtain EPR certificates, and meet annual EPR targets for collection, recycling and use of recycled plastic content, failing which an environmental compensation shall be levied. The 2022 amendment also prohibited the manufacture, import, stocking, distribution, sale and use of identified single-use plastic items with effect from July 1, 2022. In addition to this, the applicability of the Plastic Waste Management Rules extends to rural areas as well.

Laws related to employment

We are subject to various labour laws for the safety, protection, condition of working, employment terms and welfare of labourers and/or employees of us.

Shops and Establishments legislations

The provisions of local shops and establishments legislations applicable in the states in India where our establishments are set up require such establishments to be registered under the state shops and establishments legislations except a shop or a factory registered under the Factories Act, 1948, among others. The state shops and establishments legislations regulate the working and employment conditions of the workers employed in shops and establishments, including commercial establishments, and provide for fixation of working hours, rest intervals, overtime, holidays, leave, termination of service, maintenance of records, maintenance of shops and establishments and other rights and obligations of the employers and employees. These shops and establishments legislations, and the relevant rules framed thereunder, also prescribe penalties in the form of monetary fines or imprisonment for the violation of their provisions, as well as procedures for appeals in relation to such contraventions.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("**SHWW Act**") provides for the protection of women at the workplace and the prevention of sexual harassment at the workplace. The SHWW Act also provides for a redressal mechanism to manage complaints in this regard. Sexual harassment includes one or more of the following acts or behaviours namely, physical contact and advances a demand or request for sexual favours or making sexually coloured remarks, showing pornography or any other unwelcome physical, verbal or non-verbal conduct of a sexual nature. The SHWW Act makes it mandatory for every employer of a workplace to constitute an internal complaints committee which shall always be presided upon by a woman. It also provides for the manner and time period within which a complaint shall be made to the internal complaints committee, i.e., a written complaint is to be made within a period of three months from the date of the last incident. If the establishment has less than ten employees, then the complaints from employees of such establishments as also complaints made against the employer himself shall be received by the local complaints committee.

The Child and Adolescent Labour (Prohibition and Regulation) Act, 1986

The Child and Adolescent Labour (Prohibition and Regulation) Act, 1986 ("**Child Labour Act**") prohibits the employment of children below 14 years of age in certain occupations and processes and provides for regulation of employment of children in all other occupations and processes. The employment of Child Labour in our industry is prohibited as per Part B (Processes) of the Schedule.

In an effort to rationalize and modernize the framework of labour laws in India, the Government of India has introduced four comprehensive labour codes:

Occupational Safety, Health and Working Conditions Code, 2020

The Occupational Safety, Health and Working Conditions Code, 2020 consolidates and amends 13 central laws namely *the Contract Labour (Regulation and Abolition) Act, 1970, the Factories Act, 1948, The Working Journalists and other Newspaper Employees (Conditions of Service) and Miscellaneous Provisions Act, 1955, The Working Journalists (Fixation of Rates of Wages) Act, 1958, The Beedi and Cigar Workers (Conditions of Employment) Act, 1966, The Motor Transport Workers Act, 1961, The Plantations Labour Act, 1951, The Mines Act, 1952, The Dock Workers (Safety, Health and Welfare) Act, 1986, The Cine-Workers and Cinema Theatre Workers (Regulation of Employment) Act, 1981, The Sales Promotion Employees (Conditions of Service) Act, 1976, 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*, into a single framework to ensure safe workplaces and better welfare standards. It governs conditions of employment and occupational safety across factories, mines, docks, construction sites, and other establishments, including provisions for contract labour and inter-state migrant workers. The Code aims to create a uniform, simplified, and technology-driven system that ensures safe working environments, promotes worker health, and reduces compliance complexity for employers. It provides for mandatory appointment letters, annual health check-ups for workers over 40, improved welfare facilities such as clean drinking water, canteens, and restrooms, and allows women to work night shifts with adequate safeguards. Additionally, it introduces single registration, all-India licensing, electronic filings, and time-bound approvals to streamline compliance.

The Code on Social Security, 2020

The Code on Social Security, 2020 is a landmark reform that consolidates nine existing social security laws including *the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, the Employees' State Insurance Act, 1948, the Employee's Compensation Act, 1923, the Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959, the Payment of Gratuity Act, 1972, the Cine-Workers Welfare Fund Act, 1981, the Building and Other Construction Workers' Welfare Cess Act, 1996, the Unorganised Workers' Social Security Act, 2008 and Maternity Benefit Act, 1961*, into a single, unified framework to ensure comprehensive and inclusive social protection for all workers. It governs social security provisions for workers across organized, unorganized, gig, and platform sectors, ensuring benefits such as provident fund, insurance, health care, maternity, and gratuity. The Code aims to create an inclusive and technology-driven social protection system that reduces complexity, promotes transparency, and extends welfare measures to all categories of workers, including those in emerging gig and platform economies. It provides for universal registration, digital compliance, creation of a Social Security Fund for gig and platform workers, extension of EPFO and ESIC benefits nationwide, and enhanced maternity and gratuity provisions.

The Industrial Relations Code, 2020

The Industrial Relations Code, 2020 which amends and consolidates laws relating to social security, and subsumes three key legislations i.e., *the Industrial Disputes Act, 1947, Trade Unions Act, 1926, and Industrial Employment (Standing Orders) Act, 1946*, into a single framework to simplify compliance and modernize industrial relations. It governs trade unions, conditions of employment, and mechanisms for resolving industrial disputes, while regulating strikes, lockouts, layoffs, and retrenchment. The Code aims to promote industrial harmony by balancing worker protection with business flexibility, reducing litigation, and advancing ease of doing business. It provides uniform definitions, streamlined dispute resolution through conciliation and industrial tribunals, recognition of negotiating unions, and introduces fixed-term employment with parity in wages and benefits. Other key provisions include raising the threshold for prior government approval for retrenchment and closure from 100 to 300 workers, digital compliance systems, and reducing the number of rules and forms to cut procedural burden.

The Code on Wages, 2019

The Code on Wages, 2019 subsumes four key legislations, namely, the *Payment of Wages Act, 1936, Minimum Wages Act, 1948, Payment of Bonus Act, 1965, and Equal Remuneration Act, 1976*, into a single, streamlined framework. It governs wage-related matters across all sectors, including payment of wages, minimum wage fixation, bonus entitlements, and prohibition of gender-based discrimination in remuneration. The Code aims to ensure fair and timely payment of wages, universalize minimum wages for all employees (organized and unorganized), promote gender equality, and simplify compliance for employers through uniform definitions and digital processes. It provides for a statutory right to minimum wages, introduction of a national floor wage, timely settlement of dues within two days of termination, equal pay for equal work, and rationalized bonus provisions across all industries and occupations.

Intellectual property laws

Trademarks Act, 1999 ("Trademarks Act")

The Trademarks Act governs the registration, statutory protection of trademarks and prevention of the use of fraudulent marks in India. Indian law permits the registration of trademarks for both goods and services. It also provides for exclusive rights to marks such as brand, label, and heading and to obtain relief in case of infringement for commercial purposes as a trade description. Under the provisions of the Trademarks Act, an application for trademark registration may be made with the Trademarks Registry by any person or persons claiming to be the proprietor of a trademark, whether individually or as joint applicants, and can be made on the basis of either actual use or intention to use a trademark in the future. Once granted, a trademark registration is valid for 10 years unless cancelled, after which, it can be renewed. If not renewed, the mark lapses and the registration is required to be restored to gain protection under the provisions of the Trademarks Act. The Trademarks Act prohibits registration of deceptively similar trademarks and provides for penalties for infringement, falsifying and falsely applying trademarks among others. Further, pursuant to the notification of the Trademarks (Amendment) Act, 2010, simultaneous protection of trademark in India and other countries has been made available to owners of Indian and foreign trademarks. It also seeks to simplify the law relating to the transfer of ownership of trademarks by assignment or transmission and to bring the law in line with international practices.

The Patents Act 1970 ("Patents Act")

The Patents Act governs the patent regime in India. A patent under the Patents Act is an intellectual property right relating to inventions and grant of exclusive right, for limited period, provided by the Government to the patentee, in exchange of full disclosure of his invention, for excluding others from making, using, selling and importing the patented product or process or produce that product. Being a signatory to the Agreement on Trade Related Aspects of Intellectual Property Rights, India is required to recognize product patents as well as process patents. In addition to the broad requirement that an invention must satisfy the requirements of novelty, utility and non-obviousness in order for it to avail patent protection, the Patents Act further provides that patent protection may not be granted to certain specified types of inventions and materials even if they satisfy the above criteria,

Copyright Act, 1957 and Copyright Rules, 2013 ("Copyright Act")

The intellectual property protected under the Copyright Act includes copyrights subsisting in original literary, dramatic, musical, or artistic works, cinematograph films, and sound recordings, including computer programmes, tables and compilations including computer databases. Registration under the Copyright Act acts as prima facie evidence of the particulars entered therein and may help expedite infringement proceedings and reduce delay caused due to evidentiary considerations. Upon registration, the copyright subsists for the lifetime of the author and until a period of 60 years from the beginning of the calendar year following the year in which the author dies, or in which the work is first published in case of anonymous and pseudonymous works. Reproduction of copyrighted work for sale or hire and issuing of copies to the public, among others, without consent of the owner of the copyright are acts which expressly amount to an infringement of copyright. The Copyright Act prescribes a fine or imprisonment or both for infringement of copyright, with enhanced penalty on second or subsequent convictions.

Tax-related legislations

The Goods and Services Tax ("**GST**") is levied on supply of goods or services or both jointly by the Central Government and State Governments. GST provides for imposition of tax on the supply of goods or services and will be levied by the Central Government and by the state government including union territories on intra-state supply of goods or services. Further, the Central Government levies GST on the inter-state supply of goods or services. The GST is enforced through various acts viz. Central Goods and Services Act, 2017 ("**CGST**"), relevant state's Goods and Services Act, 2017 ("**SGST**"), Union Territory Goods and Services Act, 2017 ("**UTGST**"), Integrated Goods and Services Act, 2017 ("**IGST**"), Goods and Services (Compensation to States) Act, 2017 and various rules made thereunder.

Further, the Income-tax Act, 2025 (the "**Income Tax Act**") is applicable to every company, whether domestic or foreign whose income is taxable under the provisions of the Income Tax Act or rules made there under depending upon its "Residential Status" and "Type of Income" involved. The Income Tax Act provides for the taxation of persons resident in India on global income and persons not resident in India on income received, accruing or arising in India or deemed to have been received, accrued or arising in India. Every company assessable to income tax under the Income Tax Act is required to comply with the provisions thereof, including those relating to tax deduction at source, advance tax, minimum alternate tax, etc.

In addition, state registration requirements and requirements to pay professional tax are applicable to, *inter alia*, persons engaged in professions, trades and establishments, under professional tax legislations in various states in India, including the Telangana Tax on Professions, Trades, Callings and Employments Act, 1987.

Foreign investment and trade legislations

Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 and Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019

Foreign investment in India is governed by the provisions of Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 ("**FEMA Non-Debt Instrument Rules**") along with the Consolidated Foreign Direct Investment Policy ("**FDI Policy**") issued by the DPIIT, from time to time. Further, the Reserve Bank of India ("**RBI**") has enacted the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019, which regulate the mode of payment and reporting requirements for investments in India by a person resident outside India.

Under the Consolidated FDI Policy, FDI up to 100% is permitted in the manufacturing sector, including paints and chemicals manufacturing, under the automatic route, without prior government approval. In terms of the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, the investment in Equity

Shares by a single FPI or an investor group (which means multiple entities registered as FPIs and directly or indirectly having common ownership of more than 50% or common control) must be below 10% of our post-Offer Equity Share capital. Further, in terms of the FEMA Non-Debt Instrument Rules, the total holding by each FPI or an investor group shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together with effect from April 1, 2020, can be up to the sectoral cap applicable to the sector in which our Company operates (i.e., up to 100% under the automatic route).

Further, in accordance with the Consolidated FDI Policy read with the Press Note No. 2 (2026 Series), dated March 15, 2026, issued by the Department for Promotion of Industry and Internal Trade, Government of India, investments where the entity is of a country which shares land border with India or where the beneficial owner of the Equity Shares is situated in or is a citizen of a country which shares land border with India, or where the beneficial owner of an investment into India is a citizen of any such country, can only be made through the Government approval route, as prescribed in the Consolidated FDI Policy and FEMA Rules.

Foreign Trade (Development and Regulation) Act, 1992, ("FTA") and the rules framed thereunder.

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 the FTA, the Government of India: (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; and (iv) is also authorised to appoint a 'director general of foreign trade' for the purpose of the FTA, including formulation and implementation of the export-import ("**EXIM**") policy.

Foreign Trade Policy 2023 ("FTP")

The foreign trade policy of India is governed and regulated by the FTA. The FTA empowers the Central Government to make provisions for the development and regulation of foreign trade by way of facilitating imports, promoting exports, and addressing all matters connected with foreign trade. The government has also been given a wide power to prohibit, restrict and regulate imports and exports in general as well as specified cases of foreign trade. It is authorised to periodically formulate the FTP and amend it thereafter whenever it deems fit. All exports and imports are required to be in compliance with the FTP. The FTP focuses on increased thrust for emerging areas such as e-commerce exports, developing export hubs across districts and streamlining the policy for SCOMET category of products. SCOMET stands for Special Chemicals, Organisms, Materials, Equipment and Technologies and refers to nine categories of products and technologies which have civil as well as military applications, such as nuclear materials, micro-organisms, material processing equipment, and aerospace systems, etc. The FTP provides various schemes for the promotion of export of finished goods and import of inputs. The FTP shall continue to be in operation unless otherwise specified or amended. The FTA, read with the FTP, also provides that no person or company can make exports or imports without having obtained an importer exporter code number ("**IEC**") granted by the Director General of Foreign Trade, Ministry of Commerce ("**DGFT**") pursuant to Section 7 of the FTA unless exempted from doing so. Any person who exports or imports in contravention of any provision of the FTA or any rules or orders made thereunder, or the foreign trade policy, is liable to a penalty of not less than ₹10,000 and up to five times the value of the goods or services or technology in respect of which any contravention has occurred or been attempted, whichever is made.

Customs Act, 1962 ("Customs Act"), Customs Tariff Act, 1975, and rules made thereunder

The provisions of the Customs Act and rules made there under are applicable to imported goods i.e. goods brought into India from a place outside India (except goods cleared for home consumption) and export goods i.e. goods which are to be taken out of India to a place outside India. Imported goods and export goods are subject to duties of customs as specified under the Customs Tariff Act, 1975.

Other applicable legislations

The Digital Personal Data Protection Act, 2023 ("DPDP Act")

The DPDP Act received the assent of the President of India on August 11, 2023, and the provisions of the DPDP Act shall come into effect on such date as the Central Government may notify in the official gazette. The DPDP Act provides for collection and processing of digital personal data by persons, including companies. The significant data fiduciaries, as defined under the DPDP Act, will be required to appoint an independent data auditor

who will evaluate their compliance with the DPDP Act. The Central Government will also establish the Data Protection Board of India, whose key functions include: (i) monitoring compliance and imposing penalties, (ii) directing data fiduciaries to take necessary measures in the event of a data breach, and (iii) hearing grievances made by data principals. The Indian Ministry of Electronics and Information Technology has released the Draft Digital Personal Data Protection Rules, 2025 ("DPDP Rules") for public consultation. The DPDP Rules regulate the processing of personal data in India, ensuring individuals privacy rights are protected.

Fire prevention laws

The State legislatures in India have the power to endow the municipalities with the power and authority to implement schemes and perform functions in relation to matters listed in the Twelfth Schedule to the Constitution of India, which includes fire services.

Competition Act, 2002 (the "Competition Act")

The Competition Act is an act to prevent practices having adverse effect on competition, to promote and sustain competition in markets, to protect interest of consumer and to ensure freedom of trade in India. The act deals with prohibition of (i) certain agreements such as anti-competitive agreements and (ii) abuse of dominant position and regulation of combinations. No enterprise or group shall abuse its dominant position in various circumstances as mentioned under the Competition Act. The prima facie duty of the Competition Commission of India ("**Commission**") is to eliminate practices having adverse effect on competition, promote and sustain competition, protect interest of consumer, and ensure freedom of trade. The Commission shall issue notice to show cause to the parties to combination calling upon them to respond in case it is of the opinion that there has been an appreciable adverse effect on competition in India. In case a person fails to comply with the directions of the Commission and Director General (as appointed under Section 16(1) of the Competition Act), he shall be punishable with a fine.

The GoI had also passed the Competition (Amendment) Act, 2023 which was notified in a phased manner in 2024. It has introduced deal value thresholds for assessing whether a merger or acquisition qualifies as a "combination", expedited merger review timelines, codification of the lowest standard of "control" and enhanced penalties for providing false information or a failure to provide material information.

The Consumer Protection Act, 2019

The Ministry of Consumer Affairs notified certain sections of the Consumer Protection Act, 2019 ("**COPRA**") by way of the notification dated July 15, 2020 (with effect from July 20, 2020), including sections regulating the formation and functioning of the Consumer Protection Council at the national, state and district levels, the formation and functioning of Consumer Dispute Redressal Commissions at the national, state and district levels, mediation of consumer disputes, product liability actions and punishment for manufacturing for sale or storing, selling or distributing or importing products containing adulterants and spurious goods.

The COPRA provides a mechanism for the consumer to file a complaint against a product manufacturer, seller or service provider in cases of unfair contract or trade practices, restrictive trade practices, defected goods, goods which are hazardous or likely to be hazardous to life being sold in contravention to safety standards, deficiency in services and price charged being unlawful. It also places product liability on a manufacturer or product service provider or product seller, to compensate for any harm 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. Non-compliance of the orders of the redressal commissions attracts criminal penalties. The COPRA has, inter alia, also introduced a Central Consumer Protection Authority to regulate matters relating to violation of rights of consumers, unfair trade practices and false or misleading advertisements, which are prejudicial to the interests of public and consumers and promote, protect and enforce the rights of consumers. The COPRA has also brought e-commerce entities and their customers under its purview including providers of technologies or processes for enabling product sellers to engage in advertising or selling goods or services to a consumer, online market places and online auction sites.

The Ministry of Consumer Affairs issued the Consumer Protection (E-Commerce) Rules, 2020 ("**E-Commerce Rules**") under the COPRA on July 23, 2020 which govern the online sale of goods, services, digital products by entities which own, operate or manage digital or electronic facility or platform for electronic commerce ("**E-Commerce Entities**"), all models of e-commerce (including marketplace or inventory based), and all ecommerce sellers. The E-Commerce rules lay down the duties and liabilities of E-Commerce Entities and ecommerce sellers.

The Sale of Goods Act, 1930 ("Sale of Goods Act")

The Sale of Goods Act governs contracts pertaining to the sale of goods. Such contracts are also subject to the overarching principles of contract law as set out in the Indian Contract Act, 1872. However, contracts for the sale of goods exhibit certain distinct features, such as, including the transfer of ownership, delivery of goods, the rights and obligations of the buyer and seller, remedies available for breach of contract, and the conditions and warranties implied in a contract for the sale of goods, etc., which are specifically addressed under the provisions of the Sale of Goods Act.

SEBI Act and regulations

From time to time, our Company will be required to comply with various regulations notified by the SEBI including the SEBI Act, SCRA, SEBI Listing Regulations, SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Prohibition of Fraudulent and Unfair Trade Practices) Regulations, 2003, SEBI ICDR Regulations. Set out below is a summary of these regulations:

Securities and Exchange Board of India Act, 1992 ("SEBI Act")

SEBI Act establishes SEBI as the principal regulatory authority overseeing India's securities markets. It confers comprehensive powers upon SEBI to regulate all facets of securities markets, including issuance, listing, and trading activities. The SEBI Act authorizes SEBI to safeguard investor interests, maintain market integrity, and foster market development through regulations, circulars, and guidelines. Furthermore, it empowers SEBI to conduct investigations into potential violations, impose administrative and monetary sanctions, and pursue enforcement actions against non-compliant market participants.

Securities Contracts (Regulation) Act, 1956 ("SCRA")

SCRA regulates securities transactions and establishes the legal infrastructure for stock exchanges within India. It comprehensively defines securities and financial instruments while governing listing requirements and prohibiting unauthorized trading. The SCRA establishes parameters for recognition of exchanges and empowers the central government and SEBI to implement measures for intervention when necessary to protect investor interests or preserve market stability. It also provides the statutory basis for regulation of derivatives and other complex financial instruments.

Securities Contract (Regulation) Rules, 1957 ("SCRR")

The SCRR provides, among other things, the requirements with respect to listing of securities on a recognized stock exchange, the manner of submitting applications for recognition of stock exchanges, and the qualifications for membership of a recognized stock exchange. It also empowers SEBI to appoint people to inspect the books of accounts and other documents to be maintained and preserved by every member of a recognized stock exchange, in terms of these rules.

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

SEBI Listing Regulations delineate ongoing compliance obligations and disclosure requirements for companies with listed securities. It establishes requirements for financial disclosures, corporate governance standards, investor grievance mechanisms, and timely reporting of material events. The SEBI Listing Regulations mandates specific committee compositions, independent director requirements, and related party transaction approvals. It prescribes formats and timelines for periodic submissions to exchanges and requires the appointment of qualified compliance officers to ensure adherence to regulatory requirements.

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations")

SEBI PIT Regulations prohibit trading in securities while in possession of unpublished price-sensitive information ("**UPSI**"). It deals with insider trading offenses, establishes trading restrictions for designated persons, and mandates disclosure requirements for promoters, directors, and key management personnel of a company. It requires companies to formulate a code of conduct, implement trading plans for insiders, and establish mechanisms for identifying and protecting UPSI. The SEBI PIT Regulations further prescribe structured digital databases to track UPSI recipients and specify procedures for legitimate communications with stakeholders.

Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices) Regulations, 2003 ("SEBI PFUTP Regulations")

SEBI PFUTP Regulations prohibit manipulative, fraudulent, and unfair practices in connection with securities markets. It defines various categories of prohibited activities including market manipulation, price rigging, misleading statements, and artificial transactions designed to create false market impressions. The SEBI PFUTP Regulations empowers SEBI to investigate suspected violations, issue cease-and-desist orders, and impose monetary penalties and market access restrictions. It also establishes the basis for disgorgement of ill-gotten gains and provides for restitution to affected investors harmed by fraudulent practices.

Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations")

Under the SEBI Takeover Regulations, any acquisition of shares or voting rights in a listed company beyond prescribed thresholds triggers mandatory disclosure and open offer requirements to protect investor interests. An acquirer who intends to acquire shares or voting rights that would result in holding 25% or more of the target company must make an open offer to public shareholders. SEBI Takeover Regulations requires the acquirer to submit a detailed letter of offer to SEBI, outlining the terms and conditions of the acquisition. The SEBI Takeover Regulations also provides exemptions from open offer obligations in specific cases, such as inter-se transfers among promoters.

Other General Laws

In addition to the above, our Company is required to comply with the provisions of the Indian Contract Act, 1872, Companies Act, 2013, Transfer of Property Act, 1882, Indian Easement Act, 1882, Indian Stamp Act, 1899, Registration Act, 1908, to the extent applicable, RBI guidelines, and the IBC, and various state-specific legislations made thereunder, and other applicable statutes promulgated, and regulations imposed by the Central Government and state governments and other authorities for our day-to-day business, operations and administration.

HISTORY AND CERTAIN CORPORATE MATTERS

Brief history of our Company

Our Company was originally incorporated as 'Fortune Paint Products (India) Private Limited' as a private limited company under the Companies Act, 1956, pursuant to the certificate of incorporation dated April 23, 2008, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad. Thereafter, Company changed its name to 'Fortune Paints Private Limited' pursuant to the resolution passed by our Board of Directors on March 10, 2011, and a special resolution passed by our Shareholders on April 8, 2011 and a fresh certificate of incorporation dated April 13, 2011 was issued by the Registrar of Companies, Andhra Pradesh at Hyderabad. Subsequently, pursuant to a resolution passed by our Board of Directors on December 21, 2024, and a special resolution passed by our Shareholders on December 23, 2024, the name of our Company was changed to 'Technopaints and Chemicals Private Limited' to align the Company's name with the brand of 'Technopaints' for stronger identity and brand visibility, and a fresh certificate of incorporation dated January 13, 2025 was issued by Registrar of Companies, Central Processing Centre.

Our Company was subsequently converted into a public limited company pursuant to the resolution passed by our Board of Directors on February 22, 2025, and a special resolution passed by our Shareholders on March 17, 2025, and consequently the name of our Company was changed from 'Technopaints and Chemicals Private Limited' to 'Technopaints and Chemicals Limited' and a fresh certificate of incorporation dated April 19, 2025, was issued by the Registrar of Companies, Central Processing Centre.

Changes in the registered office of our Company

Except as disclosed below, there has been no change in the registered office of our Company since the date of incorporation.

Date of change	Old address	New address	Reasons for change of registered office
December 9, 2023	8-3-166/647. NO:202, Bhavyas sree arcade Opp Telephone Exchange, Erragadda, Hyderabad – 500 018, Telangana, India.	Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V. Rangareddy), K.V. Rangareddy Serilingampally – 500 084, Telangana, India	Administrative and operational convenience

Main objects of our Company

The main objects contained in our Memorandum of Association are as follows:

1. *To carry on business as manufacturers, producers, processors, makers, inventors, converters, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires, or otherwise deal in brushes, sand papers, polished materials, oil, distemper, plastic paints, emulsions, varnishes, limestone, spirit, thinner, turpentine, oxide, zinc, chemicals, and articles used in the manufacturing of allied products of paints.*
2. *To undertake and execute all types of painting, coating, surface preparation, waterproofing, finishing, maintenance, repair, restoration, and allied works for residential, commercial, industrial, and infrastructure projects, whether directly or through franchisees, agents, contractors, collaborators, or digital and technology-enabled platforms and to provide consultancy, project management, training, quality assurance, and allied technical services in connection with the aforesaid activities.*
3. *To bid for and perform contracts with government, semi-government, public sector, and private entities for the aforesaid works, anywhere in India or abroad.*
4. *To manufacture, import, purchase, or procure in any other manner the raw materials required for the purpose of manufacturing paints, brushes, sand papers, and to arrange the sale and distribution of the same in such suitable manner as the Company may think fit.*
5. *To enter into franchise, licensing, joint venture, and other business arrangements with any person, firm, or body corporate for carrying out any or all of the above objects.*

The main objects and matters necessary for furtherance of the main objects as contained in our Memorandum of Association enable our Company to carry on the business presently being carried out and proposed to be carried out by our Company.

Amendments to our Memorandum of Association in the last 10 years

The amendments to our Memorandum of Association of our Company in the last 10 years preceding the date of this Draft Red Herring Prospectus, are set out below:

Date of Shareholders' resolution	Details of the amendments
April 12, 2024	Memorandum of Association was amended to reflect and conform with table A of Schedule I of the Companies Act, 2013.
	Clause 2 of the Memorandum of Association was amended to reflect the shifting of the registered office of our Company from Andhra Pradesh to Telangana.
	Clause 5 of the Memorandum of Association was amended to reflect the increase in authorised share capital of our Company from ₹ 12,000,000 divided into 1,200,000 equity shares of ₹ 10 each to ₹ 250,000,000 divided into 25,000,000 equity shares of ₹ 10
December 23, 2024	Clause 1 of the Memorandum of Association was amended to reflect the change in the name of our Company from 'Fortune Paints Private Limited' to 'Technopaints and Chemicals Private Limited'.
March 17, 2025	Clause 1 of the Memorandum of Association was amended to reflect the change in the name of our Company from 'Technopaints and Chemicals Private Limited' to 'Technopaints and Chemicals Limited' pursuant to conversion from a private limited company to a public limited company.
August 13, 2026	Clause 5 of the Memorandum of Association was amended to reflect the increase and sub-division of authorised share capital of our Company from ₹ 250,000,000 divided into 25,000,000 equity shares of ₹ 10 each, to ₹ 420,000,000 divided into 84,000,000 equity shares of ₹ 5 each.
	Clause 3 of the Memorandum of Association was amended to reflect the change in numbering of then Clause 3(a)(2) to Clause 3(a)(5), and insertion of the following after Clause 3(a)(1) in the main objects of the Company: " 2. *To undertake and execute all types of painting, coating, surface preparation, waterproofing, finishing, maintenance, repair, restoration, and allied works for residential, commercial, industrial, and infrastructure projects, whether directly or through franchisees, agents, contractors, collaborators, or digital and technology-enabled platforms and to provide consultancy, project management, training, quality assurance, and allied technical services in connection with the aforesaid activities.* 3. *To bid for and perform contracts with government, semi-government, public sector, and private entities for the aforesaid works, anywhere in India or abroad.* 4. *To manufacture, import, purchase or procure in any other manner the raw materials required for the purpose of manufacturing of paints, brushes, sand papers and to arrange the sale and distribution of the same in such suitable manner as the Company may think fit."*
	Clause 3(b)(1) of the Memorandum of Association was amended and replaced with the following: "*To establish and maintain any agencies in India or any part of the world for the conduct of the business of the Company or for the sale of any materials or things for the time being at the disposal of the Company for sale or provision of services*"

Major events and milestones

The table below sets forth the major events and milestones in the history of our Company*:*

Calendar Year	Particulars
2011	Established our manufacturing facility at Patancheru
2013	Expanded our product portfolio to include texture finishing products

Calendar Year	Particulars
2015	Expanded our project execution capabilities geographically through the successful completion of high-rise apartment projects in Uttar Pradesh
2017	Strengthen our presence and execution capabilities by expanding our project execution services in Bengaluru
2018	Expanded our product portfolio to include emulsion paints, with the product receiving certification from Shriram Institute for Industrial Research
2019	Aggregate painted area exceeded 100 million square feet of total painted area
2021	Established our manufacturing facility at Cheriyal
2023	Completed over 1,000 Turnkey Paint Projects
2025	Launched our first franchise-based business model for the sales of standalone products
	Aggregate painted area exceeded 1,000 million square feet of total painted area
2026	Established offices in Ahmedabad, Mumbai, Bengaluru and Delhi, strengthening our distribution and operational footprint across these key markets
	Expanded operations to 10 states and union territories
	Broadened our customer segments across premium, luxury and specialized decorative finishes

Key awards, accreditations, and recognition

The table below sets forth key awards, accreditations and recognition received by our Company:

Calendar Year	Particulars
2018	Awarded the 'Certificate of Excellence' award by Colour Merchants
2019	Awarded the 'Certificate of Excellence' award by Georgia Business Awards
	Awarded the 'Global Choice Award' award by Xel Research
2021	Received Citation for Prestige High Fields by Prestige Group
	Awarded the 'Certificate of Excellence – Most Trusted Brand of The Year – Telangana' award at International Fame Awards 2021 by Brand Icon
2023	Awarded 'Excellence in Manufacturing of Paints and Application Services in Corporate Sector' award at ET Excellence Awards – AP & Telangana 2023 by The Economic Times
2025	Awarded the 'Business Titans – Excellence in Transforming Spaces with Colour and Innovation' award by Radio City (A Jagran Initiative)

Other details regarding our Company

Time and cost over-runs in setting up projects by our Company

As on the date of this Draft Red Herring Prospectus, there have been no time and cost over-runs in setting up projects by our Company.

Defaults or re-scheduling/restructuring of borrowings with financial institutions/banks

As on the date of this Draft Red Herring Prospectus, there have been no defaults or re-scheduling/ re-structuring in relation to borrowings availed by our Company from any financial institutions or banks.

Significant financial or strategic partners

As on the date of this Draft Red Herring Prospectus, our Company does not have any significant financial or strategic partners.

Launch of key products or services, entry into new geographies or exit from existing markets, capacity/facility creation or location of plants

For details of key products or services launched by our Company, entry into new geographies or exit from existing markets, capacity/facility creation and location of plants, to the extent applicable, see "*Our Business*" on page 244.

Details regarding material acquisitions or divestments or slump sale of business/ undertakings, mergers, amalgamations or any revaluation of assets, in the last 10 years

Except as disclosed below, our Company has not made any material acquisitions or divestments or slump sale of business/undertakings, mergers, amalgamation, any revaluation of assets, etc in the last 10 years immediately preceding the date of this Draft Red Herring Prospectus.

Share Purchase Agreement dated August 22, 2026, entered into amongst Akuri Sakesh Reddy, Akuri Deepthi, A Sandhya and Akuri Srinivasa Reddy (together with, Akuri Sakesh Reddy, and Akuri Deepthi collectively referred to as the "Sellers") and our Company

A Share Purchase Agreement, dated August 22, 2026 ("**SPA**"**)** has been entered into amongst Akuri Sakesh Reddy and Akuri Deepthi, each a member of the Promoter Group, our Promoters and the purchaser, our Company, for the sale and transfer of 10,000 equity shares (representing 100% of the paid-up equity share capital) of Richwaves Specialities Private Limited (the "**Richwaves**") for a total consideration of ₹150.00 million to be paid on or before March 31, 2027. Pursuant to the SPA, Richwaves became the whole owned subsidiary of our Company with effect from August 22, 2026, being the closing date. The valuation for this acquisition was carried out by Satyanarayana N, an IBBI registered valuer, pursuant to his report dated August 8, 2026.

Asset transfer agreement dated March 24, 2025, entered into between Calstone Minerals (the "Seller") and our Company (the "Asset Transfer Agreement")

Pursuant to the Asset Transfer Agreement, our Company has acquired, all tangible assets *i.e.* land, building, plant and machinery, licenses, registrations and approvals, free and clear of any encumbrances. The lump sum purchase consideration for the transfer was ₹80.00 million, to be paid at the closing date. The closing of the transaction was subject to certain conditions precedents, *inter alia* receipt of necessary corporate approvals, transfer or re-application of relevant permits and licenses and renewal of expired licenses. The effective date of transfer pursuant to the Asset Transfer Agreement was March 24, 2025. The valuation for this acquisition was carried out by Venkat K. CH., pursuant to his report dated February 17, 2025.

Our Promoters, Akuri Srinivasa Reddy and A Sandhya, were the partners in the Seller entity.

Shareholders' agreements

As on the date of this Draft Red Herring Prospectus, our Company does not have any subsisting shareholders' agreements.

Other material agreements

Our Company has not entered into any other subsisting material agreement, other than in the ordinary course of business.

Agreements with Key Managerial Personnel, Senior Management, Directors, Promoters or any other employee of our Company

As on the date of this Draft Red Herring Prospectus, there are no agreements entered into by a Key Managerial Personnel, Senior Management, Director, Promoter 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.

Agreements required to be disclosed under clause 5A of paragraph A of part A of Schedule III of the SEBI Listing Regulations

As on the date of this Draft Red Herring Prospectus, there are no agreements required to be disclosed under Clause 5A of paragraph A of part A of Schedule III of the SEBI Listing Regulations.

Our holding company

As on the date of this Draft Red Herring Prospectus, our Company does not have a holding company.

Our associates

As on the date of this Draft Red Herring Prospectus, our Company does not have any associates.

Our joint venture

As on the date of this Draft Red Herring Prospectus, our Company does not have any joint venture.

Our Subsidiary

As on the date of this Draft Red Herring Prospectus, our Company has one wholly-owned Subsidiary. The details of our Subsidiary have been provided below:

Richwaves Specialities Private Limited ("RSPL")

Corporate information

RSPL was incorporated as a private limited company under the Companies Act pursuant to a certificate of incorporation dated March 29, 2024, issued by the Registrar of Companies, Central Registration Centre. Its CIN number is U47522TS2024PTC183905, and its registered office is situated at Plot No.1 A & 1B, SY NO:6TO9, Hitex Road, Shilpa Hills, Kothaguda (K.V.Rangareddy), Serilingampally, Telangana, India, 500 084.

Capital structure

The authorised share capital of RSPL is ₹1,500,000 divided into 150,000 equity shares of face value of ₹10 each. The issued, subscribed and paid-up share capital of RSPL is ₹100,000 divided into 10,000 equity shares of face value of ₹10 each.

Nature of business

RSPL is engaged in the business of retail sale, trading and provision of services relating to paints, coatings, varnishes, dyes, adhesives, resins, chemicals and allied products, including painting, wall decoration and coating services, and to act as importers, exporters, job workers and consultants in relation thereto.

Shareholding

As on the date of this Draft Red Herring Prospectus, the shareholding pattern of RSPL is as follows:

S.No	Name of the shareholder	Number of equity shares held	Percentage of the total equity shareholding (%)
1.	Technopaints and Chemicals Limited	10,000*	100.00*
Total		**10,000**	**100.00**

** 1 equity share is held by Akuri Sakesh Reddy as a nominee of Technopaints and Chemicals Limited.*

Accumulated profits or losses

As on the date of this Draft Red Herring Prospectus, there are no accumulated profits or losses of our Subsidiary that have not been accounted for by our Company.

Common pursuits between our Subsidiary and our Company

Our Subsidiary is engaged in similar line of business as that of our Company and accordingly, there are certain common pursuits amongst our Subsidiary and our Company. However, as a result of such common pursuits, there is no conflict of interest between our Company and our Subsidiary.

Our Joint Operation

Our Company has entered into a joint venture memorandum of understanding bidding agreement dated May 23, 2022 ("**JV MoU**") with HES Infra Private Limited ("**HIPL**") by the name of HIPL – FPPL (JV) for the purposes of undertaking joint operations such as bidding and execution of the following project – "Painting to identified government/ local body schools under Mana Ooru – Mana Badi/ Mana Basti – Mana Badi program in Telangana

state". HIPL -FPPL (JV) also acts as the main contractor of the project HIPL -FPPL (JV) is not a company incorporated under the applicable law and as such, does not have any capital structure. Our Company has a participating share of 20%, and HIPL has an 80% participating share in the project as per the JV MoU.

Details of guarantees given to third parties by the Promoter Selling Shareholders

As on the date of this Draft Red Herring Prospectus, except as stated below, no guarantee has been issued by our Promoters offering their Equity Shares in the Offer for Sale in relation to borrowings availed by our Company.

Name of guarantor	Name of lender	Sanctioned amount (₹ in million)	Reason for guarantee	Period of guarantee	Details of security	Consideration	Obligations (if any)	Financial implications in case of default
Akuri Srinivasa Reddy and A Sandhya	Bank of Baroda	497.50	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	Bank of Baroda	98.7	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	HDFC Bank Limited	260.00	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	HDFC Bank Limited	110.00	Personal guarantee for term loan facility availed by our Company	Till the loan obligation have been repaid	term loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	HDFC Bank Limited	235.70	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	IDFC First Bank Limited	100.00	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value

Name of guarantor	Name of lender	Sanctioned amount (₹ in million)	Reason for guarantee	Period of guarantee	Details of security	Consideration	Obligations (if any)	Financial implications in case of default
Akuri Srinivasa Reddy and A Sandhya	IDFC First Bank	250.00	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	Oxyzo Financial Services Limited *(Formerly known as Oxyzo Financial Services Private Limited)*	95.00	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy	Union Bank of India	26.50	Personal guarantee for vehicle loan facility availed by our Company	Till the loan obligation have been repaid	vehicle loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value
Akuri Srinivasa Reddy and A Sandhya	Bajaj Finance Limited	250.00	Personal guarantee for working capital facility availed by our Company	Till the loan obligation have been repaid	working capital loan	NIL	Repayment in case of default by our Company	Personally liable (jointly and severally with our Company) to the extent of guarantee value

Confirmations

There is no conflict of interest with the suppliers of raw materials and third-party service providers (crucial for operations of the Company) and our Company and Subsidiary and its directors.

There is no conflict of interest with the lessors of immovable property of the Company (crucial for operations of the Company) and our Company and Subsidiary and its directors.

OUR MANAGEMENT

Board of Directors

In terms of the Companies Act 2013 and our Articles of Association require that our Board shall comprise of not less than three Directors and not more than 15 Directors, provided that our Shareholders may appoint more than 15 Directors by way of a special resolution in a general meeting.

As on the date of this Draft Red Herring Prospectus, our Board comprises of six Directors including two Executive Directors and four Non-Executive Directors, of which three are Independent Directors, including one woman Independent Director. Our Company is in compliance with the corporate governance requirements in relation to the composition of our Board and constitution of committees thereof, under the SEBI Listing Regulations and the Companies Act, 2013.

The following table sets forth the details of our Board as on the date of this Draft Red Herring Prospectus:

Sr. no.	Name, designation, date of birth, address, occupation, current term, period of directorship and DIN	Age (years)	Other directorships
1.	**Akuri Srinivasa Reddy** *Designation:* Chairman and Managing Director *Date of birth:* August 21, 1977 *Address:* Villa No-299, Indu Fortune Fields, KPHB, Kukatpally, Medchal-malkajgiri – 500085, Telangana, India *Occupation:* Business *Current term:* For a period of five years with effect from September 30, 2025 *Period of directorship:* Since incorporation *DIN:* 01746988	49	***Indian Companies*** Nil ***Foreign Companies*** Nil
2.	**Anil Kondoth** *Designation*: Executive Director and Chief Executive Officer *Date of birth*: January 27, 1982 *Address:* G2, MS Estates, B Block, Nizampet, Medchal – 500090, Telangana, India *Occupation:* Business *Current term:* With effect from August 3, 2024 *Period of directorship*: Since August 3, 2024 *DIN*: 09398109	44	***Indian Companies*** Akuri Properties and Holdings Private Limited ***Foreign Companies*** Nil

Sr. no.	Name, designation, date of birth, address, occupation, current term, period of directorship and DIN	Age (years)	Other directorships
3.	**Venkata Lakshmi Narasimha Murthy Chilla** *Designation:* Non-Executive Director *Date of birth:* August 10, 1958 *Address:* 3-6-67&68, BN Reddy Towers, Basheerbagh, Hyderabad – 500029, Telangana, India *Occupation:* Business *Current term:* With effect from August 3, 2024 *Period of directorship***:** Since August 3, 2024 *DIN***:** 01978748	68	***India Companies*** • Couth Infotech Private Limited • Ojus Software Labs Private Limited ***Foreign Companies*** Nil
4.	**Guntaka Dhanalakshmi** *Designation:* Independent Director *Date of birth:* March 5, 1978 *Address*: 15-1-596, Nehru Nagar, Lane-2, Macherla, Guntur – 522426, Andhra Pradesh, India *Occupation:* Practicing Chartered Accountant *Current term*: For a period of five years with effect from July 1, 2025, not liable to retire by rotation *Period of directorship***:** Since July 1, 2025 *DIN:* 09363100	48	***Indian Companies*** • IRP Infra Tech Limited • B.N. Rathi Securities Limited • Trimax Bio Sciences Pvt Ltd • Pasura Industries Limited (formerly known as Arunjyoti Bio Ventures Limited) • Sigachi Industries Limited ***Foreign Companies*** Nil
5.	**Radhakrishnan Balakrishna Menon** *Designation:* Independent Director *Date of birth:* February 23, 1955 *Address:* Villa No 96, Adarsh Vista, Basavanagar, Bengaluru – 560037, Karnataka, India *Occupation:* Business *Current term:* For a period of five years with effect from September 30, 2025, not liable to retire by rotation *Period of directorship:* Since September 30, 2025 *DIN:* 01473781	71	***Indian Companies*** • LBW Consulting Private Limited • Infiiloom India Private Limited ***Foreign Companies*** Nil
6.	**Bokkisam Sureshkumar** *Designation:* Independent Director *Date of birth:* November 21, 1965 *Address:* Plot No-35 MIG, Bathkammakunta, Shivam Road, Amberpet, Hyderabad – 500013, Telangana, India *Occupation:* Retired bank employee *Current term:* For a period of five years with effect from August	60	***Indian Companies*** Nil ***Foreign Companies*** Nil

Sr. no.	Name, designation, date of birth, address, occupation, current term, period of directorship and DIN	Age (years)	Other directorships
	14, 2026, not liable to retire by rotation *Period of directorship:* Since August 14, 2026 *DIN:* 11745179		

Brief profiles of our Directors

Akuri Srinivasa Reddy is one of the Promoters of our Company and is currently the Chairman and Managing Director of our Company. He has been associated with our Company since incorporation. He has not received any formal education. He is primarily responsible for providing strategic leadership and overall direction to our Company, overseeing its business operations, financial performance and growth, and formulating and implementing its long-term business strategies. He has over 23 years of experience in the paints and coatings sector.

Anil Kondoth is the Executive Director and Chief Executive Officer of our Company. He has been associated with our Company since June 1, 2008. He holds a bachelor's degree in science from Sri Venkateswara University, and has completed his master of business administration from Osmania University. He is primarily responsible for overseeing the execution of our Company's business plans and operational priorities, monitoring business and operational performance, and coordinating across various functions to ensure timely and effective implementation of key initiatives. He has over 18 years of experience in the paints and coatings sector.

Venkata Lakshmi Narasimha Murthy Chilla is the Non-Executive Director of our Company. He has been associated with our Company since 2009. He holds a bachelor's degree in commerce and a bachelor's degree in law, both from Nagarjuna University. He has been enrolled as an advocate with the Bar Council of the state of Andhra Pradesh since 1986. He has over 40 years of experience in the legal sector.

Guntaka Dhanalakshmi is the Independent Director of our Company. She has been associated with our Company since July 1, 2025. She is a certified chartered accountant and has over 17 years of experience in the finance sector.

Radhakrishnan Balakrishna Menon is the Independent Director of our Company. He has been associated with our Company since September 30, 2025. He holds a master's degree in arts in personnel management and industrial relations from the Tata Institute of Social Sciences. He has over 19 years of experience and has been associated with LBW Consulting Private Limited as a director since 2007. He has previously served as the Vice President-Human Resources with Bausch & Lomb India Limited, the Executive Director – Human Resources with Cadbury India Ltd., the Vice President – Human Resources with GE Lighting (India) Ltd. and the Vice President – Human Resources with GE Plastics India Limited. He also holds a certificate of "Associate Certified Coach" from the International Coach Federation and a certificate of "Professional Certified Coach (PCC)" from ICF Credentials and Standards in 2018.

Bokkisam Sureshkumar is the Independent Director of our Company. He has been associated with our Company since August 14, 2026. He has over 38 years of experience in the banking sector. He has previously served as the General Manager with State Bank of India, and the Auditor in the Office of the Controller of Defence Accounts (Other Ranks) North, Meerut. He passed the Junior Associate Examination and the Associate Examination of the Indian Institute of Bankers in 2001 and 2002, respectively, and cleared the Certificate Examination in IT Security from the Indian Institute of Banking & Finance in 2018.

Details of directorships in companies suspended or delisted

None of our Directors is or was a director of any company listed on any stock exchange during the five years preceding the date of this Draft Red Herring Prospectus, whose shares have been or were suspended from being traded on any stock exchange during the term of their directorship in such company.

None of our Directors is, or was a director of any listed company, which has been or was delisted from any stock exchange, during the term of their directorship in such company.

Relationship between our Directors and Key Managerial Personnel and Senior Management

Except A Sandhya, who is the spouse of Akuri Srinivasa Reddy, none of our Directors are related to each other or to any of our Key Managerial Personnel or Senior Management.

Arrangement or understanding with major Shareholders, customers, suppliers, or others pursuant to which our Directors were selected as a Director

As on the date of this Draft Red Herring Prospectus, there are no arrangements or understandings with the major Shareholders, customers, suppliers or others, pursuant to which any of our Directors were appointed on the Board or as a member of the senior management.

Service contract with Directors

We have not entered into any service contract with any Director, that provides for benefits upon termination of employment.

Terms of appointment of our Directors

Terms of appointment of our Executive Directors

1. Akuri Srinivasa Reddy, Chairman and Managing Director

Pursuant to a resolution passed by our Board on September 8, 2025, and by our Shareholders on September 30, 2025, he is entitled to receive a remuneration of ₹1.00 million per month from our Company, for a period of five years with effect from April 1, 2025. Further, he is also entitled to the following perquisites as per the policy of our Company:

S. No.	Particulars
I. Perquisites and Other Entitlements	
(a)	Akuri Srinivasa Reddy shall be entitled to allowance and benefits as per the policy of our Company in force, such as: a. Reimbursement of medical expenses incurred for self and family subject to limit of one month's basic salary per year; b. Health insurance cover for self and family as per our Company policy; c. Personal accident insurance coverage for self as per our Company policy; d. Leave travel allowance once in a year for self and family subject to the maximum of one-month basic salary for every year. Leave travel allowance payment is subject to the provisions of the Income Tax Act, 1961; e. Club membership fees subject to maximum of two clubs; f. Company maintained car with chauffeur; g. Business travel by first/business class; h. Reimbursement for mobile phone(s)/telephone and internet connections at residence; i. Payment of gratuity and other retirement benefits; and j. Earned leave encashment and such other benefits as may be applicable to the employees of our Company.

2. Anil Kondoth, Executive Director and Chief Executive Officer

Pursuant to a resolution passed by our Board on July 11, 2024, he is entitled to receive a remuneration of ₹0.25 million per month from our Company in his capacity as an Executive Director.

Further, pursuant to a Board resolution on September 8, 2025, and by our Shareholders on September 30, 2025, he is entitled to receive a remuneration of ₹0.40 million per month in his capacity as the Chief Executive Officer of our Company, for a period of five years with effect from September 1, 2025. Further, he is also entitled to the following perquisites as per the policy of our Company:

S. No.	Particulars
I. Perquisites and Other Entitlements	
(a)	Anil Kondoth shall be entitled to allowance and benefits as per the policy of our Company in force, such as:

S. No.	Particulars
	a. Reimbursement of medical expenses incurred for self and family subject to limit of one month's basic salary per year; b. Health insurance cover for self and family as per our Company policy; c. Personal accident insurance coverage for self as per our Company policy; d. Leave travel allowance once in a year for self and family subject to the maximum of one-month basic salary for every year. Leave travel allowance payment is subject to the provisions of the Income Tax Act, 1961; e. Club membership fees subject to maximum of two clubs; f. Company maintained car with chauffeur; g. Business travel by first/business class; h. Reimbursement for mobile phone(s)/telephone and internet connections at residence; i. Payment of gratuity and other retirement benefits; and j. Earned leave encashment and such other benefits as may be applicable to the employees of our Company.

Terms of appointment of our Non-Executive Director

1. Venkata Lakshmi Narasimha Murthy Chilla, Non-Executive Director

Pursuant to a resolution passed by our Board on July 1, 2025, he is entitled to receive ₹0.025 million as sitting fees for attending each meeting of the Board, ₹0.025 million for attending each meeting of the Audit Committee, and ₹0.01 million for attending each meeting of the Nomination and Remuneration Committee, with effect from July 10, 2025.

The details of the sitting fees and commission paid to him during Fiscal 2026 are enumerated below:

S. No.	Name of the Independent Director	Sitting Fees (₹ in million)	Commission (₹ in million)	Total Payments (₹ in million)
1.	Venkata Lakshmi Narasimha Murthy Chilla	0.10	-	0.10

Terms of appointment of our Independent Directors

Pursuant to a resolution of our Board dated July 1, 2025, our Independent Directors are entitled to receive ₹0.025 million as sitting fees for attending each meeting of the Board, ₹0.025 million for attending each meeting of the Audit Committee, and ₹0.01 million for attending each meeting of the Nomination and Remuneration Committee, with effect from July 10, 2025.

The details of the sitting fees and commission paid to the Independent Directors during Fiscal 2026 are as disclosed below:

S. No.	Name of the Independent Director	Sitting Fees (₹ in million)	Commission (₹ in million)	Total Payments (₹ in million)
1.	Guntaka Dhanalakshmi[^]	0.10	-	0.10
2.	Radhakrishnan Balakrishna Menon[#]	0.08	-	0.08
3.	Bokkisam Sureshkumar[*]	-	-	-

[^]Guntaka Dhanalakshmi was appointed as an Independent Director pursuant to a Board resolution dated July 1, 2025. Accordingly, the sitting fees disclosed above relate to the period from the date of her appointment during Fiscal 2026.

[#]Radhakrishnan Balakrishna Memon was appointed as an Independent Director pursuant to a Shareholders' resolution dated September 30, 2025. Accordingly, the sitting fees disclosed above relate to the period from the date of his appointment during Fiscal 2026.

[*]Since Bokkisam Sureshkumar was appointed after Fiscal 2026, our Company has not paid any sitting fee or commission to him in Fiscal 2026.

Remuneration paid or payable to our Directors by our subsidiary or associate companies

As on the date of this Draft Red Herring Prospectus, no remuneration has been paid or is payable to any of our Directors by our Subsidiary. Further, as on the date of this Draft Red Herring Prospectus, our Company does not have any associate companies.

Payments or benefits to our Directors

Except as disclosed under "*–Terms of appointment of our Directors*" on page 319, our Company has not entered into any contract appointing or fixing the remuneration of a Director, whole-time director or manager in the two years preceding the date of this Draft Red Herring Prospectus.

Remuneration paid to our Directors

The remuneration paid to our Executive Directors for Fiscal 2026 is set out below:

1. Executive Directors

The details of the remuneration paid to our Executive Directors for Fiscal 2026 is as set out below:

Sr. No.	Name of Director	Designation	Remuneration (₹ in million)
1.	Akuri Srinivasa Reddy	Chairman and Managing Director	11.90
2.	Anil Kondoth	Executive Director and Chief Executive Officer	3.98

Contingent and deferred compensation payable to our Directors

As on the date of this Draft Red Herring Prospectus, there is no contingent or deferred compensation accrued for Fiscal 2026 and which is payable to our Directors, which does not form part of their remuneration.

Bonus or profit-sharing plan for our Directors

Our Company does not have any performance-linked bonus or a profit-sharing plan for our Directors.

Shareholding of Directors in our Company

Our Articles of Association do not require our Directors to hold qualification shares.

Other than as disclosed under "*Capital Structure – Details of shares held by our Directors, Key Managerial Personnel and Senior Management*" on page 121, none of our Directors hold any Equity Shares as on the date of this Draft Red Herring Prospectus.

Interest of Directors

All Directors may be deemed to be interested to the extent of fees payable to them for attending meetings of our Board or committees thereof as well as to the extent of other remuneration and reimbursement of expenses payable to them under our Articles of Association, and to the extent of remuneration paid to them for services rendered as an officer or employee of our Company.

Except as stated in "*Restated Financial Information – Note 37 - Related Party Disclosures*" on page 401, and as disclosed in this section, our Directors do not have any other interest in our business.

Our Directors may also be regarded as interested in the Equity Shares held by them or that may be subscribed by or allotted to the companies, firms and trusts, in which they are interested as directors, members, partners, trustees and promoter, pursuant to this Offer. Our Directors, who are also the shareholders of our Company, may also be deemed to be interested to the extent of any dividend payable to them and other distributions in respect of the said Equity Shares. For details regarding the shareholding of our Directors, see "*– Shareholding of Directors in our Company*" on page 321.

Interest in promotion or formation of our Company

Except as disclosed in "*Our Promoters and Promoter Group – Interests of our Promoters*" on page 334, none of our Directors have any interest in the promotion or formation of our Company.

Interest in land and property, acquisition of land, construction of building or supply of machinery, etc.

Except as disclosed in "*Our Promoters and Promoter Group – Interests of our Promoters*" on page 334, none of our Directors have any interest in any property acquired of or by our Company during the three years preceding

the date of this Draft Red Herring Prospectus or proposed to be acquired of or by our Company as on the date of this Draft Red Herring Prospectus or in any transaction entered into by our Company for acquisition of land, construction of stores or supply of machinery etc.

Loans to Directors

No loans have been availed by our Directors from our Company.

Other confirmations

No consideration, either in cash or shares or in any other form have been paid or agreed to be paid to any of our Directors or to the firms, trusts or companies in which they have an interest in, by any person, either to induce any of our Directors to become or to help any of them qualify as a director, or otherwise for services rendered by them or by the firm, trust or company in which they are interested, in connection with the promotion or formation of our Company.

Except as stated in "*Restated Financial Information – Note 37 - Related Party Disclosures*" on page 401, no amount or benefit has been paid or given within the two years preceding the date of filing of this Draft Red Herring Prospectus or is intended to be paid or given to any of our Directors.

Further, none of our Directors have been identified as Wilful Defaulters or Fraudulent Borrowers as defined under the SEBI ICDR Regulations.

None of our directors have any conflict of interest with the suppliers of raw materials, third party service providers or lessors of immovable properties, crucial to our business and operations of our Company.

Changes in our Board in the last three years

The changes in our Board during the three years immediately preceding the date of this Draft Red Herring Prospectus are set forth below:

Sr. No	Name	Date of appointment/change/ cessation	Reason*
1.	Bokkisam Sureshkumar	August 14, 2026	Appointed as Independent Director
2.	Radhakrishnan Balakrishna Menon	September 30, 2025	Appointed as Independent Director
3.	Akuri Sakesh Reddy	September 6, 2025	Resigned as Director due to personal and unavoidable circumstances
4.	Akuri Deepthi	September 6, 2025	Resigned as Director due to personal and unavoidable circumstances
5.	A Sandhya	September 6, 2025	Resigned as Director due to personal and unavoidable circumstances
6.	Guntaka Dhanalakshmi	July 1, 2025	Appointed as Independent Director
7.	Akuri Sakesh Reddy	December 10, 2024	Appointed as additional Director
8.	Akuri Deepthi	December 23, 2024	Appointed as Director
9.	Anil Kondoth	August 3, 2024	Appointed as Executive Director
10.	Venkata Lakshmi Narasimha Murthy Chilla	August 3, 2024	Appointed as Non-Executive Director

**This table does not include changes pursuant to reappointment of directors, regularization and change in designations.*

Borrowing Powers

In accordance with our Articles of Association and the applicable provisions of the Companies Act, and pursuant to a resolution passed by our Board dated August 8, 2026 and a resolution passed by our Shareholders on August 13, 2026, the Board of Directors of our Company is authorized to borrow any sum of money by obtaining loans, overdraft facilities, lines of credit, inter corporate deposits, credit facilities, external commercial borrowings or any other form of financial assistance from any person including but not limited to any company, individual, banks, financial institutions or any other person, whether Indian or foreign, in any form including but not limited to by way of draw-down or issue of securities, whether in India or outside India, upon such terms and conditions as regards to interest, repayment, tenor, security or otherwise, as our Board may determine and think fit, notwithstanding that monies to be borrowed together with monies already borrowed by our Company (apart from temporary loans obtained from our Company's bankers in the ordinary course of business) may exceed the

aggregate of the paid-up share capital, free reserves and securities premium of our Company, provided that the total amount so borrowed (other than temporary loans from our Company's bankers) and outstanding at any point of time shall not exceed a sum of ₹50,000.00 million.

Corporate Governance

The provisions of the Companies Act, 2013, along with the SEBI Listing Regulations, with respect to corporate governance, will be applicable to us immediately upon the listing of the Equity Shares with the Stock Exchanges. Our Board is in compliance with the requirements of the applicable regulations, in accordance with the SEBI Listing Regulations, the Companies Act, 2013, pertaining to the composition of the Board and constitution of the committees thereof and formulation and adoption of policies. Further, in compliance with Section 152 of the Companies Act, 2013, not less than two-thirds of the Directors (excluding Independent Directors) are liable to retire by rotation.

Our Company undertakes to take all necessary steps to continue to comply with all the requirements of the SEBI Listing Regulations and the Companies Act, 2013.

Committees of our Board

In terms of the SEBI Listing Regulations and the provisions of the Companies Act, 2013, our Company has constituted the following Board-level committees:

Audit Committee

The Audit Committee was constituted by our Board pursuant to its resolution dated September 8, 2025, with effect from October 1, 2025, and was last reconstituted by our Board pursuant to its resolution dated August 8, 2026. The Audit Committee is in compliance with Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations. The Audit Committee currently comprises:

Sr. No	Name of Director	Designation	Position in the Committee
1.	Guntaka Dhanalakshmi	Independent Director	Chairperson
2.	Radhakrishnan Balakrishna Menon	Independent Director	Member
3.	Bokkisam Sureshkumar	Independent Director	Member
4.	Venkata Lakshmi Narasimha Murthy Chilla	Non-Executive Director	Member

The Company Secretary shall act as the secretary to the Audit Committee.

Scope and terms of reference:

The Audit Committee shall be responsible for, among other things, as may be required by the Stock Exchange(s) from time to time, the following:

Role of Audit Committee

The role of the Audit Committee shall include the following:

(1) oversight of Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(2) recommendation for appointment, remuneration and terms of appointment of auditors of including the internal auditor, cost auditor and statutory auditor of the Company and the fixation of audit fee;

(3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

a. matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;

b. changes, if any, in accounting policies and practices and reasons for the same;
c. major accounting entries involving estimates based on the exercise of judgment by management;
d. significant adjustments made in the financial statements arising out of audit findings;
e. compliance with listing and other legal requirements relating to financial statements;
f. disclosure of any related party transactions; and
g. modified opinion(s) in the draft audit report.

(5) reviewing, with the management, the quarterly financial statements before submission to the Board for approval;

(6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the Offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;

(7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(8) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company;

(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 the internal 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 of any significant findings and follow up there on;

(15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

(16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(17) to look into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(18) to review the functioning of the whistle blower mechanism;

(19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

(20) identification of list of key performance indicators and related disclosures in accordance with the SEBI ICDR Regulations for the purpose of the Company's proposed initial public offering;

(21) carrying out any other function as is mentioned in the terms of reference of the Audit Committee or as required as per the provisions of the SEBI Listing Regulations, the SEBI ICDR Regulations, and other applicable laws or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties;

(22) reviewing the utilization of loans and / or advances from / investment by the holding company in the subsidiary exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;

(23) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;

(24) monitoring the end use of funds raised through public offers and related matters;

(25) reviewing compliance with the SEBI PIT Regulations and verifying that the systems for internal control are adequate and are operating effectively;

(26) carrying out any other functions and roles as provided under the Companies Act, the SEBI Listing Regulations, the SEBI ICDR Regulations and other applicable laws or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties; and

(27) to carry out such other functions as may be specifically referred to the Audit Committee by the Board and / or other committees of Directors of the Company.

The Audit Committee shall mandatorily review the following information:

a) management discussion and analysis of financial condition and results of operations;

b) management letters / letters of internal control weaknesses issued by the statutory auditors;

c) internal audit reports relating to internal control weaknesses;

d) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee;

e) Statement of deviations in terms of the SEBI Listing Regulations:

   a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations; and

   b. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.

f) such information as may be prescribed under the Companies Act, and the rules thereunder, the SEBI ICDR Regulations and the SEBI Listing Regulations;

g) to review the financial statements, in particular, the investments made by an unlisted subsidiary.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee was constituted by our Board pursuant to its resolution dated September 8, 2025, with effect from October 1, 2025, and was last reconstituted by our Board pursuant to its resolution dated August 8, 2026. The Nomination and Remuneration Committee is in compliance with Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014, and Regulation 19 of the SEBI Listing Regulations. The Nomination and Remuneration Committee currently comprises of:

Sr. No	Name of Director	Designation	Position in the Committee
1.	Radhakrishnan Balakrishna Menon	Independent Director	Chairperson
2.	Guntaka Dhanalakshmi	Independent Director	Member
3.	Venkata Lakshmi Narasimha Murthy Chilla	Non-Executive Director	Member
4.	Bokkisam Sureshkumar	Independent Director	Member

Terms of reference for the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee shall be responsible for, among other things, the following:

(1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company ("**Board**") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("**Remuneration Policy**").

The Nomination and Remuneration Committee, while formulating the Remuneration Policy, should ensure that:

i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;

ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

(2) for every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may:

a) use the services of an external agencies, if required;
b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
c) consider the time commitments of the candidates.

(3) formulation of criteria for evaluation of performance of independent directors and the Board;

(4) Evaluation of performance of independent directors and the Board, either by itself, or by an independent external agency and review of its implementation and compliance;

(5) devising a policy on Board diversity;

(6) identifying persons who are qualified to become directors of the Company and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;

(7) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

(8) recommend to the Board, all remuneration, in whatever form, payable to senior management; and

(9) carrying out any other activities as may be delegated by the Board and functions required to be carried out by the Nomination and Remuneration Committee as provided under the Companies Act, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee was constituted pursuant to a resolution passed by our Board of Directors on August 8, 2026. The Stakeholders' Relationship is in compliance with as per Regulation 20 of the SEBI Listing Regulations and Section 178 of the Companies Act and the applicable rules. The Stakeholders' Relationship Committee currently comprises of:

Sr. No	Name of Director	Designation	Position in the Committee
1.	Venkata Lakshmi Narasimha Murthy	Non-Executive Director	Chairperson

Sr. No	Name of Director	Designation	Position in the Committee
	Chilla		
2.	Bokkisam Sureshkumar	Independent Director	Member
3.	Anil Kondoth	Executive Director and Chief Executive Officer	Member
4.	Akuri Srinivasa Reddy	Chairman and Managing Director	Member

Terms of reference for the Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee shall be responsible for, among other things, as may be required by the under applicable law, the following:

(1) Considering and looking into various aspects of interest of shareholders, debenture holders and other security holders;

(2) resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

(3) review of measures taken for effective exercise of voting rights by shareholders;

(4) review of adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar and share transfer agent;

(5) review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company; and

(6) carrying out any other functions required to be carried out by the Stakeholders' Relationship Committee as contained in the Companies Act, SEBI Listing Regulations, or any other applicable law, as and when amended from time to time.

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was constituted pursuant to a resolution passed by our Board of Directors on August 8, 2026. The Corporate Social Responsibility Committee is in compliance per Section 135 of the Companies Act and the applicable rules thereunder. The Corporate Social Responsibility Committee currently comprises:

Sr. No	Name of Director	Designation	Position in the Committee
1.	Akuri Srinivasa Reddy	Chairman and Managing Director	Chairperson
2.	Anil Kondoth	Executive Director and Chief Executive Officer	Member
3.	Guntaka Dhanalakshmi	Independent Director	Member
4.	Venkata Lakshmi Narasimha Murthy Chilla	Non-Executive Director	Member

Functions of the Corporate Social Responsibility Committee:

(1) formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act and the rules made thereunder, as amended, monitor the implementation of the same from time to time, and make any revisions therein as and when decided by the Board;

(2) review and recommend the amount of expenditure to be incurred on the activities referred to in clause (1) above;

(3) monitor the Corporate Social Responsibility Policy of the Company and its implementation from time to time and make any revision therein as and when decided by the Board;

(4) identify corporate social responsibility policy partners and corporate social responsibility policy

programmes;

(5) the Corporate Social Responsibility Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its CSR Policy, which shall include the following:

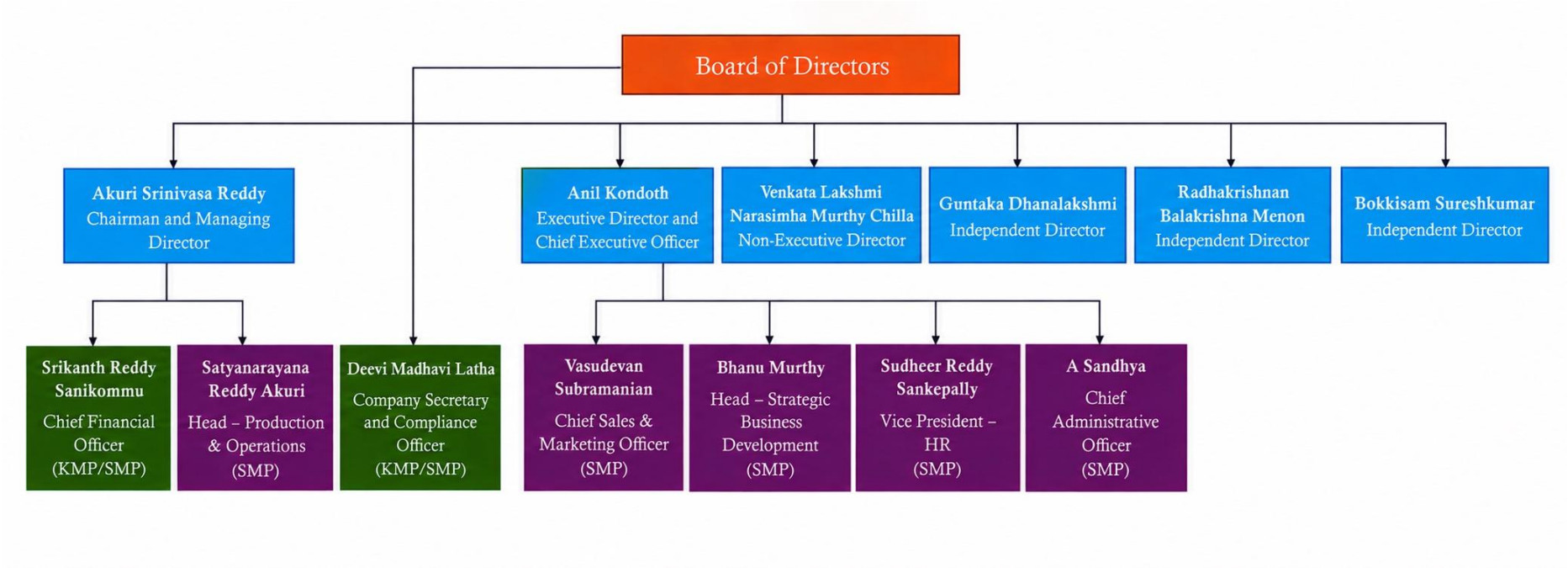
(a) the manner of execution of such projects or programmes as specified in the rules notified under the Companies Act, Rule 4 of the Companies (Corporate Social Responsibility Policy) Rules, 2014;
(b) the modalities of utilisation of funds and implementation schedules for the projects or programmes;
(c) monitoring and reporting mechanism for the projects or programmes; and
(d) details of need and impact assessment, if any, for the projects undertaken by the Company.

Provided that the Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect;

(6) any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board, from time to time and / or as may be required under applicable law, as and when amended from time to time.

[*The remainder of this page has been intentionally left blank*]

Management organization chart of the Company



Key Managerial Personnel

In addition to Akuri Srinivasa Reddy, who is the Chairman and Managing Director of our Company, and Anil Kondoth, who is the Executive Director and Chief Executive Officer of our Company, and whose details are provided in *"–Brief profiles of our Directors*" on page 318, the details of our other Key Managerial Personnel as on the date of this Draft Red Herring Prospectus are as set forth below:

Deevi Madhavi Latha is the Company Secretary and Compliance Officer of our Company. She has been associated with our Company since July 1, 2025. She holds a bachelor's degree in commerce from Dr. B.R. Ambedkar Open University, bachelor's degree in law from Osmania University and has been awarded a post graduate diploma in personnel management, industrial relations and labour welfare from the Andhra Pradesh Productivity Council, Hyderabad. She was admitted as an associate at the Institute of Company Secretaries of India in 2006. She is primarily responsible for overseeing and coordinating our Company's secretarial, corporate governance and statutory compliance functions. She has over 16 years of experience in secretarial sector. She was previously associated with Ram Informatics Limited, Prajay Engineers Syndicate Limited and GVPR Engineers Limited. She has received a remuneration of ₹1.50 million in Fiscal 2026.

Srikanth Reddy Sanikommu is the Chief Financial Officer of our Company. He has been associated with our Company since April 1, 2025. He holds a bachelor's degree in commerce and a master's degree in business administration, both from Acharya Nagarjuna University. He is primarily responsible for overseeing and managing our Company's financial, accounting, treasury and financial planning activities, and supporting our management in financial decision-making. He has over 18 years of experience in the finance sector. He was previously associated with Ramky Group. He has received a remuneration of ₹3.90 million in Fiscal 2026.

Senior Management

In addition to Deevi Madhavi Latha, Company Secretary and Compliance Officer of our Company and Srikanth Reddy Sanikommu, Chief Financial Officer of our Company, whose details are provided in *"– Key Managerial Personnel*" on page 330, the details of our Senior Management as on the date of this Draft Red Herring Prospectus are set forth below:

A Sandhya is the Chief Administrative Officer of our Company. She has been associated with our Company since incorporation. She has not received any formal education. She is primarily responsible for the overall administration of the various verticals of our Company, providing strategic leadership for our Company's administrative functions and managing relationships with external agencies, consultants, service providers, contractors, government authorities and other stakeholders. She has over 18 years of experience in the paints and coatings sector. She has received a remuneration of ₹1.97 million in her capacity as a Director of our Company for the period from April 1, 2025, to September 6, 2025.

Satyanarayana Reddy Akuri is the Head - Production & Operations of our Company. He has been associated with our Company since June 4, 2018. He holds a bachelor's degree in science from Osmania University and a master's degree in science from the University of Pune. He has also been awarded a Doctor of Philosophy (Ph.D.) in chemistry from the University of Pune in 2007. He is primarily responsible for overseeing and managing our Company's production and operational activities, including achieving approved production targets, maintaining quality standards, ensuring timely production, improving productivity, and supporting new product development and commercialization in line with our Company's business and operational objectives. He has over 16 years of experience in the chemicals and paints sector. He was previously associated with Indian Prochem Solutions Pvt. Ltd., Reliance Industries Limited and SABIC Research & Technology Private Limited. He has received a remuneration of ₹4.28 million in Fiscal 2026.

Vasudevan Subramanian is the Chief Sales & Marketing Officer of our Company. He has been associated with our Company since March 18, 2026. He holds a bachelor's degree in mechanical engineering from Bharathiar University. He has also completed an executive management education programme from Indian Institute of Management Kozhikode, a post graduate programme in management for senior executives from Indian School of Business, and the ISB-NUS international immersion programme (PGPMAX) from NUS Business School Executive Education. He has also been certified for completing the "Competitive Marketing Strategy & Corporate Development: Mergers and Acquisitions" programme from The Wharton School, University of Pennsylvania. He is primarily responsible for

providing strategic direction and leadership to our Company's sales and marketing team and for formulating and executing integrated sales, marketing, business development and channel expansion strategies across all business verticals. He has over 22 years of experience in sales and marketing sector. He was previously associated with AkzoNobel Coatings India Private Limited, PPG Asian Paints Pvt. Ltd., Valspar (India) Coatings Corporation Private Limited, HSIL Limited and ROBO Silicon Private Limited. He has received a remuneration of ₹0.17 million in Fiscal 2026.

Sudheer Reddy Sankepally is the Vice President – HR of our Company. He has been associated with our Company since January 24, 2025. He holds a bachelor's degree in arts and a bachelor's degree in law, both from Osmania University, and a master's degree in arts (sociology) from Sri Venkateswara University. He has also completed a one-year post graduate diploma course in personnel management, industrial relations and labour welfare from Andhra Pradesh Productivity Council, Hyderabad. He is primarily responsible for providing leadership and oversight for our Company's human resources, people management and organizational development functions. He has over 32 years of experience in the human resources sector. He was previously associated with Hinduja Foundries Limited and The India Cements Limited. He has received a remuneration of ₹2.38 million in Fiscal 2026.

Bhanu Murthy is the Head – Strategic Business Development of our Company. He has been associated with our Company since October 6, 2025. He is primarily responsible for driving our Company's strategic business development and sales growth initiatives across its branches and business locations, developing and implementing business development strategies, identifying new business opportunities, and supporting our Company's expansion into new cities and markets. He has over 29 years of experience in sales and marketing sector. He was previously associated with GE Lighting India (P) Ltd., CEMA Electric Lighting Products India Private Limited and LBW Consulting Pvt. Ltd. He has received a remuneration of ₹1.34 million in Fiscal 2026.

Status of the Key Managerial Personnel and Senior Management of our Company

As on the date of this Draft Red Herring Prospectus, all our Key Managerial Personnel and Senior Management are permanent employees of our Company.

Shareholding of our Key Managerial Personnel and Senior Management

Other than as disclosed under "*Capital Structure – Details of shares held by our Directors, Key Managerial Personnel and Senior Management*" on page 121, none of our Key Managerial Personnel or Senior Management hold any Equity Shares as on the date of this Draft Red Herring Prospectus.

Bonus or profit-sharing plan of our Key Managerial Personnel and Senior Management

None of our Key Managerial Personnel or Senior Management is party to any bonus or profit-sharing plan of our Company.

Arrangement or understanding with major Shareholders, customers, suppliers, or others

None of our Key Managerial Personnel and Senior Management have been selected pursuant to any arrangement or understanding with any major shareholders, customers or suppliers of our Company, or others.

Contingent and deferred compensation payable to our Key Managerial Personnel or Senior Management

There is no contingent or deferred compensation accrued for Fiscal 2026 and payable to our Key Managerial Personnel or Senior Management.

Payment or benefit to officers of our Company (non-salary related)

No non-salary related amount or benefit has been paid or given within the preceding two years or is intended to be paid or given to any officers of our Company, including our Key Managerial Personnel and Senior Management, other than normal remuneration, for services rendered as officers of our Company.

Service contracts with Key Managerial Personnel and Senior Management

Other than statutory benefits upon termination of their employment in our Company on retirement and, none of our Key Managerial Personnel or Senior Management have entered into a service contract with our Company pursuant to which they are entitled to any benefits upon termination of employment.

Interest of Key Managerial Personnel and Senior Management

Except as disclosed in "- *Interest of Directors*" on page 321, our Key Managerial Personnel and Senior Management of the Company do not have any interests in our Company, other than to the extent of (i) the remuneration or incentives, if any, to which they are entitled in accordance with the terms of their appointment or reimbursement of expenses incurred by them during the ordinary course of business by our Company and (ii) their directorship on the board of directors of, and/or their shareholding in our Company, and any dividend payable to them and other benefits arising out of such shareholding.

Except to the extent of the proceeds received by Akuri Srinivasa Reddy, A Sandhya, Anil Kondoth, Satyanarayana Reddy Akuri and Venkata Lakshmi Narasimha Murthy Chilla pursuant to the Offer for Sale, none of our Directors, Key Managerial Personnel or Senior Management will receive any portion of the Net Proceeds.

None of our Key Managerial Personnel and Senior Management have any conflict of interest with the suppliers of raw materials, third party service providers or lessors of immovable properties, crucial to our business and operations of our Company.

Changes in our Key Managerial Personnel and Senior Management in the last three years

The changes in the Key Managerial Personnel and Senior Management in the last three years, other than as disclosed under "– *Changes in Our Board in the last three years*" on page 322, are as follows:

Sr. No.	Name	Date of appointment/change/ cessation	Reason
1.	Vasudevan Subramanian	March 18, 2026	Appointed as Chief Sales & Marketing Officer
2.	Bhanu Murthy	October 6, 2025	Appointed as Head – Strategic Business Development
3.	A Sandhya	September 30, 2025	Appointed as Chief Administrative Officer
4.	Akuri Srinivasa Reddy	September 30, 2025	Appointed as Chairman and Managing Director
5.	Anil Kondoth	September 1, 2025	Appointed as Chief Executive Officer
6.	Srikanth Reddy Sanikommu	July 1, 2025	Appointed as Chief Financial Officer
7.	Deevi Madhavi Latha	July 1, 2025	Appointed as Company Secretary*
8.	Sudheer Reddy Sankepally	January 24, 2025	Appointed as Vice President – HR

**Deevi Madhavi Latha was also appointed as the Compliance Officer of our Company pursuant to a Board resolution dated July 13, 2026.*

Employee stock option schemes

For details of our ESOP Scheme, see "*Capital Structure – Employee stock option schemes*" on page 124.

OUR PROMOTERS AND PROMOTER GROUP

Our Promoters

The Promoters of our Company are Akuri Srinivasa Reddy and A Sandhya. As on the date of this Draft Red Herring Prospectus, our Promoters collectively hold 34,720,000 Equity Shares, aggregating to 71.28% of the pre-Offer Equity Share capital of our Company, on a fully diluted basis. For details of the Equity Shares held by our Promoters and the members of our Promoter Group, see "*Capital Structure – Shareholding of our Promoters and members of our Promoter Group*" on page 113.

Details of our Promoters

Akuri Srinivasa Reddy 	**Akuri Srinivasa Reddy**, aged 49 years, is one of our Promoters and is also the Chairman and Managing Director of our Company. For the complete profile of Akuri Srinivasa Reddy along with details of his date of birth, personal address, educational qualifications, experience in the business or profession, positions/posts held in the past, directorships held in other entities, special achievements, business and financial activities, see "*Our Management - Board of Directors"* on page 316 and "*Our Management – Brief profiles of our Directors"* on page 318. His permanent account number is AEIPA5794F. As on the date of this Draft Red Herring Prospectus, Akuri Srinivasa Reddy holds 27,720,000 Equity Shares, representing 56.91% of the pre-Offer issued, subscribed and paid-up Equity Share capital of our Company, on a fully diluted basis.
A Sandhya 	**A Sandhya**, aged 46 years, is one of our Promoters and is also the Chief Administrative Officer of our Company. For the complete profile of A Sandhya along with details of her date of birth, personal address, educational qualifications, experiences in the business or profession, positions/posts held in the past, directorships held in other entities, special achievements, business and financial activities, see "*Our Management – Senior Management"* on page 330. Her permanent account number is AGNPA3893L. Her address is Villa No-299, Indu Fortune Fields, KPHB, Kukatpally, Medchal-malkajgiri – 500085, Telangana, India. Her date of birth is March 10, 1980. As on the date of this Draft Red Herring Prospectus, A Sandhya holds 7,000,000 Equity Shares, representing 14.37% of the pre-Offer issued, subscribed and paid-up Equity Share capital of our Company, on a fully diluted basis.

Our Company confirms that the permanent account number, bank account number, passport number, Aadhaar card number and driving license number (except for A Sandhya, who does not hold a driving license) of our Promoters have been submitted to the Stock Exchanges at the time of filing of this Draft Red Herring Prospectus.

Other ventures of our Promoters

Other than as disclosed herein "*– Entities forming part of our Promoter Group*" and "*Our Management – Board of Directors – Other directorships*" on pages 338 and 316, respectively, our Promoters are not involved in any other ventures.

Further, other than as disclosed below, our Promoters do not have interest in any other venture that is engaged in the same line of activity or business as our Company:

(i) Our Promoters, namely, Akuri Srinivasa Reddy and A Sandhya, are partners of Nano Technology Coating Products, which is authorized under its partnership deed to undertake the business of manufacturing water-based decorative paints. However, Nano Technology Coating Products is not actively engaged in such business and has not undertaken any commercial business transactions during the current Fiscal and the previous Fiscal. Accordingly, as on the date of this Draft Red Herring Prospectus, no conflict of interest exists between Nano Technology Coating Products and our Company and/or our Subsidiary in relation to their respective business operations; and

(ii) Our Promoters, namely, Akuri Srinivasa Reddy and A Sandhya, are partners of Calstone Minerals, which is authorized under its partnership deed to undertake the business of manufacturing, trading and otherwise dealing in paints. However, Calstone Minerals is not actively engaged in such business and has not undertaken any commercial business transactions during the current Fiscal and the previous Fiscal. Accordingly, as on the date of this Draft Red Herring Prospectus, no conflict of interest exists between Calstone Minerals and our Company and/or our Subsidiary in relation to their respective business operations. For details, see *"History and Certain Corporate Matters - Asset transfer agreement dated March 24, 2025, entered into between Calstone Minerals (the "Seller") and our Company (the "Asset Transfer Agreement")*" on page 312

Change in the control of our Company during the last five years

Akuri Srinivasa Reddy and A Sandhya are the original promoters of our Company. There has been no change in control of our Company in the five years immediately preceding the date of this Draft Red Herring Prospectus. Pursuant to a resolution passed by our Board on August 8, 2026, Akuri Srinivasa Reddy and A Sandhya have been identified as Promoters for the purposes of this Draft Red Herring Prospectus.

Interests of our Promoters

Our Promoters are interested in our Company (i) to the extent they have promoted our Company; (ii) to the extent of their respective shareholding in our Company; and (iii) their directorship in our Company and the dividend payable, if any, upon such shareholding and any other distributions in respect of their shareholding in our Company. For details, see *"Capital Structure – Shareholding of our Promoters and members of our Promoter Group*" on page 113.

Additionally, our Promoters may be interested in transactions entered into by our Company with them, their relatives or other entities (i) in which our Promoters hold shares, directly or indirectly or (ii) which are controlled by our Promoters. For details, see "*Restated Financial Information – Note 37 - Related Party Disclosures*" on page 401.

Further, our Promoters, Akuri Srinivasa Reddy, who is also our Chairman and Managing Director, and A Sandhya, who is also our Chief Administrative Officer, may be deemed to be interested to the extent of remuneration, benefits and reimbursement of expenses, payable to them in their capacities as the Chairman and Managing Director and a member of the Senior Management of our Company. For details, see "*Our Management – Interest of Directors*" and "*Our Management – Interest of Key Managerial Personnel and Senior Management*" on pages 321 and 332, respectively.

Except as disclosed below, our Promoters have no direct or indirect interest in any property acquired by our Company within the three immediately preceding years or proposed to be acquired by our Company:

Name of the Promoters	Date of transaction	Buyer	Seller	Nature of relationship	Property description (Location and nature of property)	Nature of transaction	Consideration payable (₹ in million)	Amount paid / payable (₹ in million)
Akuri Srinivasa Reddy and A Sandhya	April 16, 2025	Company	Calstone Minerals	Partners of Calstone Minerals	Industrial plot with ACC shed at Plot No. 7-A, Industrial Park, Phase-II, Nadikudi Village, Dachepalli Mandal, Guntur District, Andhra Pradesh	Asset Transfer	48.07[*]	48.07

[*]*Pursuant to an asset transfer agreement dated March 24, 2025, entered into between Calstone Minerals and our Company, Calstone Minerals agreed to transfer its business undertaking, including land, building, plant and machinery, and licenses, registrations and approvals, to our Company for an aggregate lump sum consideration of ₹80.00 million. The consideration disclosed in the above table represents the value assigned to the immovable property (i.e., the industrial plot along with the ACC shed) for the purposes of executing the sale deed dated April 16, 2025. For further details of related party transactions, see "Restated Financial Information – Note 37 - Related Party Disclosures" on page 401.*

Except as disclosed in the table above, our Promoters are not related to any entity from whom our Company has acquired or proposes to acquire land in the five immediately preceding years.

Except as disclosed in the table below, our Promoters are not interested in any transaction relating to the acquisition of land, construction of building and supply of machinery, etc., or any other transaction, contract, agreement or arrangement entered into by our Company, and no payments have been made or are proposed to be made in respect of these transactions, contracts, agreements or arrangements:

Name of the Promoters	Date of transaction	Buyer	Seller	Property description (Location and nature of property)	Nature of transaction	Consideration payable (₹ in million)	Amount paid / payable (₹ in million)
Akuri Srinivasa Reddy	December 17, 2025	Akuri Srinivasa Reddy	Company	Villa No. 191, Evora Villas, Sy. No. 166/E2, Nandigaon Village, Patancheru Mandal, Sangareddy District, Telangana	Sale of a residential villa	15.00	15.00
Akuri Srinivasa Reddy	April 29, 2025	Akuri Srinivasa Reddy	Company	Villa bearing No. 299, Indu Fortune Fields, Municipal No. 15-31-IFF/299, Survey No. 1009, Phase-XIII, KPHB Colony, Kukatpally Village, GHMC Kukatpally Circle, Kukatpally Mandal, Medchal-Malkajgiri District, Telangana	Sale of a villa	21.00	21.00

Name of the Promoters	Date of transaction	Buyer	Seller	Property description (Location and nature of property)	Nature of transaction	Consideration payable (₹ in million)	Amount paid / payable (₹ in million)
Akuri Srinivasa Reddy	February 21, 2025	Akuri Srinivasa Reddy	Company	Agricultural land, Survey No. 90/E1, 90/E, 90/E4/2, 90/E2, 90/E, Munidevunipalle (V), Kondapur (M), Sangareddy District	Sale of agricultural land	4.00	4.00

No sum has been paid or agreed to be paid to our Promoters or to the firms or companies in which our Promoters are interested as a member, in cash or shares or otherwise by any person, either to induce them to become, or to qualify them, as a director or promoter or otherwise for services rendered by our Promoters or by such firms or companies, in connection with the promotion or formation of our Company.

Except as disclosed in the *"Restated Financial Information – Note 37 - Related Party Disclosures"* on page 401, there are no loans (secured or unsecured) outstanding or advances taken by our Promoters from our Company or given by our Promoters to our Company.

Our Promoters have no interest in (i) any intellectual property rights used by our Company, or (ii) any entity in the name of which the intellectual property rights of our Company are registered.

Except as disclosed in the *"Restated Financial Information – Note 37 - Related Party Disclosures"* on page 401, our Promoters are not, directly, or indirectly, interested to the extent of any related party transactions entered into by our Company.

Confirmations

Our Promoters and members of our Promoter Group have not been prohibited or debarred from accessing the capital markets or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI, or any other securities market regulator or any other authority, court or tribunal inside and outside India.

Our Promoters and members of our Promoter Group have not been identified as a 'Fraudulent Borrower' or 'Wilful Defaulter' by any bank or financial institution or consortium thereof, as defined under SEBI ICDR Regulations. Our Promoters are not and have never been a promoter, director or person in control of any other company which is prohibited from accessing or operating in capital markets under any order or direction passed by SEBI.

Our Promoters have not been declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018.

None of the companies our Promoters are associated with or companies promoted by any of them, have been delisted or suspended from being traded on the stock exchanges in the past.

There is no conflict of interest between the suppliers of raw materials and third party service providers (which are crucial for operations of our Company) and our Promoters and members of our Promoter Group.

There is no conflict of interest between the lessors of immovable properties (which are crucial for operations of our Company) and our Promoters and members of our Promoter Group.

Experience of the Promoters in the business of our Company

All our Promoters have adequate experience in the business activities currently undertaken by our Company. Our Company does not intend to venture into any new line of business.

Payment or benefits to our Promoters or members of our Promoter Group

Except in the ordinary course of business and as disclosed in "*Our Management – Other confirmations*" and "*Restated Financial Information – Note 37 - Related Party Disclosures*" on pages 322 and 401, respectively, no amount or benefit has been paid or given to our Promoters or members of our Promoter Group during the two years preceding the filing of this Draft Red Herring Prospectus nor is there any intention to pay or give any benefit to our Promoters or members of our Promoter Group as on the date of this Draft Red Herring Prospectus.

Material guarantees given by our Promoters to third parties with respect to the Equity Shares

Our Promoters have not provided any material guarantee to any third party with respect to the Equity Shares of our Company, as on the date of this Draft Red Herring Prospectus.

Companies or firms with which our Promoters have disassociated in the last three years

Except as stated below, our Promoters have not disassociated themselves from any of the companies or firms in the three years immediately preceding the date of this Draft Red Herring Prospectus.

Name of the Promoter	Name of the company or firm from which Promoter has disassociated	Date of disassociation	Reason for disassociation, circumstances leading to disassociation and terms of such disassociation
Akuri Srinivasa Reddy	Richwaves Specialities Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
	Masterbond Construction Chemicals Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
	Akuri Properties and Holdings Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
	Fenetre UPVC Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
A Sandhya	Richwaves Specialities Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
	Masterbond Construction Chemicals Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances
	Akuri Properties and Holdings Private Limited	March 30, 2026	Cessation of directorship due to personal and unavoidable circumstances

Our Promoter Group

The following individuals and entities constitute our Promoter Group in terms of Regulation 2(1) (pp) of the SEBI ICDR Regulations:

(a) ***Natural persons who are part of our Promoter Group***

The natural persons forming part of our Promoter Group are as follows:

Name of our Promoter	Name of the Relative	Relationship with our Promoter
Akuri Srinivasa Reddy	A Sandhya	Spouse
	Akuri Nagarathnam	Mother
	Vemula Seetharavamma	Sister
	V Kasamma	Sister
	Konatham Lakshmamma	Sister
	Akuri Sakesh Reddy	Son
	Akuri Deepthi	Daughter
	Konatham Narsi Reddy	Father of the spouse
	Konatham Lakshmamma	Mother of the spouse
	K Sivareddy	Brother of the spouse
	Konatham Sreenivasa Reddy	Brother of the spouse
A Sandhya	Akuri Srinivasa Reddy	Spouse
	Konatham Narsi Reddy	Father

Name of our Promoter	Name of the Relative	Relationship with our Promoter
	Konatham Lakshmamma	Mother
	K Sivareddy	Brother
	Konatham Sreenivasa Reddy	Brother
	Akuri Sakesh Reddy	Son
	Akuri Deepthi	Daughter
	Akuri Nagarathnam	Mother of the spouse
	Vemula Seetharavamma	Sister of the spouse
	V Kasamma	Sister of the spouse
	Konatham Lakshmamma	Sister of the spouse

(b) ***Entities forming part of our Promoter Group***

The entities forming part of our Promoter Group are as follows (other than our Subsidiary):

Company

1. Fenetre UPVC Private Limited;
2. Masterbond Construction Chemicals Private Limited;
3. Akuri Properties and Holdings Private Limited;
4. Hyperion One Nine Projects Private Limited;
5. RSIX Engineers Private Limited *(formerly known as Techno Nano Coating Private Limited)*;

Partnership

1. Calstone Minerals; and
2. Nano Technology Coating Products

Proprietorship

1. Techno Coats

OUR GROUP COMPANIES

In terms of the SEBI ICDR Regulations, the term "group companies", for the purpose of identification and disclosure in the Offer Documents, shall include (i) such companies (other than promoter(s) and subsidiary(ies)) with which the issuer company had related party transactions in accordance with Ind AS 24, during the period for which financial information is disclosed, as covered under applicable accounting standards, and (ii) any other companies considered material by the board of directors of the relevant issuer company.

Accordingly, for (i) above, all such companies with which there were related party transactions during the periods covered in the Restated Financial Information, as covered under the applicable accounting standards, shall be considered as group companies in terms of the SEBI ICDR Regulations.

Pursuant to a resolution dated September 9, 2026, our Board formulated a policy for identification of group companies ("**Materiality Policy**") and has noted that in addition to (i) above, a company shall be considered material and shall be disclosed as a 'Group Company' (a) if such company is a member of the 'promoter group' of the Company in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations; and (b) the Company has entered into one or more related party transactions in the latest completed financial year , if any covered in the Restated Financial Information of the Company included in the Offer Documents, which individually or in the aggregate, exceed 10% of the total revenue from operations of the Company for the latest completed financial year, as covered in the Restated Financial Information.

Accordingly, on the basis of the above, as on the date of this Draft Red Herring Prospectus, our Company has the following Group Companies:

1. Akuri Properties and Holdings Private Limited

2. Fenetre UPVC Private Limited

3. Masterbond Construction Chemicals Private Limited

4. RSIX Engineers Private Limited

In accordance with the SEBI ICDR Regulations, certain financial information in relation to our Group Companies for the previous three financial years, extracted from its audited financial statements is available at the respective websites indicated below. Such information provided on the websites does not constitute a part of this Draft Red Herring Prospectus. Such information should not be considered as part of information that any investor should consider purchasing any securities of our Company and should not be relied upon or used as a basis for any investment decision.

Our Company is providing links to such websites solely to comply with the requirements specified under the SEBI ICDR Regulations.

Details of our Group Companies:

(i) **Akuri Properties and Holdings Private Limited**

Registered office

The registered office of Akuri Properties and Holdings Private Limited is situated at Plot No.1 A & 1B, SY NO: 6TO9, Hitex Road, Shilpa Hills, Kothaguda (K.V.Rangareddy), Serilingampally– 500 084, Hyderabad, Telangana, India.

Financial information

The financial information with respect to reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and net asset value, derived from the audited financial statements of Akuri Properties and Holdings Private Limited for the Fiscals 2025 are available on the website of our

Company at https://technopaints.in/investor-relations#group-companies, since Akuri Properties and Holdings Private Limited does not have a separate website.

(ii) **Fenetre UPVC Private Limited**

Registered office

The registered office of Fenetre UPVC Private Limited is situated at Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda (K.V.Rangareddy), Serilingampally, K.V. Rangareddy, Telangana, India 500 084.

Financial information

The financial information with respect to reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and net asset value, derived from the audited financial statements of Fenetre UPVC Private Limited for the Fiscals 2025, 2024, and 2023 are available on the website of our Company at https://technopaints.in/investor-relations#group-companies, since Fenetre UPVC Private Limited does not have a separate website.

(iii) **Masterbond Construction Chemicals Private Limited**

Registered office

The registered office of Masterbond Construction Chemicals Private Limited is situated at Plot No.1 A & 1B, SY NO:6TO9, Hitex Road, Shilpa Hills, Kothaguda (K.V.Rangareddy), Hyderabad, Serilingampally, Telangana, India 500 084.

Financial information

The financial information with respect to reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and net asset value, derived from the audited financial statements of Masterbond Construction Chemicals Private Limited for the Fiscals 2025 are available at www.masterbond.co.in.

(iv) **RSIX Engineers Private Limited**

Registered office

The registered office of RSIX Engineers Private Limited is #Plot No. 1A & 1B, Gem Silver, Silpa Hills, SyNo.6,7,8&9, Kothaguda (K.V Rangareddy), Serilingampally, KV Rangareddy – 500084, Telangana, India.

Financial information

The financial information with respect to reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and net asset value, derived from the audited financial statements of RSIX Engineers Private Limited for the Fiscals 2025 are available on the website of our Company at https://technopaints.in/investor-relations#group-companies, since RSIX Engineers Private Limited does not have a separate website.

Nature and extent of interest of our Group Companies

In the promotion of our Company

None of our Group Companies have an interest in the promotion of our Company.

In the properties acquired by our Company in the past three years before filing this Draft Red Herring Prospectus or proposed to be acquired by our Company

Our Group Companies are not interested in the properties acquired by our Company in the past three years preceding the filing of this Draft Red Herring Prospectus or proposed to be acquired by our Company.

In the transactions for acquisition of land, construction of building and supply of machinery, etc.

Our Group Companies are not interested in any transactions for acquisition of land, construction of building or supply of machinery, etc. entered into by our Company.

Common pursuits among the Group Companies and our Company

Except as stated below, there are no common pursuits between any of our Group Companies and our Company, as on the date of this Draft Red Herring Prospectus:

"*RSIX Engineers Private Limited is enabled by its objects to carry on the business in painting, wall decorators, washers, putty applicators, brushers, paint coaters, wall coaters, and wood coaters; to undertake job work and consultancy; and to act as importers and exporters; and to process, manipulate, repack, treat, and otherwise deal in all types of coloring materials, surface coatings, lacquers, dyes, elastomers, gums, glues, and all kinds of paints and allied products including melamine paints, metallic paints, distempers, primers, oxides, resins, adhesives, varnishes, thinners, spirits, strainers, emulsions, coatings, pigments, enamels, polishes, and waterproofing paints. It is engaged in such business as an authorized channel partner of the Company. Its deals exclusively with the Company and does not have any other commercial operations. Accordingly, there is no conflict of interest with the business operations of the Company and/ or its subsidiary*"

Related business transactions within our Group Companies and their significance on the financial performance of our Company

Other than the transactions disclosed in the section "*Restated Financial Information – Note 37 - Related Party Disclosures*" on page 401, there are no related business transactions between our Group Companies and our Company.

Business interest

Except as disclosed in *"Restated Financial Information – Note 37 - Related Party Disclosures"* on page 401, our Group Companies have no business interest in our Company.

Other confirmations

There is no conflict of interest with the suppliers of raw materials and third-party service providers (crucial for operations of the Company) and our Group Companies and its directors.

There is no conflict of interest with the lessors of immovable property of the Company (crucial for operations of the Company) and our Group Companies and its directors.

DIVIDEND POLICY

The dividend distribution policy of our Company was approved and adopted by our Board on August 29, 2026 ("**Dividend Policy**"). The declaration and payment of dividends on our Equity Shares, if any, will be recommended by our Board and approved by our Shareholders, at their discretion, subject to compliance with the provisions of the Articles of Association the Companies Act, read with the rules notified thereunder, each as amended and other relevant regulations.

The declaration and payment of dividends will depend on a number of internal and external factors. Some of the internal factors on the basis of which our Company may declare dividends shall, *inter alia*, include financial commitments with respect to outstanding borrowings and interest thereon, financial requirement for business expansion, parameters such as the past performance or reputation of our Company, working capital management of our Company, amount of cash holding in our Company, etc. The external factors on the basis of which our Company may declare dividends shall, *inter alia*, include the state of economy and capital markets requiring our Company to maintain liquidity, taxation and other regulatory changes including introduction of new or changes in existing tax or regulatory requirements, market expansion plan, and other macroeconomic conditions. In addition, our ability to pay dividends may be impacted by a number of factors, including restrictive covenants under our current or future loan or financing documents. For more information on restrictive covenants under our current loan agreements, see "*Financial Indebtedness*" on page 426.

Any future determination as to the declaration and payment of dividends will be at the discretion of our Board. Further, our Company shall pay dividends through bank transfer. Our Board may also declare interim dividends from time to time, in compliance with the Companies Act and SEBI Listing Regulations. The amount of dividend paid in the past is not necessarily indicative of the dividend policy of our Company or dividend amounts, if any, in the future. There is no guarantee that any dividends will be declared or paid in the future on the Equity Shares. For details of risks in relation to our capability to pay dividend, see "*Risk Factors – We cannot assure payment of dividends on the Equity Shares in the future and our ability to pay dividends in the future will depend upon future earnings, financial condition, cash flows, working capital requirements, capital expenditures and restrictive covenants of our financing arrangements.*" on page 65.

Details of dividends distributed on the Equity Shares are as follows:

Particulars	From April 1, 2026 till the date of this DRHP	Financial Year ended March 31, 2026	Financial Year ended March 31, 2025	Financial Year March 31, 2024
Number of Equity Shares	48,711,600	17,397,000	15,744,730	1,104,000
Record date	N.A.	September 16, 2026	September 26, 2025	September 30, 2024
Number of Equity Shares on record date	N.A.	48,711,600	15,777,769	15,472,910
Face value of Equity Shares (in ₹)	N.A.	5	10	10
Dividend per Equity Share (in ₹)	N.A.	0.35	1.00	0.50
Total amount of dividend declared (₹ in million)	N.A.	17.05	15.78	7.74
Date of payment of dividend	N.A.	Declared, not yet paid	October 16, 2025	October 28,2024
Dividend rate (%)	N.A.	7.00%	10.00%	5.00%

SECTION VI: FINANCIAL INFORMATION

RESTATED FINANCIAL INFORMATION

[*The remainder of this page has intentionally been left blank*]

Independent Auditor's Examination Report on the Restated Financial Information of Technopaints and Chemicals Limited (Formerly, Fortune Paints Private Limited)

To
The Board of Directors
Technopaints and Chemicals Limited
Plot No. 1A & 1B, Techno Houz,
Hitex Road, Shilpa Hills,
Izzat Nagar, Kothaguda,
Hyderabad,
Telangana, India, 500084

Dear Sirs,

1. We, VASG & Associates, Chartered Accountants, have examined the attached Restated Financial Information of Technopaints and Chemicals Limited (formerly Fortune Paints Private Limited) (the "Company" or the "Issuer"), comprising the Restated Statements of Assets and Liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024, the Restated Statements of Profit and Loss (including other comprehensive income), the Restated Statement of Changes in Equity, the Restated Cash Flow Statement for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, the Statement of Material Accounting Policies, and other explanatory information (collectively, the "Restated Financial Information"), as approved by the Board of Directors of the Company at their meeting held on September,09, 2026 for the purpose of inclusion in the Draft Red Herring Prospectus ("DRHP") proposed to be filed with the Securities and Exchange Board of India (the 'SEBI'), the BSE Limited and National Stock Exchange of India Limited ('Stock Exchanges') in connection with its proposed Initial Public Offer of equity shares ('IPO') of the Company, consisting of an Offer for Sale ("OFS") by certain existing shareholders of the Company (collectively referred as "Offer"). The Restated Financial Information have been prepared in terms of the requirements of:

   i. Section 26 of Part I of Chapter III of the Companies Act, 2013 (the "Companies Act");
   ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018,as amended ("SEBI ICDR Regulations"); and
   iii. 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 Responsibility for the Restated Financial Information

2. The Company's Board of Directors is responsible for the preparation of the Restated Financial Information for the purpose of inclusion in the DRHP to be filed with SEBI, Stock Exchanges (where the equity shares of the Company are proposed to be listed) and in connection with the Offer. The Restated Financial Information have been prepared by the management of the Company on the basis of "basis of preparation" stated in note 1.2 of Annexure V: Notes to restated Financial Information to the Restated Financial Information. The Board of Directors of the Company responsibility includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Financial Information. The Board of Directors are also responsible for identifying and ensuring that the Company complies with the Act, ICDR Regulations, the Guidance Note.

Auditor's responsibilities for the Restated Financial Information

3. We have examined such Restated Financial Information taking into consideration:
   i. the terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter dated 07th May, 2026 in connection with the proposed IPO of equity shares of the Company;
   ii. the Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;
   iii. concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and
   iv. the requirements of Section 26 of the Companies Act and the SEBI ICDR Regulations.

   Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Companies Act, the SEBI ICDR Regulations and the Guidance Note in connection with the Offer.

Restated Financial Information

4. The Restated Financial Information has been compiled by the management of the Company from;

   i. the audited Ind AS financial statements of the Company as at and for the year ended March 31, 2026, prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other accounting principles generally accepted in India, along with the presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III), as applicable (the "**2026 Ind AS Financial Statements**"), which have been approved by the Board of Directors at Directors at their meeting held on August 08, 2026.

   ii. the audited Special Purpose Ind AS financial statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, prepared in accordance with Ind AS as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other accounting principles generally accepted in India, along with the presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III), as applicable (the "2025 Special Purpose Ind AS Financial Statements" and "2024 Special Purpose Ind AS Financial Statements", respectively), which have been approved by the Board of Directors at their meetings held on August 08, 2026.

   The audited Special Purpose financial statements as at and for the year ended March 31, 2025 and the audited Special Purpose financial statements as at and for the year ended March 31, 2024 referred to in Paragraphs 4(i) and 4(ii) above have been prepared after making suitable adjustments to the accounting heads from their Indian GAAP values following accounting policies and accounting policy choices (both mandatory exemptions and optional exemptions availed as per Ind AS 101) consistent with that used at the date of transition to Ind AS (April 01, 2023) and as per the presentation, accounting policies and grouping / classifications including Revised Schedule III to the Companies Act, 2013 disclosures followed as at for the year ended March 31, 2026, in accordance with Ind AS.

5. For the purpose of our examination, we have relied on:
   a. Auditor's reports issued by us dated August 08, 2026 on the financial statements of the Company as at and for the year ended March 31, 2026 as referred in Paragraph 4(a) above;

   b. and Auditor's Report issued by us dated August 08, 2026 on the Special Purpose financial statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, as referred in Paragraph 4(ii) above.

6. The audit reports issued by us as referred in paragraph 5 (a) and (b) included following matters which did not require any adjustment in the Restated Financial Information:

   Report on Other Legal and Regulatory Requirements paragraphs with respect to our audit reports issued by us referred in paragraph 4 (i).

Opinion

7. Based on our examination and according to the information and explanations given to us, we report that the Restated Financial Information:

    i. have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping / reclassifications retrospectively in the financial years ended March 31 2025 and March 31, 2024 to reflect the same accounting treatment as per the accounting policies and groupings / classifications followed as at and for the year ended March 31, 2026;
    ii. Do not require any adjustment for modification as there is no modification in the underlying Audit reports;
    iii. does not contain any qualifications in the auditor's reports which require any adjustments to the Restated Financial Information; and
    iv. have been prepared in accordance with the Companies Act, SEBI ICDR Regulations and the Guidance Note.

8. 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.

9. The Restated Financial Information do not reflect the effects of events that occurred subsequent to the respective dates of the reports on the audited financial statements mentioned in paragraph 4 above.

10. This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us, nor should this report be construed as a new opinion on any of the financial statements referred to herein.

11. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

Other Matters

12. We have not audited any financial statements of the Company as at any date or for any period subsequent to March 31, 2026. Accordingly, we express no opinion on the financial position, results of operations, cash flows and statement of changes in equity of the Company as at any date or any period subsequent to March 31, 2026.

Restriction on Use

Our report is intended solely for use of the Board of Directors for preparation of the Restated Financial Information of the Company for inclusion in the Draft Red Herring Prospectus / Red Herring Prospectus / Prospectus to be filed with SEBI, Stock Exchanges and Registrar of Companies, Telangana at Hyderabad in connection with the Offer, 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 VASG & Associates
Chartered Accountants
Firm Regd. No. 006070S

G S Sridhar
Partner
M.No. 026878
UDIN: 26026878DSSTCI7512
Place: Hyderabad
Date: 09-09-2026

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787
Annexure I: Restated Statement of Assets and Liabilities
(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

	Note	As at		
		31-Mar-26	31-Mar-25	31-Mar-24
ASSETS				
Non-current assets				
Property, plant and equipment	3	289.17	269.47	174.62
Right-of-use assets	4(a)	60.75	63.22	42.83
Investment property	4(b)	14.34	58.60	71.01
Other intangible assets	5	3.19	0.04	-
Financial assets				
(i) Other financial assets	6	42.32	56.07	55.98
Deferred tax assets (net)	19	2.11		12.12
		411.88	**447.40**	**356.56**
Current assets				
Inventories	8	530.77	627.90	445.64
Contract assets	9	34.29	22.45	24.56
Financial assets				
(i) Trade receivables	10	2,058.51	1,118.17	545.93
(ii) Cash and cash equivalents	11	893.45	147.77	35.81
(iii) Bank balances other than (ii) above	12	-	20.52	-
Other current assets	7	258.12	226.98	32.89
		3,775.14	**2,163.79**	**1,084.83**
Total assets		**4,187.02**	**2,611.19**	**1,441.39**
EQUITY AND LIABILITIES				
Equity				
Equity share capital	13	173.97	157.45	11.04
Other equity	14	1,191.03	683.45	292.15
		1,365.00	**840.90**	**303.19**
Liabilities				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	15	182.51	165.74	143.91
(ii) Lease liabilities	16	55.30	57.42	39.91
(iii) Other financial liabilities	17	52.05	39.26	34.65
Provisions	18	3.71	5.56	0.21
Deferred tax liabilities (net)	19	-	19.35	-
		293.57	**287.33**	**218.68**
Current liabilities				
Financial liabilities				
(i) Borrowings	15	749.14	369.16	361.51
(ii) Lease liabilities	16	10.47	7.04	1.84
(iii) Trade payables	20			
- total outstanding dues of micro and small enterprises;		40.22	6.28	-
- total outstanding dues of creditors other than micro and small enterprises		1,287.27	772.74	273.81
(iv) Other financial liabilities	17	14.18	16.87	11.90
Other current liabilities	21	348.31	265.26	251.96
Provisions	18	9.00	2.60	3.24
Current tax liabilities (net)	22	69.86	43.01	15.27
		2,528.45	**1,482.96**	**919.52**
Total equity and liabilities		**4,187.02**	**2,611.19**	**1,441.39**

The above Statement should be read with the Annexure V - Material Accounting Policies and Other Explanatory Notes to Restated Summary Statements, Annexure VI: Notes to the Restated Financial Informationand Annexure VII - Statement of Restatement Adjustments made in Restated Summary Statements.

For VASG & Associates
Chartered Accountants
Firm's Registration No. 006070S

Sd/-
G S Sridhar
Partner
Membership No. 026878
UDIN:26026878DSSTCI7512

Place: Hyderabad
Date: Sep 09,2026

For and on behalf of the Board of Directors of
Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787

Sd/-
Srinivasa Reddy Akuri
Managing Director
DIN: 01746988

Sd/-
Anil Kondoth
Executive Director & CEO
DIN: 09398109

Sd/-
S Srikanth Reddy
Chief Financial Officer

Sd/-
D Madhavi Latha
Company Secretary (F7394)

Place: Hyderabad
Date: Sep 09,2026

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787
Annexure II: Restated Statement of Profit and Loss
(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

	Note	For the year ended		
		31st March, 2026	31st March, 2025	31st March, 2024
Income				
Revenue from operations	23	3,505.04	2,080.95	1,358.78
Other income	24	19.23	25.19	21.77
Total income		**3,524.27**	**2,106.14**	**1,380.55**
Expenses				
Cost of materials consumed	25	1,075.78	797.49	620.18
Manufacturing Expenses	26	72.26	54.55	45.11
Changes in inventories	27	84.12	(145.05)	(178.38)
Painting Service Expenses		1,285.98	751.94	413.78
Employee benefits expense	28	134.49	84.02	55.42
Finance costs	29	85.08	54.56	40.58
Depreciation and amortisation expense	30	31.63	27.72	16.01
Other expenses	31	249.95	196.27	182.46
Total expenses		**3,019.29**	**1,821.50**	**1,195.16**
Restated Profit before tax		**504.98**	**284.64**	**185.39**
Tax expenses	33			
Current tax		148.99	86.76	45.96
Deferred tax		(21.76)	31.33	(8.32)
Total tax expenses		**127.23**	**118.10**	**37.64**
Restated Profit for the year		**377.75**	**166.54**	**147.75**
Restated Other Comprehensive Income ('OCI')				
Items that will not be reclassified subsequently to profit or loss				
- Re-measurement gains/(losses) on defined benefit plar		1.69	0.52	-
- Income tax effect on the above		(0.42)	(0.13)	-
Items that will be reclassified subsequently to profit or loss		-	-	-
Restated Total other comprehensive (loss)/ income		**1.26**	**0.39**	**-**
Restated Total comprehensive income for the year		**379.01**	**166.93**	**147.75**
(nominal value of Rs. 10 each)				
Basic EPS (in absolute ₹ terms)	34	8.23	4.01	4.77
Diluted EPS (in absolute ₹ terms)	34	8.23	4.01	4.77

The above Statement should be read with the Annexure V - Material Accounting Policies and Other Explanatory Notes to Restated Summary Statements, Annexure VI: Notes to the Restated Financial Informationand Annexure VII - Statement of Restatement Adjustments made in Restated

For VASG & Associates
Chartered Accountants
Firm's Registration No. 006070S

Sd/-
G S Sridhar
Partner
Membership No. 026878
UDIN:26026878DSSTCI7512

Place: Hyderabad
Date: Sep 09,2026

For and on behalf of the Board of Directors of
Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787

Sd/-
Srinivasa Reddy Akuri
Managing Director
DIN: 01746988

Sd/-
Anil Kondoth
Executive Director & CEO
DIN: 09398109

Sd/-
S Srikanth Reddy
Chief Financial Officer

Sd/-
D Madhavi Latha
Company Secretary (F7394)

Place: Hyderabad
Date: Sep 09,2026

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787
Annexure III: Restated Statement of Changes in Equity
(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

A Equity share capital

	No. of shares	Amount
As at 01 April 2023	**920,000**	**9.20**
Changes in equity share capital	184,000	1.84
As at 31 March 2024	**1,104,000**	**11.04**
Changes in equity share capital	14,640,730	146.41
As at 31 March 2025	**15,744,730**	**157.45**
Changes in equity share capital	1,652,270	16.52
As at 31 March 2026	**17,397,000**	**173.97**

B Other equity

	Reserves and surplus		Other comprehensive income ("OCI")		Total
	Retained earnings	Security premium	Re-measurement of defined benefit plans, net of tax	Share Application money Pending for allotment	
As at 01 April 2023	**145.32**	**-**	**-**	**-**	**145.32**
Restated Profit for the year	147.75	-	-	-	147.75
Dividend paid	(0.92)	-	-	-	(0.92)
Restated Other comprehensive income, net of taxes	-	-	-	-	-
As at 31 March 2024	**292.15**	**-**	**-**	**-**	**292.15**
Restated Profit for the year	166.54	-	-	-	166.54
Dividend paid	(7.74)	-	-	-	(7.74)
Capitalization of Reserves	(121.43)	-	-	-	(121.43)
Securities premium	-	299.61	-	-	299.61
Application money received during the year	-	-	-	0.30	0.30
Issue of share warrants	53.63	-	-	-	53.63
Restated Other comprehensive income, net of taxes	-	-	0.39	-	0.39
As at 31 March 2025	**383.15**	**299.61**	**0.39**	**0.30**	**683.45**
Restated Profit for the year	377.75	-	-	-	**377.75**
Dividend paid	(15.78)	-	-	-	(15.78)
Capitalization of Reserves	-	-	-	-	-
Securities premium	-	198.28	-	-	198.28
Redemption of share warrants	(53.63)	-	-	-	(53.63)
Issue of shares against the application money				(0.30)	(0.30)
Restated Other comprehensive income, net of taxes	-	-	1.26	-	1.26
As at 31 March 2026	**691.50**	**497.89**	**1.65**	**-**	**1,191.03**

The above Statement should be read with the Annexure V - Material Accounting Policies and Other Explanatory Notes to Restated Summary Statements, Annexure VI: Notes to the Restated Financial Informationand Annexure VII - Statement of Restatement Adjustments made in Restated Summary Statements.

For VASG & Associates
Chartered Accountants
Firm's Registration No. 006070S

Sd/-
G S Sridhar
Partner
Membership No. 026878
UDIN:26026878DSSTCI7512

Place: Hyderabad
Date: Sep 09,2026

For and on behalf of the Board of Directors of
Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787

Sd/-
Srinivasa Reddy Ak
Managing Director
DIN: 01746988

Sd/-
Anil Kondoth
Executive Director & CEO
DIN: 09398109

Sd/-
S Srikanth Reddy
Chief Financial Office

Sd/-
D Madhavi Latha
Company Secretary (F7394)

Place: Hyderabad
Date: Sep 09,2026

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787
Annexure IV: Restated Statement of Cash Flows
(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

	For the year ended		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Cash flows from operating activities			
Restated Profit before tax	**504.98**	**284.64**	**185.39**
Adjustments:			
Depreciation and amortisation expense	31.63	27.72	16.01
Profit on sale of property, plant and equipment (net)	-	(10.56)	(0.25)
Loss on sale of property, plant and equipment (net)	1.17	-	-
Advances written off	51.45	-	-
Profit on sale of investments	(1.40)	(1.65)	-
Finance cost	85.08	54.56	40.58
Interest income	(16.47)	(3.63)	(0.58)
Operating profit before working capital changes	**656.44**	**351.08**	**241.15**
Changes in working capital:			
(Increase) / decrease in inventories	97.13	(182.26)	(227.30)
(Increase) / decrease in Contract asset	(11.84)	2.11	(6.14)
(Increase) / decrease in trade receivables	(940.34)	(572.24)	(421.60)
(Increase) / decrease in other assets	(82.59)	(194.09)	(4.99)
(Increase) / decrease in other financial assets	13.75	(0.09)	(18.09)
(Decrease) / increase in trade payables	548.46	505.22	129.38
(Decrease) / increase in provisions	6.24	5.23	3.45
(Decrease) / increase in other liabilities	83.05	13.30	219.94
(Decrease) / increase in other financial liabilities	10.10	9.58	35.78
Cash flows generated from operating activities	**380.39**	**(62.16)**	**(48.42)**
Income-taxes paid	(122.14)	(59.02)	(37.24)
Net cash flows generated from/ (used in) operating activities	**258.25**	**(121.18)**	**(85.66)**
Cash flows from investing activities			
(Purchase)/Sale of property, plant and equipment and intangible assets	(36.25)	(99.33)	(32.64)
(Purchase)/Sale of Investment Property	44.26	12.41	(13.68)
Changes in other bank balances	20.52	(20.52)	-
Interest received	16.47	3.63	0.58
Net cash flows generated from/ (used in) investing activities	**45.00**	**(103.81)**	**(45.74)**
Cash flows from financing activities			
Proceeds from / (repayment of) long-term borrowings	43.19	24.76	67.29
Proceeds from/(repayment) of short-term borrowings,net	353.56	4.72	89.11
Proceeds from issue of share capital	160.88	324.88	1.84
Dividend paid	(15.78)	(7.74)	(0.92)
Proceeds from share warrants	-	53.63	-
Repayment of principal portion of lease liabilities	(14.33)	(8.74)	(1.64)
Repayment of interest portion of lease liabilities	(6.43)	(5.14)	(1.12)
Interest paid	(78.65)	(49.42)	(39.46)
Net cash flows generated from/ (used in) financing activities	**442.43**	**336.95**	**115.11**
Net increase/ (decrease) in cash and cash equivalents	**745.68**	**111.96**	**(16.29)**
Cash and cash equivalents at the beginning of the period	147.77	35.81	52.10
Cash and cash equivalents at the end of the year	**893.45**	**147.77**	**35.81**
Cash and cash equivalents includes:			
Cash on hand	1.19	0.82	0.81
Balances with banks in current accounts	892.26	146.95	35.00
	-	-	-
Cash and cash equivalents at end of the year	**893.45**	**147.77**	**35.81**

This Restated Consolidated Statement of Cash Flows has been prepared per the Indirect Method as set out in Ind AS 7 Statement of Cash Flows.
The above Statement should be read with the Annexure V - Material Accounting Policies and Other Explanatory Notes to Restated Summary Statements, Annexure VI: Notes to the Restated Financial Informationand Annexure VII - Statement of Restatement Adjustments made in Restated Summary Statements.

For VASG & Associates
Chartered Accountants
Firm's Registration No. 006070S

Sd/-
G S Sridhar
Partner
Membership No. 026878
UDIN:26026878DSSTCI7512

Place: Hyderabad
Date: Sep 09,2026

For and on behalf of the Board of Directors of
Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787

Sd/-
Srinivasa Reddy Akuri
Managing Director
DIN: 01746988

Sd/-
Anil Kondoth
Executive Director & CEO
DIN: 09398109

Sd/-
S Srikanth Reddy
Chief Financial Officer

Sd/-
D Madhavi Latha
Company Secretary (F7394)

Place: Hyderabad
Date: Sep 09,2026

1.NOTES TO RESTATED FINANCIAL INFORMATION

Summary of material accounting policies and other explanatory information

1.1 General Information

TECHNOPAINTS AND CHEMICALS LIMITED (hereinafter referred to as "TechnoPaints" or "the Company") is a Company incorporated under Indian Companies Act, 1956 on 23rd April 2008 (the erstwhile Act governing the companies) having its registered office at is Plot No. 1A & 1B, Techno Houz, Hitex Road, Shilpa Hills, Izzat Nagar, Kothaguda, K.V. Rangareddy, Serilingampally, Telangana, India, 500084.

The Company is engaged in the manufacturing, processing, trading, import and export of paints, coatings, brushes, sandpapers, chemicals, and other allied products and raw materials. It also undertakes painting, coating, waterproofing, surface preparation, maintenance, repair, and restoration services for various projects. The Company provides related consultancy, project management, training, quality assurance, and technical services. It may enter into government and private contracts, franchises, licensing arrangements, joint ventures, and other business collaborations in India and abroad.

1.2 Basis of preparation of Restated Financial Information

a) Statement of compliance

The Restated Financial Information of the Company comprises of the Restated Statement of Assets and Liabilities as at March 31, 2026, March 31, 2025, and March 31, 2024, the Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Cash Flows, the Restated Statement of Changes in Equity for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, Statement of Material Accounting Policies to the restated financial information, Notes to the restated financial information and Statements of Adjustments to the Restated Financial Statement (hereinafter collectively referred to as "**Restated Financial Information**")

These Restated Financial Information have been prepared by the management of the Company as a going concern basis, on the basis of relevant Ind AS that are effective as at March 31, 2026, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, issued by the Securities and Exchange Board of India on September 11, 2018, in pursuance of the Securities and Exchange Board of India Act, 1992 for the purpose of inclusion in the Draft Red Herring Prospectus ("DRHP") in connection with its proposed Initial Public Offering ("IPO") of equity shares of the Company, in accordance with the requirements of:

(i) the Sub-section (1) Section 26 of Part I of Chapter III of the Companies Act, 2013 "the Act"), as amended from time to time.

(ii) relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended to date (("the SEBI ICDR Regulations"); and.

(iii) 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").

The Restated Financial Information has been prepared by the Management of the Company and compiled from:

I. Audited Ind AS Restated Financial Information of the Company as at and for the year ended March 31, 2026 prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "Ind AS"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on August 8, 2026;.

II. Audited Special Purpose Financial Statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on August 8, 2026;

The Company has prepared the Special Purpose Financial Statements as at and for the year ended March 31, 2025 and March 31, 2024, as per following basis:

The Special Purpose Financial Statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, have been prepared by the management of the Company using the audited financial statements which were earlier prepared in accordance with Accounting Standards prescribed under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India ('Indian GAAP financial statements') for the respective aforementioned periods, being the applicable financial reporting framework of the Company in such periods. Such audited Indian GAAP financial statements for the years ended March 31, 2025, and March 31, 2024 were approved on August 8, 2026.

The said Indian GAAP financial statements have been adjusted for the differences in the accounting principles on transition to Ind AS, as per the requirements of Ind AS 101, First-time Adoption of the Indian Accounting Standards ('Ind AS 101').

Pursuant to the Companies (Indian Accounting Standard) Second Amendment Rules, 2015, the Company has adopted March 31, 2026, as reporting date for first time adoption of Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), and consequently April 01, 2023, as the transition date for preparation of its Audited Financial Statements for the year ended March 31, 2026. Hence, the Audited Financial Statements for the year ended March 31, 2026, were the first financials statements, prepared in accordance with Ind AS. Upto the financial year ended March 31, 2025, the Company had prepared its audited financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with Companies (Accounting Standards) Rules, 2021 ("Indian GAAP" or "Previous GAAP").

The Special Purpose Financial Statements have been prepared solely for the purpose of preparation of the Restated Financial Information for inclusion in Offer documents ("Draft Red herring Prospectus" or "DRHP") in relation to the proposed IPO. As such the Special Purpose Financial Statements are not suitable for any other purpose other than for the purpose of preparing the Restated Financial Information and are also not the Audited Financial Statements prepared pursuant to any requirements under section 129 of the Companies Act, 2013, as amended

This Restated Financial Information does not reflect the effects of events that occurred subsequent to the respective dates of board meeting held to approve and adopt the Audited Restated Financial Information for each of the financial year ended March 31, 2024, March 31, 2025, and March 31, 2026.

The Restated Financial Statements:

a) have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the audited financials for years ended March 31, 2025 and March 31, 2024, to reflect the same accounting treatment as per the accounting policy and grouping/classifications followed as at and for the year ended March 31, 2026, as applicable.

b) do not require any adjustment for modification as there is no modification in the underlying audit reports.

c) do not reflect the effects of events that occurred subsequent to the respective dates of board meeting for adoption of the audited financial statements of the Company based upon which Special Purpose Financial Statements have been prepared.

These Restated Financial Information were approved by Board of Directors and authorized for issue in their meeting held on September 09, 2026.

b) Basis of Measurement

These Restated Financial Statements have been prepared on the historical cost convention and on an accrual basis, except for the following material items in the balance sheet:

a) Certain financial assets are measured either at fair value or at amortized cost depending on the classification;
b) Long-term borrowings are measured at amortized cost using the effective interest rate method;
c) Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation; and
d) right-of-use the assets are recognised at the present value of lease payments that are not paid at that date. This amount is adjusted for any lease payments made at or before the commencement date, lease incentives received and initial direct costs, incurred, if any;

c) Functional and presentation currency

These Restated Financial Statements are presented in Indian rupees, which is also the functional currency of the Company. All the financial information presented in Indian rupees has been rounded to the nearest Million.

d) Current and noncurrent classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.
All the assets and liabilities have been classified as current or noncurrent as per the Company's normal operatingcycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, presentation of Restated Financial Information.

An asset is classified as current when it satisfies any of the following criteria:

a) It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
b) It is held primarily for the purpose of being traded;
c) It is expected to be realized within twelve months after the reporting date; or
d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

a) It is expected to be settled in the Company's normal operating cycle;
b) It is held primarily for the purpose of being traded;
c) It is due to be settled within twelve months after the reporting date; or
d) The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, resulting its settlement by the issue of equity instruments do not affect its classification

The Company classifies all other liabilities as noncurrent.

Current assets/ liabilities include the current portion of noncurrent assets/ liabilities respectively. Deferred tax assets and liabilities are always disclosed as non- current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

e) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Ind AS Restated Financial Information are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Ind AS Restated Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operations.

External valuers are involved, wherever considered necessary. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

f) Significant accounting judgements, estimates, and assumption

The preparation of the Restated Financial Statement in conformity with Ind AS requires management to make judgments,estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, the areas involving critical estimates or Judgment are:

Property, plant and equipment

The depreciation of property, plant and equipment is derived on determining of an asset's expected useful life and the expected residual value at the end of its life. The residual values of Company's assets are determined by management at the time of acquisition of asset and is reviewed periodically, including at each financial year end.

Impairment of financial and non-financial assets

Significant management judgement is required to determine the amounts of impairment loss on the financial and nonfinancial assets. The calculations of impairment loss are sensitive to underlying assumptions.

Tax provisions and contingencies

Significant management judgement is required to determine the amounts of tax provisions and contingencies. Deferred tax assets are recognised for unused tax losses and MAT credit entitlements to the extent it is probable that taxable profit will be available against which these losses and credit entitlements can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Defined benefit plans

The cost of the defined benefit plan and the present value of the obligation are determined using actuarial valuation. An actuarial valuation involves various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using internal valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2. Summary of material accounting policies

On 31 March 2023, the Ministry of Corporate Affairs notified Companies (Indian Accounting Standards) Amendment Rules, 2023 amending the Companies (Indian Accounting Standards) Rules, 2015. The amendments come into force with effect from 1 April 2023, i.e., Financial Year 2023-24. One of the major changes is in Ind AS 1 'Preparation of Restated Financial Information, which requires companies to disclose in their Restated Financial Information 'material accounting policies' as against the erstwhile requirement to disclose 'significant accounting policies'. The word 'significant' is substituted by 'material'.

Accounting policy information is expected to be material if users of an entity's Restated Financial Information would need it to understand other material information in the Restated Financial Information.

The Company applied the guidance available under paragraph 117B of Ind AS 1, Presentation of Restated Financial Information in evaluating the material nature of the accounting policies.

The following are the material accounting policies for the Company:

2.1 Foreign currencies

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses average rate if the average approximates the actual rate at the date of the transaction.

In preparing the Restated Financial Information of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are restated at the rates prevailing at that date.

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

2.2 Property Plant & Equipment

On transition to Ind AS i.e. on 1 April 2023, the Company has elected to continue with the carrying value of all of its property, plant and equipment (PPE) recognised as at 1 April 2023 measured as per the Indian GAAP and use that carrying value as the deemed cost of the PPE.

Recognition and Measurement

The cost of an item of property, plant and equipment are recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Freehold land is carried at historical cost less any accumulated impairment losses.

Items of property, plant and equipment (including capital-work-in progress) are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any.

Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. Thecost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the constructionor production of a qualifying asset are capitalized as part of the cost of that asset.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part will be derecognized. The costs of repairs and maintenance are recognized in the statement of profit and loss as incurred.

Items of stores and spares that meet the definition of Property, plant and equipment are capitalized at cost, otherwise, such items are classified as inventories.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

Depreciation

Depreciation is recognized in the statement of profit and loss under Straight Line method based on the Companies Act, 2013 (“Schedule II”). For assets acquired or disposed of during the year, depreciation is provided on pro rata basis. Land is not depreciated.

The estimated useful lives are as follows:

Type of Asset	Useful life in years
Land	Not depreciable
Buildings	30 years
Plant and machinery	15 years
Office equipment	5 years
Electrical equipments	10 years
Furniture and Fixtures	10 years
Computers	3 years
Vehicles	10 years
Lab Equipment	10 years

Freehold land is carried at cost and not depreciated.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is disclosed as capital advances under other assets. The cost of property, plant and equipment notready to use before such date are disclosed under capital work-in-progress.

Assets not ready for use are notdepreciated.

2.3 Investment Property

Investment properties, principally buildings, are held for long-term capital appreciation and rental yields and are not occupied by the Company. They are carried at cost. Investment properties are depreciated using the straight-line method to allocate the cost of assets over their estimated useful lives. The useful lives have been determined based on evaluation of the management.

2.4 Goodwill and other Intangible assets

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at 1 April 2023 measured as per the previous GAAP and use that carrying value as the deemed cost.

Goodwill acquired in a business combination is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, in accordance with Ind AS 103.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as finite.

Intangible assets are amortized over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognized in the statement of profit and loss, unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Following initial recognition, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use.

Amortization of Intangible assets

The Intangible assets are amortized on straight line basis over a period of three years.

2.5 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost;
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL);
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost, if both of the following conditions are met: (i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as FVTOCI, if both of the following criteria are met: (i) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and (ii) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in Other Comprehensive Income ("OCI"). However, the Company recognizes interest income, impairment losses and foreign exchange gain or loss in the statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity Instruments

All equity instruments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as FVTPL. If the Company decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI and there is no subsequent reclassification of these fair value gains and losses to the statement of profit and loss. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Company's balance sheet) when:

a) The rights to receive cash flows from the asset have expired, or

b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of theasset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company'scontinuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of Financial Assets

The company assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired.

In accordance with Ind AS 109, the company uses "Expected Credit Loss" (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

The company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value i.e., loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

Subsequent measurement
The measurement of financial liabilities depends on their classification.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading, unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to the statement of profit and loss.

However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the re-classification prospectively from the re-classification date, which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.6 Cash & Cash Equivalents

Cash and bank balances comprise of cash balance in hand, in current accounts with banks, and other short-term deposits. For this purpose, "short-term" means investments having maturity of three months or less from the date of investment, and which are subject to an insignificant risk of change in value. Bank overdrafts that are repayable on demand and form an integral part of our cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Further fixed deposits with original maturity of more than three months but less than 12 months are also required to be shown under “Other Bank Balances”.

Deposits with banks having original maturity of more than 12 months are required to be shown under “Other non-current financial assets”.

2.7 Inventories

Inventories are valued at the lower of cost and net realisable value.

Cost of inventory comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The Company follows the first in first out (FIFO) method for determining the cost of such inventories. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

2.8 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assetsare reviewed at each reporting date to determine whether there is any indication of impairment.

If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell.

In assessing value in use, the estimated future cash flows are discountedto their present value using a pre-tax discount rate that reflects current market assessments of the time valueof money and the risks specific to the asset or the cash-generating unit.

For the purpose of impairment testing,assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflow of other assets or groups of assets (the "cash-generating unit").

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover 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. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country in which the entity operates, or for the market in which the asset is used.

An impairment loss is recognized in the statement of profit and loss if the estimated recoverable amount of an asset or its cash-generating unit is lower than its carrying amount. Impairment losses recognized in respect ofcash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

Reversal of Impairment of Assets

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.9 Joint arrangements

Under Ind AS 111, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. Company has only joint operations.

Joint Operations

Company has joint and several responsibility for all obligations and liabilities relating to the projects undertaken by HIPL-FPPL JV, and both parties to the arrangement have unanimous control. Company recognizes its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings. Details of the joint operation are set out in note 46.

2.10 Employee Benefits

Short term employee benefits
Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans
The Company's contributions to defined contribution plans are charged to the statement of profit and loss as and when the services are received from the employees.

Defined benefit plans
The liability in respect of defined benefit plans and other post-employment benefits is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related defined benefit obligation. In countries where there is no deep market in such bonds, the market interest rates on government bonds are used. The current service cost of the defined benefit plan, recognised in the statement of profit and loss in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognised immediately in the statement of profit and loss.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions for defined benefit obligation and plan assets are recognized in OCI in the period in which they arise. When the benefits under a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. The Company recognises gains or losses on the settlement of a defined benefit plan obligation when the settlement occurs.

Termination benefits
Termination benefits are recognised as an expense in the statement of profit and loss when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense in the statement of profit and loss if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

Other long-term employee benefits
The Company's net obligation in respect of other long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and previous periods. That benefit is discounted to determine its present value. Re-measurements are recognised in the statement of profit and loss in the period in which they arise.

2.11 Provisions, contingent liabilities and contingent assets

Provisions
A provision is recognized in the statement of profit and loss if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value ofmoney and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities and contingent assets
A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a presentobligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the Restated Financial Information. However, contingent assets are

assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Onerous contracts

A provision for onerous contracts is recognised in the statement of profit and loss when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

Reimbursement rights

Expected reimbursements for expenditures required to settle a provision are recognised in the statement of profit and loss only when receipt of such reimbursements is virtually certain. Such reimbursements are recognised as a separate asset in the balance sheet, with a corresponding credit to the specific expense for which the provision has been made.

2.12 Revenue Recognition

Revenue from contracts with customers is recognised on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services. It is measured at transaction price (net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract) allocated to that performance obligation. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognised only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Sale of products

Revenue from sale of products is recognised when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Rendering of services

Revenue from services is recognised when the performance obligation relating a specific milestone is completed and the associated services are rendered.

Advance from customers is recognised under other liabilities and released to revenue on satisfaction of performance obligation.

Allowance for sales returns

The Company recognises revenue from the sale of products in accordance with Ind AS 115 — Revenue from Contracts with Customers. In the ordinary course of business, certain products sold are returned by customers on account of quality, specification non-conformance, or other commercial reasons. Such returns give rise to a right of return held by the customer, which the Company is obligated to honour.

In accordance with paragraphs 55 and 56 of Ind AS 115, the Company recognises the following at each reporting date in respect of expected sales returns:

(a) A refund liability, representing the amount of consideration received or receivable to which the Company does not expect to be entitled upon return of the goods. This is measured at the amount of revenue that is expected to be reversed — being the estimated selling price of goods expected to be returned.

(b) A recovery asset, representing the Company's right to recover the goods from the customer upon settling the refund liability. This is measured at the estimated cost of the goods expected to be returned, adjusted for any expected reduction in the value of those goods.

The refund liability is presented within current liabilities and the recovery asset is presented within current assets on the face of the balance sheet. Both items are presented on a gross basis and are not offset against each other.

The estimate of expected sales returns is determined by reference to historical return rates, expressed as a percentage of net revenue from product sales, over a sufficiently representative period. This estimate is reassessed at each reporting date and adjusted to reflect updated historical experience, changes in product mix, customer behaviour, and any other relevant information available at that date.

Where actual returns in a period differ from the estimated refund liability recognised at the beginning of that period, the difference is recognised as an adjustment to revenue in the period in which it arises.

2.13 Tax Expenses

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity in correlation to the underlying transaction). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions, where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities and assets are recognized for all taxable temporary differences and deductible temporary differences.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity in correlation to the underlying transaction).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Service Tax (GST) paid on acquisition of assets or on incurring expenses

When the tax incurred on purchase of assets or services is not recoverable from the taxation authority, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable. Otherwise, expenses and assets are recognized net of the amount of taxes paid. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2.14 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.15 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section of Impairment of non-financial assets.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in Borrowings.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

2.16 Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders

(after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

2.17 Events after the reporting period

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the Restated Financial Information. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2.18 Segment reporting

In accordance with Ind AS 108, Operating Segments Reporting, the Company's chief operating decision maker ("CODM") has been identified as the board of directors. Company is engaged in the manufacturing, processing, trading, import and export of paints, coatings, brushes, sandpapers, chemicals, and other allied products and raw materials. It also undertakes painting, coating, waterproofing, surface preparation, maintenance, repair, and restoration services for various projects. The Company provides related consultancy, project management, training, quality assurance, and technical services. It may enter into government and private contracts, franchises, licensing arrangements, joint ventures, and other business collaborations in India and abroad and therefore the Company's CODM (Chief Operating Decision Maker; which is the Board of Directors of the company) decided to have only one reportable segment from previous year, in accordance with IND AS 108 "Operating Segments".

2.19 Changes in Material Accounting policies

The Company has adopted Classification of Liabilities as Current or Non-current (Amendments to Ind AS 1) and non-current Liabilities with Covenants (Amendments to Ind AS 1) from 1 April 2025. These amendments apply retrospectively and clarify the criteria for determining whether a liability should be classified as current or non-current. They also introduce new disclosure requirements for non-current loan liabilities that are subject to covenants within 12 months after the reporting period.

2.20 New Accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. for the year ended 31 March 2026, The Company applied following amendments for the first-time during the current year which are effective from 1 April 2024:

a. Ind AS 1 - Presentation of Restated Financial Information

For accounting periods beginning on or after 1 April 2026, when an entity breaches any covenant of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand, it classifies the liability as current, even if the lender agreed, after the reporting period and before the approval of the Restated Financial Information for issue, not to demand payment as a consequence of the breach. An entity classifies the liability as current because, at the end of the reporting period, it does not have the right to defer its settlement for at least 12 months after that date.

However, an entity classifies the liability as non-current if the lender agreed by the end of the reporting period to provide a period of grace ending at least 12 months after the reporting period, within which the entity can rectify the breach and during which the lender cannot demand immediate repayment.

This amendment is to be applied retrospectively for annual reporting periods beginning on or after 1 April 2026, in accordance with Ind AS 8, Accounting Policies, accounting Estimates and Errors.

3 Property, plant and equipment

Particulars	Land	Buildings	Plant and machinery	Computer Equipment	Furniture and fixtures	Vehicles	Electrical Equipment	Lab Equipment	Office Equipment	Total
Gross Carrying Value										
Balance as at 01 April 2023	**25.07**	**60.23**	**6.43**	**0.67**	**22.56**	**26.72**	**0.57**	**-**	**15.02**	**157.27**
Additions	1.77	12.42	15.37	1.04	-	4.33	-	2.62	2.97	40.52
Deletions	(9.45)	-	-	-	-	-	-	-	-	(9.45)
Balance as at 31 March 2024	**17.39**	**72.65**	**21.80**	**1.71**	**22.56**	**31.05**	**0.57**	**2.62**	**17.99**	**188.34**
Additions	63.92	29.59	5.02	0.60	5.69	8.08	-	-	0.32	113.22
Deletions	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2025	**81.31**	**102.24**	**26.82**	**2.31**	**28.25**	**39.13**	**0.57**	**2.62**	**18.31**	**301.56**
Additions	-	0.75	1.83	2.49	1.32	40.03	-	-	1.25	47.67
Deletions	-	-	-	-	-	(17.03)	-	-	-	(17.03)
Balance as at 31 March 2026	**81.31**	**102.99**	**28.65**	**4.80**	**29.57**	**62.13**	**0.57**	**2.62**	**19.56**	**332.20**
Accumulated depreciation										
Up to 01 April 2023	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	2.51	0.92	0.43	2.31	4.09	0.06	0.09	3.31	13.72
On deletions	-	-	-	-	-	-	-	-	-	-
Up to 31 March 2024	**-**	**2.51**	**0.92**	**0.43**	**2.31**	**4.09**	**0.06**	**0.09**	**3.31**	**13.72**
Charge for the year	-	2.31	1.73	0.53	2.85	8.75	0.06	0.25	3.66	20.13
On deletions	-	(1.76)	-	-	-	-	-	-	-	(1.76)
Up to 31 March 2025	**-**	**3.06**	**2.65**	**0.96**	**5.16**	**12.84**	**0.12**	**0.34**	**6.97**	**32.09**
Charge for the year	-	2.41	1.87	1.02	2.93	6.52	0.06	0.25	3.80	18.86
On deletions	-	-	-	-	-	(7.92)	-	-	-	(7.92)
Up to 31 March 2026	**-**	**5.47**	**4.52**	**1.98**	**8.09**	**11.44**	**0.18**	**0.59**	**10.77**	**43.03**
Net book value										
As at 31 March 2026	81.31	97.52	24.13	2.82	21.48	50.69	0.39	2.03	8.79	**289.17**
As at 31 March 2025	81.31	99.18	24.17	1.35	23.09	26.29	0.45	2.28	11.34	**269.47**
As at 31 March 2024	17.39	70.14	20.88	1.28	20.25	26.96	0.51	2.53	14.68	**174.62**
As at 01 April 2023	25.07	60.23	6.43	0.67	22.56	26.72	0.57	-	15.02	**157.27**

Notes:

(i) On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 01 April 2023 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment after making appropriate reclassifications/adjustments.

(ii) The title deeds of all immovable properties are held in the name of the Company.

(iii) The Company has not revalued its property, plant and equipment.

(iv) With regard to security of the assets please refer to Borrowings note 15

4 (a) Right-of-use assets

	Building	Total
Gross Carrying Value		
Balance as at 01 April 2023	**0.96**	**0.96**
Additions	43.14	43.14
Deletions	-	-
Balance as at 31 March 2024	**44.10**	**44.10**
Additions	27.45	27.45
Deletions	-	-
Balance as at 31 March 2025	**71.55**	**71.55**
Additions	9.57	9.57
Deletions	-	-
Balance as at 31 March 2026	**81.12**	**81.12**
Accumulated depreciation		
Up to 01 April 2023	**-**	-
Charge for the year	1.27	1.27
On deletions	-	-
Up to 31 March 2024	**1.27**	**1.27**
Charge for the year	7.06	7.06
On deletions	-	-
Up to 31 March 2025	**8.33**	**8.33**
Charge for the year	12.04	12.04
On deletions	-	-
Up to 31 March 2026	**20.37**	**20.37**
Net book value		
As at 31 March 2026	**60.75**	**60.75**
As at 31 March 2025	**63.22**	**63.22**
As at 31 March 2024	**42.83**	**42.83**

Note:
For additional disclosures on leases please refer to note number 36.

4(b) Investment Property

	Building	Total
Gross Carrying Value		
Balance as at 01 April 2023	**57.33**	**57.33**
Additions	14.70	14.70
Deletions	-	-
Reclassification to assets held for sale		-
Balance as at 31 March 2024	**72.03**	**72.03**
Additions	28.90	28.90
Deletions	(41.80)	(41.80)
Balance as at 31 March 2025	**59.13**	**59.13**
Additions	-	-
Deletions	(43.73)	(43.73)
Balance as at 31 March 2026	**15.40**	**15.40**

Accumulated depreciation		
Up to 01 April 2023	-	-
Charge for the year	1.02	1.02
On deletions	-	-
Reclassification to assets held for sale	-	-
Up to 31 March 2024	**1.02**	**1.02**
Charge for the year	0.53	0.53
On deletions	(1.02)	(1.02)
Up to 31 March 2025	**0.53**	**0.53**
Charge for the year	0.53	0.53
On deletions	-	
Up to 31 March 2026	**1.06**	**1.06**
Net book value		
As at 31 March 2026	14.34	**14.34**
As at 31 March 2025	58.60	**58.60**
As at 31 March 2024	71.01	**71.01**
Fair value of Investment Property		
As at 31 March 2026		20.20
As at 31 March 2025		59.13
As at 31 March 2024		91.16

For additional disclosures on leases please refer to note number 36.

Notes:

With regard to security of the assets please refer to Borrowings note

(a) 15

(b) Fair value of the investment property has been determined based on market estimates.

(c) Information regarding income and expenditure of investment properties:

	For the year ended		
	31st March, 2026	**31st March, 2025**	**31st March, 2024**
Rental income derived from investment properties	0.29	0.24	0.24
Less: Depreciation	(0.53)	(0.53)	(1.02)
Profit/(loss) arising from investment properties	**(0.23)**	**(0.29)**	**(0.78)**

(d) The minimum rentals receivables on lease of investment properties are as follows:

	As at		
	31st March, 2026	**31st March, 2025**	**31st March, 2024**
within 1 year	0.31	0.29	0.24
between 1 to 3 years	0.92	0.88	0.71
between 3 to 5 years	0.61	0.58	0.48

(e) On transition to Ind AS (i.e. April, 2023), the Company has elected to continue with the carrying value of Investment property measured as per the previous GAAP and use that carrying value as the deemed cost.

5 Other intangible assets

	Computer Softwares	Total
Gross carrying Value		
Balance as at 01 April 2023	**-**	**-**
Additions	**-**	-
Deletions	**-**	-
Balance as at 31 March 2024	**-**	**-**
Additions	0.04	0.04
On account of business combination	-	-
Deletions	-	-
Deletions		-
Balance as at 31 March 2025	**0.04**	**0.04**
Additions	3.35	3.35
Deletions	-	-
Balance as at 31 March 2026	**3.39**	**3.39**
Accumulated amortization		
Up to 01 April 2023	**-**	**-**
Charge for the year	-	-
Deletions/Disposals		-
Up to 31 March 2024	**-**	**-**
Adjustments	**-**	**-**
Charge for the year	0.00	-
Up to 31 March 2025	**-**	**-**
Adjustments	**-**	**-**
Charge for the year	**0.20**	0.20
Up to 31 March 2026	**0.20**	**0.20**
Net book value		
As at 31 March 2026	**3.19**	**3.19**
As at 31 March 2025	**0.04**	**0.04**
As at 31 March 2024	**-**	**-**

6 Other financial assets

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Non-current			
Unsecured, considered good			
Rental deposits	8.23	4.43	2.07
Deposits with having maturity more than 12 months*	15.24	9.12	9.09
Retained Security Deposits	18.84	42.51	44.81
	42.32	**56.07**	**55.98**

*^Amount of lien marked on deposits against guarantees issued is Rs. 15.24 million as at March 31, 2026 (Rs. 9.12 Million as at March 31, 2025 and Rs. 9.09 Million as at March 31, 2024)

7 Other assets

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Current			
Unsecured, considered good			
Advances for projects	20.56	115.18	-
Loans and advances	170.73	101.28	5.70
Prepaid expense	61.94	6.09	23.35
Advances to employees	0.12	0.20	0.16
Balances with government authorities	4.77	4.16	3.68
Others	-	0.07	
	258.12	**226.98**	**32.89**

8 Inventories

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Raw materials (including raw material-In-transit)	122.55	135.57	98.36
Work-in-progress	275.36	366.84	286.24
Finished goods	132.86	125.49	61.04
	530.77	**627.90**	**445.64**
Carrying amount of inventories pledged as security for liabilities	530.77	627.90	445.64
The write-downs and reversals are included in changes in inventories of finished goods	-	-	-

9 Contract assets

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Contract assets (relating to refund liability)	34.29	22.45	24.56
	34.29	**22.45**	**24.56**

10 Trade receivables

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Unsecured, considered good	2,101.89	1,139.61	553.78
Less: Allowance for expected credit loss	(43.38)	(21.44)	(7.85)
	2,058.51	**1,118.17**	**545.93**

As at 31 March 2026	**Outstanding for following periods from due date of payment**					
	<6 months	**6 months - 1 year**	**1 - 2 years**	**2 - 3 years**	**>3 years**	**Total**
Undisputed trade receivables - considered good	1,220.81	721.45	159.25	0.38	-	**2,101.89**
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Undisputed trade receivables - credit impaired	-	-	-	-	-	**-**
Disputed trade receivables - considered good	-	-	-	-	-	**-**
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Disputed trade receivables - credit impaired	-	-	-	-	-	**-**
Less: Provision for Credit impaired receivable	-	-	-	-	-	**(43.38)**
	1,220.81	**721.45**	**159.25**	**0.38**	**-**	**2,058.51**

As at 31 March 2025	**Outstanding for following periods from due date of payment**					
	<6 months	**6 months - 1 year**	**1 - 2 years**	**2 - 3 years**	**>3 years**	**Total**
Undisputed trade receivables - considered good	830.20	84.00	216.32	2.29	6.80	**1,139.61**
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Undisputed trade receivables - credit impaired	-	-	-	-	-	**-**
Disputed trade receivables - considered good	-	-	-	-	-	**-**
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Disputed trade receivables - credit impaired	-	-	-	-	-	**-**
Less: Provision for Credit impaired receivable	-	-	-	-	-	**(21.44)**
	830.20	**84.00**	**216.32**	**2.29**	**6.80**	**1,118.17**

As at 31 March 2024	**Outstanding for following periods from due date of payment**					
	<6 months	**6 months - 1 year**	**1 - 2 years**	**2 - 3 years**	**>3 years**	**Total**
Undisputed trade receivables - considered good	504.94	34.45	14.40	-	-	**553.78**
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Undisputed trade receivables - credit impaired	-	-	-	-	-	**-**
Disputed trade receivables - considered good	-	-	-	-	-	**-**
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Disputed trade receivables - credit impaired	-	-	-	-	-	**-**
Less: Provision for Credit impaired receivable	-	-	-	-	-	**(7.85)**
	504.94	**34.45**	**14.40**	**-**	**-**	**545.93**

(a) **Trade receivables ageing:**

	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Undisputed outstanding for following periods from due date of payment			
(i) Unbilled	-	-	-
(i) Not due	-	-	-
(ii) Less than 6 months	1,220.81	830.20	504.94
(iii) 6 months - 1 year	721.45	84.00	34.45
(iv) 1 - 2 years	159.25	216.32	14.40
(v) 2 - 3 years	0.38	2.29	-
(vi) More than 3 years	-	6.80	-
	2,101.89	**1,139.61**	**553.78**

There are no disputed receivables outstanding as at 31 March 2026, 31 March 2025 and 31 March 2024.

(b) **Expected credit loss (ECL):**
The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit in the normal course of business. Before accepting any new customer, the Company assesses the potential customer's credit quality.

As a practical expedient, the Company uses a provision matrix to determine impairment loss of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. The ECL allowance (or reversal) during the year is recognised in the statement of profit and loss.

Movement in the allowance for trade receivables for the year ended 31 March 2026,31 March 2025 and 31 March 2024 is as follows:

	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Opening balance at beginning of the year	21.44	7.85	2.52
Provision made/(reversed) during the year	21.94	13.59	5.33
Bad debts written off during the year	-	-	-
Closing balance at end of the year	**43.38**	**21.44**	**7.85**

Notes:

	31-Mar-26	**45,747.00**	**45,382.00**
(c) Trade receivables balance from the Company's largest customers individually representing more than 5% of total trade receivables balance.	1,412.26	636.40	225.10

(d) Refer Note 37 for trade receivables from related parties
(e) Trade receivables are non-interest bearing and are generally on credit terms of 30 to 90 days.

11 Cash and cash equivalents

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Cash on hand	1.19	0.82	0.81
Balances with banks			
- In current accounts	892.26	146.95	35.00
	893.45	**147.77**	**35.81**

1. There are some unauthorised bank transactions on March 25, 2025 for the amount Rs. 11,20,000, and the same have been reported to Cyber Crime Department and its under investigation

2. There are some unauthorised bank transactions on April 08, 2025 for the amount Rs. 19,45,012, and the same have been reported to Cyber Crime Department and its under investigation

12 Bank balances other than Cash and cash equivalents

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Deposits with having maturity more than 3 months but lessthan 12 months	-	20.52	-
	-	**20.52**	**-**

13 Equity share capital

	31-Mar-26		31-Mar-25		31-Mar-24	
	Number	Amount	Number	Amount	Number	Amount
Authorised share capital						
Equity shares face value of ₹10 each	25,000,000	250.00	25,000,000	250.00	12,000,000	120.00
Issued, subscribed and fully paid up						
Equity shares face value of ₹10 each	17,397,000	173.97	15,744,730	157.45	1,104,000	11.04
	17,397,000	**173.97**	**15,744,730**	**157.45**	**1,104,000**	**11.04**

Notes:

(i) Reconciliation of equity shares outstanding at the beginning and at the end of the year / period:

	For the year ended 31-Mar-26		For the year ended 31-Mar-25		For the year ended 31-Mar-24	
	Number	Amount	Number	Amount	Number	Amount
Balance at the beginning	15,744,730	157.45	1,104,000	11.04	920,000	9.20
Add: Shares issued	1,652,270	16.52	14,640,730	146.41	184,000	1.84
Add: Bonus shares issued during the year (refer note (v) below)	-	-	-	-	-	-
Add: Increase on account of subdivision during the year (refer note (vi) below)	-	-	-	-	-	-
Balance at the end	**17,397,000**	**173.97**	**15,744,730**	**157.45**	**1,104,000**	**11.04**

(ii) Rights, preferences and restrictions attached to equity shares:

a. The Company has only one class of equity shares having a face value of ₹10 each.
b. Each holder of equity shares is entitled to one vote per share.
c. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend.
d. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts.
e. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) The Company has issued 1,21,44,000 Bonus shares at ratio of 11:1 per share for the financial year 24-25

(iv) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholders	As at 31-Mar-26		As at 31-Mar-25		As at 31-Mar-24	
	Number	% holding	Number	% holding	Number	% holding
Akuri Srinivasa Reddy	9,900,000	56.91%	9,100,000	57.80%	827,325	74.94%
Akuri Sandhya	2,500,000	14.37%	2,500,000	15.88%	220,800	20.00%
K Siva Reddy	-	-	-	-	-	-
A. Kasi reddy	-	-	-	-	-	-

(v) Details of shareholding of promoters:

Name of promoter	31-Mar-26		31-Mar-25		
	Number	% holding	Number	% holding	% change in holding
Akuri Srinivasa Reddy	9,900,000	56.91%	9,100,000	57.80%	(0)
Akuri Sandhya	2,500,000	14.37%	2,500,000	15.88%	(0)
Akuri Sakesh Reddy			488,750	2.81%	488,750
Akuri Deepthi			488,750	2.81%	488,750

	31-Mar-25		31-Mar-24		
	Number	% holding	Number	% holding	% change in holding
Akuri Srinivasa Reddy	9,100,000	57.80%	827,325	89.93%	(0)
Akuri Sandhya	2,500,000	15.88%	220,800	24.00%	(0)
Akuri Sakesh Reddy			-	-	9,200
Akuri Deepthi			-	-	138,000

14 Other equity

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Reserve and surplus			
Retained earnings	691.49	329.52	292.15
Securities premium	497.89	299.61	-
Share warrants	-	53.63	-
	1,189.38	**682.75**	**292.15**
Others			
Share Application money Pending for allotment	-	0.30	-
Other comprehensive income, net of taxes	1.65	0.39	-
	1,191.03	**683.45**	**292.15**

Notes:

	As at / For the year ended		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Retained earnings			
Opening balance	329.52	292.15	145.32
Add: Profit for the year	377.75	166.54	147.75
Less: Dividend paid	(15.78)	(7.74)	(0.92)
Less: Capitalization of Reserves	-	(121.43)	-
Closing balance	**691.49**	**329.52**	**292.15**
Securities premium			
Opening balance	299.61	-	-
Premium on issue of shares	198.28	299.61	-
Closing balance	**497.89**	**299.61**	**-**
Other comprehensive income			
Remeasurement of defined benefit plan, net of taxes			
Opening balance	0.39	-	-
- Re-measurement gains/(losses) on defined benefit plans	1.26	0.39	-
Closing balance	**1.65**	**0.39**	**-**

Retained earnings
Represent the cumulative undistributed profits after tax of the Company and can be utilized in accordance with the provisions of the Act.

Securities premium
Securities premium represents the amount received in excess of the face value of the equity shares. The utilisation of the securities premium is governed by the Section 52 of the Act.

Share warrants
The company has issued 16,50,000 warrants as on 28th May 2024 to promoters and non-promoters at Rs. 130 per warrant. The company has received 25% of the upfront amount i.e. 53.63 million and balance has to be received within 18 months from the date of offer. The share warrants were redeemed fully in FY 2025-2026.

Capital reserve
Capital reserve represents excess of consideration paid over the book value of the net assets and reserves taken-over in a common control business combination. This reserve represents the excess of the net assets acquired over the consideration paid pursuant to the Business Transfer Agreement dated 24th March 2025 with M/s Calstone Minerals, a partnership firm, which constitutes a business combination under common control accounted for using the pooling of interests method in accordance with Appendix C to Ind AS 103, Business Combinations. This reserve is not available for distribution as dividend.

Share Application money Pending for allotment
Share Application Money Pending Allotment represents amounts received towards subscription of shares, against which shares have not been allotted as at the reporting date. Such amounts will be transferred to share capital and securities premium, as applicable, upon allotment.

Re-measurement gains/ (losses) on defined benefit plans, net of tax
Remeasurement of defined plan represents the remeasurement gains/(losses) arising from the actuarial valuation of the defined benefit plan of the Company. The remeasurement gains/(losses) are recognized in other comprehensive income and accumulated under this reserve within equity. The amounts recognized under this reserve are not reclassified to statement of profit and loss.

15 Borrowings

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
(i) **Non-current (at amortised cost)**			
Secured from banks			
Term loans from banks	80.24	79.68	102.48
Term Loan from Financial Institution	77.05	4.79	3.65
Unsecured Loans			
Loan from Director -Unsecured Loan	25.22	81.27	37.79
	182.51	**165.74**	**143.91**
(ii) **Current**			
Secured			
Loans repayable on demand	704.85	351.29	346.58
Current maturities of long term borrowings	44.29	17.87	14.93
	749.14	**369.16**	**361.51**

Notes:

(a) Terms of borrowings

The Working Capital Facilities are secured by:

(i) First pari passu charge on the entire current assets of the Company, including inventories, receivables, book debts, and other current assets, ranking pari passu among the working capital lenders.

(ii) Second charge on the Company's movable and immovable fixed assets, including land, buildings, plant and machinery, and other fixed assets, except those assets over which an exclusive charge has been created in favour of specific lenders.

(iii) Collateral security as stipulated in the respective sanction letters and security documents executed in favour of the lenders.

(iv) Personal guarantees of the Mr. A Srinivasa Reddy and Mrs. A Sandhya (Promoters) in favour of the lending institutions/banks for securing the working capital facilities.

The following are details:

Name of the bank	Sanctioned amount	Type of loan	Rate of interest/commission	Security
Bank of baroda	497.50	Working capital loan	8.60%	Refer below:

1) Primary Security:
Hypothecation of entire current assets of the company including but not limited to raw material, stock in process, semi-finished goods, finished goods and book debts both present and future along with HDFC Bank& IDFC Bank on pari-passu basis.

2) Collateral security:
a. Equitable mortgage of Industrial land situated at, H no. 7-61/4, Sy No 8 M/S Fortune Paints Private Limited, CheriyalGp And Village Kandi Mandal, Sanga Reddy District 502285, admeasuring 7139 sq. yards or 5968.91 sq. mts with industrial shed area of 11856 sq. ft. and as per gram panchayat records 6776 sq. yards in the name of M/s Fortune Paints Private Limited (now M/s Technopaints and Chemicals Limited).
b. Equitable mortgage of all the piece and parcel of the industrial urban vacant land (Acc roof shed is constructed without approval plan, hence value of the vacant land is considered) admeasuring 1503 sq yards farming a part of Survey number 405/AA1, situated at patanchervu village and Mandal, Sanga reddy District Telangana state, standing in the name of M/S Fortune Paints Private limited (Now Technopaints Private limited).
c. Equitable mortgage of the residential property situated at, flat No 31006, in 10th Floor, Cedar Block, Indu Fortune Fields, Phase XIII, KPHB Colony, Hyderabad, Telangana 500072 admeasuring 1865.36 sq. ft. of built-up area 256 Sq. ft. of car parking nos. 595 and 595A with undivided share of land admeasuring 72.22 sq. yards (out of total land 9.96 acres) in Sy. No. 1009 in the name of Sri Akuri Srinivasa Reddy.
d. Equitable mortgage of the residential property situated at, Flat no 102 (1st Floor), Hno 199/MIG / (MCH no 15-21-1/ MIG /199) Balaji Nagar, Kukatpally, Hyderabad500072, with a built up area of 850 sq. ft. and car parking area of 80 sq. ft. along with undivided share of land admeasuring 35 sq. yards (out of 213.88 sq. yards) in the name of Sri. Akuri Srinivasa Reddy.
e. Equitable mortgage of the industrial land situated in D. No. 127/15 Plot no 7/A, Industrial Park, Phase II Nadikudi Village, Dachepalli Mandal, Guntur-522414. To the extent of 9662.48 Sq. yards equivalent to 8077 sq. mts in the name of M/s Technopaints and Chemicals Pvt Ltd. (now M/s Technopaints and Chemicals Ltd.) Equitable mortgage of all commercial properties situated at, Shop no 205 & 206, Second Floor, No 8-3-166/6& 7, Bhavya Sree Arcade, Erragadda, Hyderabad 500018 admeasuring 882 Sq. Ft. of Built up area and car parking of 200 Sq. Ft. together with undivided share of land admeasuring 21 Sq. Yards (out of 1375 Sq. yards) in the name of M/s Fortune Paints Private Limited (now M/s Technopaints and Chemicals Limited).
f. Extension of Equitable mortgage of all that piece and parcel of Semi-finished villa No.118, having super builtup area of 6500 Sq.ft, consisting of Ground + 2 upper floors, admeasuring 409.60 Sq.yards inclusive verandas, balconies & external wall in "PROSPARA COUNTY" in S.No.29/p, 30/p, 31/p, 33/p, 34/p, 35/p, 41/p, 42/p, 43/p, 44/p, 45/p & 49 at Kismatpur Village, Gandipet Mandal, Rangareddy District now coming under Bandlagunda Jagir Municipal Corporation, Telangana State stands in the name of Mr.Akuri Srinivasa Reddy & Mrs. Akuri Sandhya.
g. Equitable mortgage of Residential property situated at Independent Duplex House with Municipal No.2-60/5/3/1/R332, on Plot No 151, admeasuring 183.33 Sq.Yards or Sq.Mtrs., with Plinth area 2099 Sq.feet (Consisting of Ground Floor,First Floor & Head Room RCC),and the layout named as "APR VAARAHI PRAVEEN"S HYNORA Nos. 16/29/0s/2/6:, 17/e/es/a/ GAGILLAPUR village and 790/29/99/09/09,791/29/29/29/e9, in DUNDIGAL Village, Dundigal Gandimaisamma Mandal, Under Dundigal Municipality ,Medchal-Malkajgiri District,Telangana and belongs to Mr.Akuri Srinivasa Reddy.

Name of the bank	Sanctioned amount	Type of loan	Rate of interest/commission	Security
h. Equitable mortgage of residential plot bearing No.19, admeasuring 222.21 Sq.Yds in "Kavuri One City Grove" Layout forming part of land admeasuring Ac.11-00 in Sy.No.330/P, Ac.3-20 in Sy.No.331/P and Ac.0-28 in Sy.No.332/P total admeasuring Ac.15-08, situated at Lemoor Village, under Lemoor Grama Panchayat, Kandukur Revenue Mandal, Ranga Reddy District in the name of Mrs.Akuri Sandhya W/o.Akuri Srinivasa Reddy. i. Equitable mortgage of residential plot bearing No.20, admeasuring 222.21 Sq.Yds inKavuri One City Grove" Layout forming part of land admeasuring Ac.11-00 in Sy.No.330/P, Ac.3-20 in Sy.No.331/P and Ac.0-28 in Sy.No.332/P total admeasuring Ac.15-08, situated at Lemoor Village, under Lemoor Grama Panchayat, Kandukur Revenue Mandal, Ranga Reddy District in the name of Mrs.Akuri Sandhya W/o.Akuri Srinivasa Reddy. j. Equitable mortgage of residential plot bearing No.37, admeasuring 222.21 Sq.Yds in 'Kavuri One City Grove" Layout forming part of land admeasuring Ac.11-00 in Sy.No.330/P, Ac.3-20 in Sy.No.331/P and Ac.0-28 in Sy.No.332/P total admeasuring Ac.15-08, situated at Lemoor Village, under Lemoor Grama Panchayat, Kandukur Revenue Mandal, Ranga Reddy District in the name of Mrs.Akuri Sandhya W/o.Akuri Srinivasa Reddy. k. Equitable mortgage of residential plot bearing No.38, admeasuring 222.21 Sq.Yds in 'Kavuri One City Grove" Layout forming part of land admeasuring Ac.11-00 in Sy.No.330/P, Ac.3-20 in Sy.No.331/P and Ac.0-28 in Sy.No.332/P total admeasuring Ac.15-08, situated at Lemoor Village, under Lemoor Grama Panchayat, Kandukur Revenue Mandal, Ranga Reddy District in the name of Mrs.Akuri Sandhya W/o.Akuri Srinivasa Reddy. l. Equitable mortgage of Residential Independent Duplex House bearing Municipal No.2-60/5/3/1/R334,on Plot No.9, with PTIN No.1232502292 admeasuring 185 Sq.Yards or 154.68 Sq.Mtrs.,with Plinth area 2086 Sq.feets (Consisting of Ground Floor, First Floor & Head Room RCC),and the layout named as "APR VAARAHI PRAVEEN"S HYNORA "(formerly known as VAARAHI VAAHINI ENCLAVE) in survey Nos. 14,15,16,17,14/e9/e9/2/63, 15/e9/e9//63, 16/e/e9/2/63, 17/e/es// in GAGILLAPUR village and 790, 791, 790/e/e/es/e9,791/e9/e/es/e, in DUNDIGAL Village ,Dundigal Gandimaisamma Mandal,Under Dundigal Municipality,Medchal- Malkajgiri District, Telangana stands in the name of Mr.Akuri Srinivasa Reddy, S/o.Mr.AkuriKitcha Reddy. m. Exclusive charge on fixed assets (Plant and Machinery) on both present and future save and except vehicles and other assets specifically financed by other financiers. Lien of RD vide A/c No.27530300031673 (monthly Rs.10.00 lakhs for a period of 36 months)				
HDFC Bank Limited	180.00	Working Capital Loan	8.24%	1) Primary Security: Hypothecation of entire current assets of the company including but not limited to raw material, stock in process, semi-finished goods, finished goods and book debts both present and future along with HDFC Bank& IDFC Bank on pari-passu basis. 2)Collateral security: 1. RESIDENTIAL – Sy. No. 507/1-B-3-A, Dacherapalli Mandal, Guntur District, 507/1-A-3-C, 507/1B1A, 499/1-C, Ramapuram Village, Sri Nagar Sri Gram Panchayat, 522601, Guntur. 2. RESIDENTIAL FLAT – Flat Bearing No. 1702 on 17th Floor, Aditya Empress Towers, New Block-M, Ward No. 13, situated at Shaikpet Village, Puranabagh, Tolichowki Area, Shaikpet Mandal, in H-Block, in Sy. Nos. 18, 19, 20, 21, 27, 28, 29, 30 & 31, in Ward No. 8, Block No. 1500001 Bus Stop. 3. RESIDENTIAL FLAT – Flat Bearing No. 1707 on 17th Floor, Aditya Empress Towers, New Block-M, Ward No. 13, situated at Shaikpet Village, Puranabagh, Tolichowki Area, Shaikpet Mandal, in H-Block, in Sy. Nos. 18, 19, 20, 21, 27, 28, 29, 30 & 31, in Ward No. 8, Block No. 1500001 Bus Stop. 4. COMMERCIAL – Plot No. 1, Aizzat Nagar Village, Serilingampally Mandal, 1B (forming part of Plot No. 1), “Gem Silver Star”, part of “Silpa Hills”, 500001 Bus Stop.
HDFC Bank Limited	110.00	Term loan	8.12%-8.53%	
HDFC Bank Limited	85.70	Bank guarantee	1.00%	
IDFC First bank	100.00	Working capital loan	Repo Rate + 2.5% + 1.25% (Spread)	1) Primary Security: Hypothecation of entire current assets of the company including but not limited to raw material, stock in process, semi-finished goods, finished goods and book debts both present and future along with HDFC Bank& IDFC Bank on pari-passu basis. 2)Collateral security:Yet to be created.
IDFC First bank	250.00	Bank guarantee	1.00%	

Name of the bank	Sanctioned amount	Type of loan	Rate of interest/commission	Security
Oxzyo Finance Limited	100.00	Working capital term loan	12.00%	Open Land on survey no 90/E1,90/E,4/2,90/E2.90/U, Munidevuni pally Village ,kondapur mandal ,sangareddy Dt ,Telangana 501203

Notes:

1. The Company has not defaulted in any payments to banks for Principal or interest

Terms of borrowings

Name of the bank	Type of loan	Tenure	Repayment Terms
Bank of baroda	Working capital loan	12 Months	On Demand
HDFC Bank Limited	Working Capital Loan	12 Months	On Demand
HDFC Bank Limited	Term loan	60-84 Months	EMI No.1 : INR 0.23 Mn ending on June 7, 2030 EMI No. 2- INR 0.45 Mn ending on February 7, 2031 EMI No. 3 - INR 1.00 Mn ending on September 7, 2030
HDFC Bank Limited	Bank guarantee	12 Months	1085 days
IDFC First bank	Working capital loan	12 Months	On Demand
IDFC First bank	Bank guarantee	12 Months	5 Years
Oxzyo Finance Limited	Working capital term loan	60 Months	Quarterly Repayment of Rs. 5. Million each, starts from Dec'2025 to Till Sep'2030

(b) Vehicle Loans

Name of the bank	Sanctioned amount	Type of loan	Rate of interest/commission	Security
Total Vehicle Loans	46.70	Vehicle Loans	8.24% - 13.19%	Respective Vehicles

(c) Changes in liabilities arising from financing activities:

	As at 01-Apr-25	Cash inflows	Repayment	Others	As at 31-Mar-26
Term loans from banks (including current maturities)	102.34	99.24	-	-	201.58
Loans from related parties	81.27	(56.05)	-	-	25.22
Lease Liabilities	64.46	9.21	(14.33)	6.43	65.76
Loans repayable on demand	351.29	353.56	-	-	704.85
	599.36	**405.96**	**(14.33)**	**6.43**	**997.42**

	As at 01-Apr-24	Cash inflows	Repayment	Others	As at 31-Mar-25
Term loans from banks (including current maturities)	121.06	(18.72)	-	-	102.34
Loans from related parties	37.79	43.48	-	-	81.27
Lease Liabilities	41.75	26.31	(8.74)	5.14	64.46
Loans repayable on demand	346.58	4.72	-	-	351.29
	547.17	**55.79**	**(8.74)**	**5.14**	**599.36**

	As at 01-Apr-23	Cash inflows	Repayment	Others	As at 31-Mar-24
Term loans from banks (including current maturities)	24.35	96.71	-	-	121.06
Loans from related parties	67.21	(29.42)	-	-	37.79
Lease Liabilities	0.93	41.34	(1.64)	1.12	41.75
Loans repayable on demand	257.47	89.10	-	-	346.58
	349.95	**197.74**	**(1.64)**	**1.12**	**547.17**

16 Lease liabilities (Refer Note: 36)

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Non-current			
Lease liabilities	55.30	57.42	39.91
	55.30	**57.42**	**39.91**
Current			
Lease liabilities	10.47	7.04	1.84
	10.47	**7.04**	**1.84**

17 Other financial liabilities

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Non-current			
Margin money deposits	31.93	29.03	26.39
Channel Partner Deposits	20.12	10.23	8.26
	52.05	**39.26**	**34.65**
Current			
Employee payables	11.57	7.77	5.99
Other payables	2.61	9.11	5.91
	14.18	**16.87**	**11.90**

18 Provisions

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Non-current			
Provision for gratuity	3.71	5.56	0.21
Provision for compensated absences		-	-
	3.71	**5.56**	**0.21**
Current			
Provision for gratuity	0.20	0.15	3.24
Provision for compensated absences	2.04	-	-
Provision for expenses	6.76	2.45	-
	9.00	**2.60**	**3.24**

19 Deferred tax assets / (liabilities), net

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Property, plant and equipment	(13.86)	(12.74)	6.87
Right of use asset and lease liabilities	1.26	0.31	(0.28)
Security deposits receivables	0.66	0.68	0.45
Provision for expected credit loss (ECL)	10.92	(5.40)	1.97
Provision for expected sales returns	3.90	(2.55)	2.79
Provision for defective liability period	-	-	-
Margin money and retention money payables	(2.26)	(1.09)	(0.57)
Provision for employee benefits expense	1.50	1.44	0.87
	2.11	**(19.35)**	**12.12**

Note: Deferred tax assets/(liabilities), net, recognised in the Restated Statement of profit and loss and OCI:

For the year ended 31 March 2026:

	As at 01 April 2025	**(Charged) / credited to Restated Statement of Profit and Loss**	**(Charged) / credited to OCI**	**As at 31 March 2026**
Property, plant and equipment	(12.74)	(1.12)	-	(13.86)
Right of use asset and lease liabilities	0.31	0.95	-	1.26
Security deposits receivables	0.68	(0.02)	-	0.66
Provision for expected credit loss (ECL)	(5.40)	16.31	-	10.92
Provision for expected sales returns	(2.55)	6.45	-	3.90
Provision for defective liability period	-	-	-	-
Margin money and retention money payables	(1.09)	(1.17)	-	(2.26)
Provision for employee benefits expense	1.44	0.48	(0.42)	1.50
	(19.35)	**21.89**	**(0.42)**	**2.11**

For the year ended 31 March 2025:

	As at 01 April 2024	**(Charged) / credited to Restated Statement of Profit and Loss**	**(Charged) / credited to OCI**	**As at 31 March 2025**
Property, plant and equipment	6.87	(19.61)	-	(12.74)
Right of use asset and lease liabilities	(0.28)	0.58	-	0.31
Security deposits receivables	0.45	0.22	-	0.68

Provision for expected credit loss (ECL)	1.97	(7.37)	-	(5.40)
Provision for expcted sales returns	2.79	(5.34)	-	(2.55)
Provision for defective liability period	-	-	-	-
Margin money and retention money payables	(0.57)	(0.52)	-	(1.09)
Provision for employee benefits expense	0.87	0.70	(0.13)	1.44
	12.12	**(31.33)**	**(0.13)**	**(19.35)**

For the year ended 31 March 2024:

	As at 01 April 2023	(Charged) / credited to Restated Statement of Profit and Loss	(Charged) / credited to OCI	As at 31 March 2024
Property, plant and equipment	1.10	5.77	-	6.87
Right of use asset and lease liabilities	(0.01)	(0.27)	-	(0.28)
Security deposits receivables	0.48	(0.03)	-	0.45
Provision for expected credit loss (ECL)	0.63	1.34	-	1.97
Provision for expcted sales returns	2.09	0.70	-	2.79
Provision for defective liability period	-	-	-	-
Margin money and retention money payables	(0.51)	(0.06)	-	(0.57)
Provision for employee benefits expense	-	0.87	-	0.87
	3.80	**8.32**	**-**	**12.12**

20 Trade payables

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
- total outstanding dues of micro and small enterprises;	40.22	6.28	-
- creditors for capital goods	-	0.93	0.62
- total outstanding dues of creditors other than micro and small enterprises (Supplier of services)	976.92	367.21	69.15
- total outstanding dues of creditors other than micro and small enterprises(Supplier of goods)	310.35	404.61	204.04
	1,327.49	**779.03**	**273.81**

Notes:

Amounts due to related parties out of the above trade payable (Refer note: 37)
Refer Note 40 for information about the Company's exposure to financial risks.
Trade payables are non-interest bearing and are normally settled within 60 to 90 days.

Trade payables ageing schedule:

As at 31 March 2026	**Not due**	**Outstanding for following periods from due date of payment**				**Total**
		<1 year	**1-2years**	**2-3years**	**>3 years**	
MSME	-	40.20	0.03	-	-	**40.22**
Others	-	1,191.34	95.92	-	-	**1,287.27**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - others	-	-	-	-	-	**-**
	-	**1,231.54**	**95.95**	**-**	**-**	**1,327.49**

As at 31 March 2025	**Not due**	**Outstanding for following periods from due date of payment**				**Total**
		<1 year	**1-2years**	**2-3years**	**>3 years**	
MSME	-	6.28	-	-	-	**6.28**
Others	-	772.75	-	-	-	**772.75**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - others	-	-	-	-	-	**-**
	-	**779.03**	**-**	**-**	**-**	**779.03**

As at 31 March 2024	**Not due**	**Outstanding for following periods from due date of payment**				**Total**
		<1 year	**1-2years**	**2-3years**	**>3 years**	
MSME	-	-	-	-	-	**-**
Others	-	273.81	-	-	-	**273.81**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - others	-	-	-	-	-	**-**
	-	**273.81**	**-**	**-**	**-**	**273.81**

(d) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006: The amount due to Micro and Small Enterprises as defined in the 'The Micro, Small and Medium Enterprises Development Act, 2006' has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to Micro, Small and Medium Enterprises are as under:

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
(i) Principal amount remaining unpaid to supplier at the end of the year	40.22	6.28	-
(ii) Interest due thereon remaining unpaid to supplier at the end of the year	3.60	0.59	-
(iii) Payment made to suppliers (other than interest) beyond the appointed day, during the year	-	-	-
Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)	-	-	-
(v) Interest paid to suppliers under MSMED Act (Section 16)	-	-	-
(vi) Interest due and payable to suppliers under MSMED Act, for payments already made	-	-	-
(vii) Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act (ii) + (vi)	3.60	0.59	-

21 Other current liabilities

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Statutory dues payable	181.88	106.92	55.11
Capital Advances	20.30	41.55	-
Refund liability	49.76	32.59	35.64
Advances received from customers	96.37	84.21	161.20
	348.31	**265.26**	**251.96**

22 Current tax liabilities (net)

	As at		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Current			
Provision for tax, net of advance taxes	69.86	43.01	15.27
	69.86	**43.01**	**15.27**

23 Revenue from operations

	For the year ended		
	31st March, 2026	**31st March, 2025**	**31st March, 2024**
Revenue from turnkey projects	3,198.23	1,856.29	1,111.61
Revenue from sale of products	306.81	224.66	247.17
	3,505.04	**2,080.95**	**1,358.78**

The Company's turnkey painting solutions are an integrated offering of products and services, which include paint products and painting/application services

Revenue from contracts with customers

Set out below is the disaggregation of the Company's revenue from contracts with customers and reconciliation to profit and loss account:

		31-Mar-26	**31-Mar-25**	**31-Mar-24**
(i)	**Revenue from contracts with customers comprises of:**			
	Revenue from turnkey projects	3,198.23	1,856.29	1,111.61
	Revenue from sale of products	323.99	221.60	256.08
	Refund liabilities	(17.18)	3.06	(8.91)
		3,505.04	**2,080.95**	**1,358.78**
(ii)	**Primary geographical markets**			
	In India	3,522.22	2,077.89	1,367.69
	Outside India	-	-	-
	Refund liabilities	(17.18)	3.06	(8.91)
		3,505.04	**2,080.95**	**1,358.78**
(iii)	**Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price**			
	Revenue as per contract	3,522.22	2,077.89	1,367.69
	Adjustments for:			
	— *Volume discounts / rebates*	-	-	-
	— *Price escalation clauses*	-	-	-
	— *Refund liabilities*	(17.18)	3.06	(8.91)
	Total Revenue from contracts with customers	**3,505.04**	**2,080.95**	**1,358.78**
(iv)	**Timing of revenue recognition**			
	At a point in time	3,522.22	2,077.89	1,367.69
	Over a period of time	-	-	-
	Refund liabilities	(17.18)	3.06	(8.91)
		3,505.04	**2,080.95**	**1,358.78**

(v) **Assets and liabilities related to contracts with customers**

	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Trade receivables	2,058.51	1,118.17	545.93
Advance from customers	96.37	84.21	161.20
Contract assets	34.29	22.45	24.56
Refund liability	49.76	32.59	35.64

24 Other income

	For the year ended		
	31st March, 2026	**31st March, 2025**	**31st March, 2024**
Interest income on bank deposits	0.67	0.61	0.58
Interest income on deposits measured at amrotized cost	15.80	3.02	-
Discount Received	0.18	0.44	0.64
Profit on sale of property, plant and equipment (net)	-	10.56	0.25
Fair value gain on Financial liability measured at amortized cost	-	-	19.59
Profit on sale of investment property	1.40	1.65	-
Rental income	0.29	0.24	0.24
Interest Income on Rental Deposits	-	1.34	0.46
Chit Dividend	-	3.69	-
Income From Dealer Service	-	3.64	-
Miscellaneous income	0.88	-	-
	19.23	**25.19**	**21.77**

	31st March, 2026	31st March, 2025	31st March, 2024
25 Cost of materials consumed			
Raw material at the beginning of the year	135.57	98.36	49.44
Add: Purchases	1,062.76	834.69	669.10
Less: Raw material at the end of the year	(122.55)	(135.57)	(98.36)
	1,075.78	**797.49**	**620.18**

	31st March, 2026	31st March, 2025	31st March, 2024
26 Manufacturing Expenses			
Boarding & Lodging Expenses	14.98	11.01	4.47
Factory Electricity Expenses	3.33	2.98	2.73
Insurance & Handling Charges	0.17	0.08	0.09
Salaries, Wages and welfare expenses	34.91	22.03	20.17
Transport & Carriage Expense	18.87	18.46	17.65
	72.26	**54.55**	**45.11**

27 Changes in inventories

	For the year ended		
	31st March, 2026	31st March, 2025	31st March, 2024
Opening Finishing Goods	125.49	61.04	48.36
Opening WIP	366.84	286.24	120.54
Less: Closing Finishing Goods	(132.86)	(125.49)	(61.04)
Less Closing WIP	(275.36)	(366.84)	(286.24)
	84.12	**(145.05)**	**(178.38)**

28 Employee benefits expense

	For the year ended		
	31st March, 2026	31st March, 2025	31st March, 2024
Salaries and wages	103.48	63.12	37.87
Employee Bonus	0.52	0.10	-
Directors Remuneration	17.85	12.00	6.90
Contribution to provident fund and other funds	5.23	3.80	4.38
Gratuity expense	1.83	2.89	3.45
Staff welfare expenses	5.59	2.11	2.82
	134.49	**84.02**	**55.42**

29 Finance costs

	For the year ended		
	31st March, 2026	31st March, 2025	31st March, 2024
Interest expense on Working Capital & Term Loan	65.54	40.18	35.43
Interest expense on lease liabilities	6.43	5.14	1.12
Loan Processing Fee	6.58	2.64	0.72
Interest expenses on financial liability measured at amortized c	4.75	3.99	3.22
Bank Charges	1.78	2.61	0.08
	85.08	**54.56**	**40.58**

30 Depreciation and amortisation expense

	For the year ended		
	31st March, 2026	31st March, 2025	31st March, 2024
Depreciation on plant, property and equipment	19.39	20.66	14.74
Amortization of Intangible assets	0.20	0.00	-
Depreciation on right-of- use asset	12.04	7.06	1.27
	31.63	**27.72**	**16.01**

31 Other expenses

	For the year ended		
	31st March, 2026	**31st March, 2025**	**31st March, 2024**
Advertisement, branding and marketing expenses	60.58	88.32	123.45
Rates and taxes	1.02	4.20	0.25
Provisional for Expected Credit Loss	21.94	13.59	5.33
Fair value differential on security deposits	25.85	23.43	3.36
Printing and Stationery	2.13	2.96	1.11
Rent (Refer note: 36)	2.20	0.76	1.80
Interest and late charges on GST and TDS	6.79	8.98	0.21
Electricity expenses	1.45	1.44	1.32
Audit fees(refer note (i) below)	1.00	0.50	0.40
Repairs and maintenance: others	4.12	4.46	7.08
Legal and professional charges	11.28	8.15	6.53
Loss on sale of property, plant and equipment (net)	1.17	-	-
Chit bid loss	0.94	2.54	-
Travelling expenses	4.72	8.41	6.04
Transport Charges	23.29	17.03	10.78
Donations	-	2.00	-
Miscellaneous expenses	6.31	1.47	0.70
CSR Expenses (refer note (ii) below)	3.74	1.91	-
Advances written off	51.45	-	-
Commission charges	5.34	0.15	10.14
Office maintenance	8.76	3.07	0.97
Telephone and Internet charges	0.87	0.44	0.50
Security Expenses	1.90	1.60	1.56
Postage&Courier Charges	0.17	0.04	0.02
Insurance	2.91	0.80	0.92
	249.95	**196.27**	**182.46**

(i) Details of payments to auditors:

	31st March, 2026	**31st March, 2025**	**31st March, 2024**
As auditor:			
-Statutory audit fees	0.75	0.50	0.40
-Tax audit fee	-	-	-
-Certification fee	0.25	-	-

(ii) Details of CSR expenditure:

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average

		For the year ended		
		31st March, 2026	**31st March, 2025**	**31st March, 2024**
(a)	Gross amount required to be spent during the year	3.73	1.91	-
(b)	Amount spent during the year			
	i) Construction/ acquisition of any asset	-	-	-
	ii) on purposes other than (i) above	3.74	1.91	-
(c)	Excess spent during previous years	-		
(d)	Shortfall/(Excess) at the end of the year	(0.01)	-	-
(e)	Total of previous years shortfall	-	-	-
(f)	Reason for shortfall	NA	NA	NA
(g)	Details of related party transactions	NA	NA	NA
(h)	Provision made during the year	-	-	-

32 First-time adoption of IND AS

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards:
(a) Reconciliation of total equity as at April 01, 2023,March 31, 2024 and as at March 31, 2025.
(b) Reconciliation of total comprehensive income for the year ended March 31, 2024 and March 31, 2025.
(c) Impact of Ind AS adoption on the statement of cash flows for the year ended March 31, 2024 March 31, 2025.
(d) Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.

(a) Reconciliation of balance sheet as at date of transition April 01, 2023

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	177.52	(20.25)	157.27
Right-of-use assets	i(iv)	-	0.96	0.96
Capital work-in-progress	(x)	39.91	-39.91	-
Investment properties		-	57.33	57.33
Other intangible assets		-	-	-
Financial assets			-	
Other financial assets	i(iv)&i(ix)	-	37.89	37.89
Deferred tax asset (net)			-	
Income tax assets (net)		-	-	-
Other non current assets		2.11	-2.11	-
Total non-current assets		**219.54**	**33.91**	**253.45**
Current assets				
Inventories		218.34	(0.00)	218.34
Contract assets		0.00	18.42	18.42
Financial assets			0.00	
Trade receivables	i(v)	126.85	(2.52)	124.33
Cash and cash equivalents		60.68	(8.57)	52.10
Bank balances other than cash and cash equivalent		-	-	-
Loans			-	-
Other financial assets		-	-	-
Current tax assets (net)		-	-	-
Short Term Loans & Advances		17.08	(17.08)	0.00
Other current assets		50.00	(22.10)	27.90
Total current assets		**472.95**	**-31.85**	**441.09**
Total assets		**692.49**	**2.06**	**694.54**
Equity and liabilities				
Equity				
Equity share capital		9.20	-	9.20
Other equity	i(itoxii)	150.95	(16.16)	145.44
Total equity		**160.15**	**(16.16)**	**154.64**
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	96.70	(5.15)	91.55
Lease liabilities	i(iv)	0.00	0.80	0.80
Trade Payables		-	-	-
i) Total outstanding dues of micro enterprises and small enterprises			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-	-
Other financial liabilities		-	3.13	3.13
Employee benefit obligations		-	-	-
Deferred Tax Liabilities (net)	i(iii)	4.13	(7.93)	(3.80)
Other non-current liabilities		-	-	
Total non-current liabilities		**100.83**	**(9.15)**	**91.68**
Current liabilities				
Financial liabilities				
Borrowings		257.47	(0.00)	257.47
Lease liabilities	i(iv)	-	0.13	0.13
Trade payables			-	-
i) Total outstanding dues of micro enterprises and small enterprises		-	-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		143.72	0.71	144.43
Other financial liabilities		-	7.64	7.64
Other current liabilities	i(viii)	12.93	19.09	32.02
Employee benefit obligations		-	-	-
Short Term Provisions		17.39	(17.39)	-
Total current liabilities		**431.52**	**16.72**	**448.24**
Total liabilities		**532.34**	**7.58**	**539.92**

Total equity and liabilities		**692.49**	**(8.58)**	**694.56**

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(b) Reconciliation of balance sheet as at March 31, 2024

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	228.35	(53.73)	174.62
Right-of-use assets	i(iv)	-	42.83	42.83
Capital work-in-progress	x)	6.35	(6.35)	-
Investment properties		-	71.01	71.01
Intangible assets		-	-	-
Intangible assets under development			-	-
Financial assets			-	
Other financial assets	i(iv)&i(ix)	-	55.98	55.98
Deferred tax asset (net)			12.12	12.12
Non Current Investments		47.25	(47.25)	-
Other non current assets		3.87	(3.87)	-
Total non-current assets		**285.83**	**70.73**	**356.56**
Current assets				
Inventories		445.64	(0.00)	445.64
Contract assets		-	24.56	24.56
Financial assets			-	
Trade receivables	i(v)	392.58	153.35	545.93
Cash and cash equivalents		44.38	(8.57)	35.81
Bank balances other than (iii) above			-	-
Loans			-	-
Other financial assets		-	-	-
Short Term Loans & Advances		7.40	(7.40)	-
Other current assets		104.31	(71.42)	32.89
Total current assets		**994.31**	**90.52**	**1,084.83**
Total assets		**1,280.13**	**161.26**	**1,441.39**
Equity and liabilities				
Equity				
Equity share capital		11.04	-	11.04
Other equity	i(itoxii)	281.69	10.46	292.15
Share appliocationn money pending allotment		-		
Total equity	i(vii)	**292.73**	**10.46**	**303.19**
	i(iv)			
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	135.93	7.98	143.91
Lease liabilities	i(iv)	-	39.91	39.91
Other financial liabilities		-	34.65	34.65
Employee benefit obligations		-	0.21	0.21
Deferred Tax Liabilities (net)	i(iii)	6.87	(6.87)	-
Other non-current liabilities		82.20	(82.20)	-
Total non-current liabilities		**224.99**	**(6.31)**	**218.68**
Current liabilities				
Financial liabilities				
Borrowings		371.08	(9.57)	361.51
Lease liabilities	i(iv)	-	1.84	1.84
Trade payables		-	-	
i) Total outstanding dues of micro enterprises and small enterprises			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		271.74	2.07	273.81
Other financial liabilities		-	11.90	11.90
Other current liabilities	i(viii)	73.64	178.33	251.96
Provisions			3.24	3.24
Employee benefit obligations		-	-	-
Current tax liabilities (net)		-	15.27	15.27
Short Term Provisions		45.96	(45.96)	-
Total current liabilities		**762.41**	**157.12**	**919.52**
Total liabilities		**987.41**	**150.81**	**1,138.20**
Total equity and liabilities		**1,280.13**	**161.26**	**1,441.39**

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(c) Reconciliation of profit or loss for the year ended March 31, 2024

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Income				
Revenue from operations	i(viii)	1,367.69	(8.91)	1,358.78
Other income	i(ix) & i(iv)	1.72	20.05	21.77
Total income		**1,369.41**	**11.14**	**1,380.55**
Expenses				
Cost of materials consumed		626.32	(6.14)	620.18
Manufacturing Expenses		48.56	(3.44)	45.11
Changes in inventories of finished goods		(178.38)	0.00	(178.38)
Contract Expenses		424.55	(10.78)	413.78
Employee benefits expense	i(ii)	48.31	7.11	55.42
Finance costs	i(iv) & i(vii)	37.82	2.76	40.58
Depreciation and amortization expense	i(iv)	13.78	2.23	16.01
Other expenses	i(ii) & i(v) & i(viii)	168.09	14.37	182.46
Total expenses		**1,189.05**	**6.11**	**1,195.16**
Profit /(Loss) before exceptional items and tax		**180.36**	**5.03**	**185.39**
Exceptional items		-	-	-
Profit before tax		**180.36**	**5.03**	**185.39**
Tax expense				
Current tax		45.96	0.00	45.96
Deferred tax		2.74	(11.06)	(8.32)
Total tax expense		**48.70**	**(11.06)**	**37.64**
Profit for the year		**131.66**	**16.09**	**147.75**
Dividend (Appropriation)		**(0.92)**	0.92	
Net Profit Available to Equity Share Holders		**130.74**	**17.01**	**147.75**
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurements of defined benefit plans		-	-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-	-
Total other comprehensive income for the year		-	-	-
Total comprehensive income		**130.74**	**17.01**	**147.75**

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(d) Reconciliation of balance sheet as at March 31, 2025

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	256.35	13.12	269.47
Right-of-use assets	i(iv)	-	63.22	63.22
Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)	x)	-	-	-
Investment properties		-	58.60	58.60
Goodwill	(xvi)	31.93	(31.93)	-
Intangible assets		-	-	-
Other Intangible assets		-	0.04	0.04
Financial assets		-	-	
Investments		-	-	-
Loans	i(iv)&i(ix)	-	56.07	56.07
Other financial assets		-	-	-
Deferred tax asset (net)			-	-
Non Current Investments		43.60	(43.60)	
Other non current assets		7.12	(7.12)	-
Total non-current assets		**339.00**	**108.40**	**447.40**
Current assets				
Inventories		627.90	0.00	627.90
Contract assets		-	22.45	22.45
Financial assets		-	-	
Investments		-	-	-
Trade receivables	i(v)	1,071.98	46.19	1,118.17
Cash and cash equivalents		176.87	(29.10)	147.77
Bank balances other than cash and cash equivalent		-	20.52	20.52
Loans		-	-	-
Other financial assets		-	-	-
Current tax assets (net)		-	-	-
Short Term Loans & Advances		101.50	(101.50)	-
Other current assets		128.12	98.86	226.98
Total current assets		**2,106.37**	**57.42**	**2,163.79**
Assets classified as held for sale			-	-
Total assets		**2,445.38**	**165.82**	**2,611.19**
Equity and liabilities				
Equity				
Equity share capital		157.45	0.00	157.45
Other equity	i(itoxii)	696.14	(12.69)	683.45
Money Received against share warrants		53.63	(53.63)	
Total equity		**907.21**	**(66.31)**	**840.90**
Share appliocationn money pending allotment		0.30	-	0.30
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	167.77	(2.03)	165.74
Lease liabilities	i(iv)	-	57.42	57.42
Others			39.26	39.26
Trade Payables		-	5.56	5.56
Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises			-	-
Other financial liabilities	i(vii)	-	-	-
Employee benefit obligations		-	-	-
Deferred Tax Liabilities (net)	i(iv)	9.47	9.88	19.35
Other non-current liabilities		98.61	(98.61)	-
Total non-current liabilities		**275.84**	**11.49**	**287.33**
Current liabilities				
Financial liabilities				
Borrowings		369.16	0.00	369.16
Lease liabilities	i(iii)	-	7.04	7.04
Trade payables		-	-	
i) Total outstanding dues of micro enterprises and small enterprises		-	6.28	6.28
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		574.64	198.11	772.74
Other financial liabilities		-	16.87	16.87
Other current liabilities	i(viii)	237.65	27.61	265.26
Provisions			2.60	2.60
Employee benefit obligations		-	-	-
Current tax liabilities (net)		-	43.01	43.01
Inter unit balances		-	-	-
Short Term Provisions		80.58	(80.58)	-
Total current liabilities		**1,262.03**	**220.94**	**1,482.96**
Total liabilities		**1,537.87**	**232.42**	**1,770.29**
Total equity and liabilities		**2,445.38**	**166.12**	**2,611.49**

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(e) Reconciliation of profit or loss for the year ended March 31, 2025

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Income				
Revenue from operations	i(viii)	2,077.89	3.06	2,080.95
Other income	i(ix) & i(iv)	24.25	0.95	25.19
Total income		**2,102.14**	**4.00**	**2,106.14**
Expenses				
Cost of materials consumed		749.74	47.75	797.49
Manufacturing Expenses		60.67	(6.12)	54.55
Changes in inventories of finished goods		(145.05)	(0.00)	(145.05)
Painting Service Expenses		751.94	(0.00)	751.94
Employee benefits expense	i(ii)	71.59	12.43	84.02
Finance costs	i(iv) & i(vii)	45.88	8.68	54.56
Depreciation and amortization expense	i(iv)	20.66	7.07	27.72
Other expenses	i(ii) & i(v) & i(viii)	219.50	(23.23)	196.27
Total expenses		**1,774.93**	**46.57**	**1,821.50**
Profit /(Loss) before exceptional items and tax		**327.21**	**(42.57)**	**284.64**
Exceptional items		-	0.00	-
Profit before tax		**327.21**	**(42.57)**	**284.64**
Tax expense				
Current tax		80.58		86.76
MAT credit expenditure		-	-	-
Deferred tax		2.60	28.73	31.33
Total tax expense		**83.18**	**28.73**	**118.10**
Profit for the year		**244.02**	**(71.30)**	**166.54**
Dividend (Appropriation)		**(7.74)**	7.74	
Net Profit Available to Equity Share Holders		**236.29**	**(63.57)**	**166.54**
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurements of defined benefit plans		-	0.52	0.52
Income tax relating to items that will not be reclassified to profit or loss		-	(0.13)	(0.13)
Total other comprehensive income for the year		-	0.39	0.39
Total comprehensive income		**236.29**	**(63.17)**	**166.94**

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(f) Reconciliation of total equity as at March 31, 2025, March 31, 2024 and April 01, 2023

Particulars		As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Equity share capital		157.45	11.04	9.20
Other equity		749.76	281.69	150.95
Shareholder's equity as per Indian GAAP (A)		**907.21**	**292.73**	**160.15**
Add/(Less): Adjustment				
ROU assets creation as per Ind AS 116		68.59	42.27	0.93
ROU assets creation on account of rental deposits		2.96	1.83	0.03
ROU lease liability creation as per Ind AS 116		(68.59)	(42.27)	(0.93)
Fair valuation of rental deposits		(2.96)	(1.83)	(0.03)
Fair valuation of other deposits		(32.12)	(5.28)	(1.92)
Provision for expected credit loss		(21.44)	(7.85)	(2.52)
Depreciation on ROU Assets		(6.77)	(1.22)	
Interest on lease liability		(5.14)	(1.12)	
Rental expenses to be adjusted to lease liability		8.74	1.64	
Depreciation on ROU Assets on account of rental deposits		(0.29)	(0.05)	
Interest income on security deposits		0.95	0.46	
Impact on account of gratyity as per ind as 19		(0.00)	(0.21)	
Impact on account of difference in Deferred taxes		(10.31)	18.99	7.92
Adjustment relating measurement of investment property		(3.77)	(3.77)	(2.82)
Provision for expected sales returns		(32.56)	(35.64)	(26.73)
Interest expenses on financial liability measured at amortized cost		19.82	19.96	2.02
Adjustment relating to Contract asset		22.44	24.55	18.42
Adjustment on Provision for expected defective liability		0.00	0.00	0.00
Adjustment relating to income tax of elariler periods		(6.18)	0.00	0.00
		0.00	0.00	0.00
Total adjustments (B)		**(66.62)**	**10.46**	**(5.63)**
Shareholder's equity as per Ind AS (A+B)		**840.59**	**303.19**	**154.52**

(g) Reconciliation of total comprehensive loss for the year ended March 31, 2024 and 31 March 2025

Particulars		As at March 31, 2025	As at March 31, 2024
Profit after tax as per Indian GAAP (A)		**244.02**	**131.66**
Add/(Less): Adjustment			
Depreciation on investment property		0.00	(0.95)
ROU Depreciation		(6.77)	(1.22)
Lease liability Interest		(5.14)	(1.12)
Rental expenses		8.74	1.64
Security Deposits Due to depreciation as per Ind AS 116		(0.29)	(0.05)
Security Deposits Due to interest income as per Ind AS 116		0.24	0.03
Impact on account of gratyity as per ind as 19		(0.00)	(0.21)
Impact on account of ECL Ind AS 109		(13.59)	(5.33)
Fair valuation of security deposits		(26.84)	(3.36)
Interest on security deposits		0.71	0.43
Adjustments due to Deferred Tax		(28.74)	11.06
Provision for expected sales returns		3.06	(8.91)
Interest expenses on financial liability measured at amortized cost		(0.14)	17.94
Adjustment relating to Contract asset		(2.14)	6.14
Adjustment on Provision for expected defective liability		0.00	0.00
Adjustment relating to income tax of elariler periods		(6.18)	0.00
Adjustment on account of change in measurement of depreciation		0.00	0.00
Others		0.00	0.00
Total comprehensive income/(loss)		**166.94**	**147.76**

(h) Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2024

Particulars	Indian GAAP	Adjustments	Ind AS
Net cash flow from operating activities	(32.20)	53.00	(85.66)
Net cash flow from investing activities	(68.63)	(22.89)	(45.74)
Net cash flow from financing activities	84.53	(30.59)	115.11
Net increase / (decrease) in cash and cash equivalents	(16.30)	(0.47)	(16.29)
Cash and cash equivalents as at April 01, 2023	60.68	8.58	52.10
Cash and cash equivalents as at March 31, 2024	44.38	8.11	35.81

Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2025

Particulars	Indian GAAP	Adjustments	Ind AS
Net cash flow from operating activities	(75.97)	45.00	(121.18)
Net cash flow from investing activities	(164.69)	(60.88)	(103.81)
Net cash flow from financing activities	373.13	36.18	336.95
Net increase / (decrease) in cash and cash equivalents	132.47	20.31	111.96
Cash and cash equivalents as at April 01, 2024	44.38	8.57	35.81
Cash and cash equivalents as at March 31, 2025	176.85	28.87	147.77

Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)

CIN: U24220TG2008PLC058787

Annexure VI: Notes to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

(i) Notes to first-time adoption under "Ind AS 101" (including Optional exemptions and Mandatory exceptions availed on first time adoption of Ind AS):

(i) Deemed Cost

The Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as at April 01, 2023 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

(ii) Remeasurement gain/(loss) of net defined benefit plan

Under Previous GAAP the Company recognized actuarial gains and losses in the statement of profit and loss. Under Ind AS 19 – Employee Benefits, actuarial gains and losses on defined benefit obligations are recognised in Other Comprehensive Income (OCI) and not through the statement of profit and loss. Employee benefit liabilities are measured at the present value of the defined benefit obligations using the projected unit credit method.

Impact as at April 01, 2023:
a) There is no impact on tranisition date on account of employee benefits.

Impact as at March 31, 2024:
a) Recognition of gratuity expense of INR 0.21 million in the statement of profit and loss, increasing the employee benefit expenses.
b) Actuarial gain of INR 0.00 million on remeasurement of gratuity was recognised in Other Comprehensive Income (OCI).

Impact as at March 31, 2025:
a) Recognition of gratuity expense of INR 0.00 million in the statement of profit and loss, increasing the employee benefit expenses.
b) Actuarial gain of INR 0.52 million on remeasurement of gratuity was recognised in Other Comprehensive Income (OCI).

(iii) Deferred Tax

Under Previous GAAP, Deferred tax is calculated using the income statement approach which focuses on differences between taxable profits and accounting profits for the period. Under Ind AS 12 deferred tax is calculated using balance sheet approach which focuses on differences between taxable profits and accounting profits for the period.

Impact as on April 01, 2023:
a) Net Deferred tax liability of INR 2.60 million recognized in the Balance Sheet as at April 01, 2023.

For the year ended March 31, 2024:
a) Deferred tax income of INR 11.19 million recognized in the statement of profit and loss on account of movements in temporary differences.
b) Deferred tax expense of INR 0.00 million recognized in Other Comprehensive Income.
c) Consequently, a net Deferred tax asset of INR 8.60 million has been recognized in the Balance Sheet as at March 31, 2024.

For the year ended March 31, 2025:
a) Deferred tax expense of INR 19.66 million recognized in the statement of profit and loss on account of movements in temporary differences.
b) Deferred tax expense of INR 0.13 million recognized in Other Comprehensive Income.
c) Consequently, a net Deferred tax liability of INR 11.62 million has been recognized in the Balance Sheet as at March 31, 2025.

(iv) Lease liability and Right of use asset

Under Ind AS 116, leases are capitalized at the lease's inception at the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Further, lessee shall recognize a right-of-use- asset and lease liability.

The security deposit are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as Right-of use asset and depreciated over the lease term. Fair value of the deposit will be unwinded over the lease term by recognising interest income.

The following is the impact under Ind AS:
As at April 01, 2023:
a) The Company recognised a Right-of-Use (ROU) asset of INR 0.93 million, and a corresponding lease liability of INR 0.93 million as at April 01, 2023, resulting in an increase in assets and borrowings.
b) A fair valuation adjustment of INR 0.03 million was made to the security deposit, resulting in a decrease in financial assets (deposit) and a corresponding increase in the ROU asset.

For the year ended March 31, 2024:
a) Depreciation of INR **1.27 million** was recognised on the ROU asset (increase in depreciation expense and decrease in ROU Asset).
b) Finance cost of INR 1.12 million was recognised on the lease liability (increase in finance cost and lease liability).
c) Interest income of INR 0.03 million was recognised from the unwinding of the security deposit (increase in other income and Other financial asset).
d) Lease rent expense of INR 1.64 million under previous GAAP was reversed (decrease in other expenses and lease liability).

For the year ended March 31, 2025:
a) Depreciation of INR **7.06 million** was recognised on the ROU asset (increase in depreciation expense and decrease in ROU Asset).
b) Finance cost of INR 5.14 million was recognised on the lease liability (increase in finance cost and lease liability).
c) Interest income of INR 0.24 million was recognised from the unwinding of the security deposit (increase in other income and Other financial asset).
d) Lease rent expense of INR 8.74 million under previous GAAP was reversed (decrease in other expenses and lease liability).

(v) Expected credit loss

Under previous GAAP (Indian GAAP), the Company recognised impairment on trade receivables and other financial assets only when there was objective evidence of a specific loss event (incurred loss model). Upon transition to Ind AS, the Company is required to apply the impairment requirements of Ind AS 109, Financial Instruments, which mandates recognition of Expected Credit Loss (ECL) on all financial assets measured at amortised cost. For trade receivables that do not contain a significant financing component, the Company applies the simplified approach, whereby a loss allowance is recognised at an amount equal to lifetime expected credit losses. The excess of the ECL allowance so computed over any specific provision already recognised under previous GAAP as at the transition date has been recognised as a charge to retained earnings in the opening Ind AS Balance Sheet. The resulting transition adjustment, net of the applicable deferred tax impact recognised in accordance with Ind AS 12, Income Taxes, has been disclosed in the reconciliation of equity forming part of this note.

Impact as at April 01, 2023:
An amount of Rs. 2.52 million representing the provision for expected credit loss is adjusted against the equity with a corresponding adjustment to Trade receivables.

Impact as at March 31, 2024:
Consequent to the adjustment as at April 01, 2023 to the Trade receivables , an amount of INR 5.33 million representing the provision for expected credit loss on Trade receivables has been provided.

Impact as at March 31, 2025:
An amount of INR 13.59 million representing the provision for expected credited loss on Trade receivables has been provided.

(vi) Other comprehensive income:

The concept of other comprehensive income (OCI) did not exist under IGAAP. Also refer point (iii) above.

(vii) Impact of borrowings under Ind AS 109 - Processing charges

Under previous GAAP, processing charges are recognised directly in statement of profit and loss account. Under Ind AS 109 – Financial Instruments, transaction costs directly attributable to the acquisition of borrowings are adjusted against the carrying amount of the respective borrowings and are amortised over the tenure of the borrowings using the effective interest rate method.

Impact as at April 01, 2023:
The Company reversed INR 0.00 million of processing charges previously recognised as expense under the erstwhile Indian GAAP.The reversed amount was deducted from the carrying amount of the respective borrowings with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
Processing charges of INR 0.72 million were recognised as expense in the statement of profit and loss for the year ended March 31, 2024, representing the amortisation of transaction costs over the tenure of the borrowings in accordance with the effective interest rate method (Increase in finance cost and financial liability).

Impact as at March 31, 2025:
Processing charges of INR 2.64 million were recognised as expense in the statement of profit and loss for the year ended March 31, 2025, representing the amortisation of transaction costs over the tenure of the borrowings in accordance with the effective interest rate method (Increase in finance cost and financial liability).

Impact as at March 31, 2026:
Processing charges of INR 6.58 million were recognised as expense in the statement of profit and loss for the year ended March 31, 2026, representing the amortisation of transaction costs over the tenure of the borrowings in accordance with the effective interest rate method (Increase in finance cost and financial liability).

(viii) Provision for expected sales returns

Upon transition to Ind AS, the Company is required to recognise a refund liability for the portion of consideration received that is expected to be refunded to customers, in accordance with Ind AS 115. A corresponding recovery asset, representing the right to recover goods from customers is recognised only to the extent such goods are capable of being resold in accordance with paragraph B25 of Ind AS 115.
The net impact of recognition of the refund liability and the recovery asset, along with the related deferred tax effect, has been adjusted against opening retained earnings as at 1 April 2023.

Impact as at April 01, 2023:
a) The Company provided INR 26.73 million of provision for expected sales returns with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 8.91 million representing the provision for expected sales returns on sales has been provided.

Impact as at March 31, 2025:
An amount of INR 3.06 million representing the reversal of provision for expected sales returns on sales has been provided.

Impact of contract assets
Impact as at April 01, 2023:
a) The Company recognised INR 18.42 million of contract assets with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 6.14 million representing the contract assets on CoGS has been provided.

Impact as at March 31, 2025:
An amount of INR 2.11 million representing the reversal of contract assets on CoGS has been provided.

(ix) Fair value of security deposits receivables

The security deposit are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as expenses. Fair value of the deposit will be unwinded over the term by recognising interest income.
Impact as at April 01, 2023:
a) The Company recognised INR 1.92 million as expenses as the difference between the fair value and transaction with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 2.93 million net impact has been recognised.

Impact as at March 31, 2025:
An amount of INR 26.14 million net impact has been recognised.

(x) Investment property

Under Ind AS 40, any land or a building or part of a building or both held (by the owner or by the lessee as a right- of-use asset) to earn rentals or for capital appreciation or both, rather than for (a) use in the production or supply of goods or services or for administrative purposes; or (b) sale in the ordinary course of business shall be classified as investment property. This distinguishes investment property from owner-occupied property.
The following is the impact under Ind AS:

As at April 1, 2024:
An amount of INR 71.02 million has been reclassified as investment properties

As at March 31, 2025:
An amount of INR 58.62 million has been reclassified as investment properties

As at March 31, 2026:
An amount of INR 14.36 million has been reclassified as investment properties

(xi) Fair valuation of Margin money deposit payable

The security deposit payables are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as income. Fair value of the deposit will be unwinded over the term by recognising interest expenses.
Impact as at April 01, 2023:
a) The Company recognised INR 0.00 million as income as the difference between the fair value and transaction with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 16.11 million as income, net impact has been recognised.

Impact as at March 31, 2025:
An amount of INR 2.64 million as expenses, net impact has been recognised.

(xii) Other adjustments

Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.

(xiii) Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies. As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS). The Company's estimates under Ind AS are consistent with the above requirement.

(xiv) Derecognition of financial assets and liabilities

As per Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively for transactions occurring on or after the date of transition to Ind AS. However, an entity may apply the derecognition requirements retrospectively from a date chosen by it if the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the time of initially accounting for those transactions.

(xv) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable. Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively except where the same is impracticable.

(xvi) Reversal of Goodwill on Acquisition of Calstone Minerals Business

Under previous GAAP, the Company had recognised goodwill of ₹31.93 million on the acquisition of the assets of M/s Calstone Minerals pursuant to a Asset Transfer Agreement dated 24 March 2025, for a sum consideration of ₹80.00 million.

On transition to Ind AS, the Company assessed the transaction in accordance with the definition of a "business" under Ind AS 103, Business Combinations. Based on this assessment, it was concluded that the assets acquired — comprising land, and buildings— did not constitute an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return to investors, as the acquired set lacked a substantive process. Accordingly, the transaction does not meet the definition of a business combination under Ind AS 103 and has been accounted for as an acquisition of assets.

Consequently, the goodwill of ₹31.93 million recognised under previous GAAP has been derecognised, and the total consideration of ₹80.00 million has been allocated to the identifiable assets acquired, being land of ₹56.28 million and buildings of ₹23.72 million, in proportion to their relative fair values as at the date of acquisition. Transaction costs of ₹0.00 million directly attributable to the acquisition, previously expensed under previous GAAP, have been capitalised as part of the cost of the assets acquired.

As the transaction was effected on 24th March 2025, this reclassification impacts the Balance Sheet as at 31st March 2025, with an increase/(decrease) of ₹31.93 million in Property, Plant and Equipment and a corresponding derecognition of Goodwill of ₹31.93 million. The capitalisation of transaction costs previously expensed results in a corresponding reduction of ₹0.00 million in expenses recognised in the Statement of Profit and Loss for the year ended 31st March 2025.

33 Tax expense

(i) **Income tax expense recognised in the Restated Statement of Profit and Loss**

	For the year ended		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Current tax expense	148.99	86.76	45.96
Deferred tax credit	(21.76)	31.33	(8.32)
	127.23	**118.09**	**37.64**

	For the year ended		
(ii) **Income tax expense charged to other comprehensive income (OCI):**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Income tax impact on re-measurement of defined benefit plans	(0.42)	(0.13)	-
	(0.42)	**(0.13)**	**-**

(iii) **Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate :**

The reasons for the difference between the actual income tax expense for the year and the standard rate of corporate tax applied to profits for the year are as

	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Restated Profit before tax	504.98	284.64	185.39
Enacted tax rates in India	25.17%	25.17%	25.17%
Expected tax expense	**127.09**	**71.64**	**46.66**
Tax effect of amounts which are not deductible / taxable in calculating taxable income:			
Effect of expenses not deductible	0.94	0.48	-
Others	(0.80)	45.97	(9.02)
Income tax expense	**127.23**	**118.09**	**37.64**

34 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period/year.

Diluted EPS amounts are calculated by dividing the profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period/year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential

The following reflects the income and share data used in the basic and diluted EPS computation:

	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Restated Profit for the year	377.75	166.54	147.75
Effect of dilution	-	-	-
Restated Profit/(Loss) attributable to equity shareholders adjusted for the effect of dilution	**377.75**	**166.54**	**147.75**
Weighted average number of equity shares outstanding during the year	45,887,729	41,531,604	30,945,784
Effect of dilution	-	-	-
Weighted average number of equity shares adjusted for the effect of dilution	**45,887,729**	**41,531,604**	**30,945,784**
Earnings per equity share (in absolute ₹ terms):			
Restated Basic EPS	**8.23**	**4.01**	**4.77**
Restated Diluted EPS	**8.23**	**4.01**	**4.77**
Face value per equity share	10.00	10.00	10.00

Note: No potential equity shares are outstanding as on 31 March 2026, 31 March 2025 and 31 March 2024, and there are no items giving rise to dilutive equity shares. Hence basic EPS is considered diluted EPS.

The basic and diluted earning per share for the current period and previous periods presented have been calculated /restated in accordance with the provisions of Ind AS 33, i.e. after considering the bonus issue and share spilt, both, as approved by the Members of the Company on August 13, 2026.

35 Contingent liabilities and commitments

(A) Commitments: Estimated Amount of contracts remaining to be executed on capital account. (Net of Advances) is:

	31-Mar-26	31-Mar-25	31-Mar-24
Capital Commitments	-	-	-
	-	**-**	**-**

(B) Contingent liabilities:

	31-Mar-26	31-Mar-25	31-Mar-24
Income Tax Demands	86.12	86.12	83.63
Performance Bank Guarantee	85.33	85.17	85.17
	171.45	**171.29**	**168.80**

The statutory dues that not have been deposited on account of Dispute, are as follows, may account outflow of resources.

Nature of statute	Amount	Period relating to (Assessment Year)	Forum where dispute is pending
Income tax demands	3.02	2021-22	Rectification u/s 154
Income tax demands	12.26	2022-23	CIT (Appeals)
Income tax demands	7.53	2022-23	CIT (Appeals)
Income tax demands	60.82	2023-24	CIT (Appeals)
Income tax demands	2.49	2024-25	CIT (Appeals)

The Company has issued a performance Bank Guarantee in favour of TSEWIDC for an amount of INR 85.17 Mn on behalf of HIPL-FPPL JV.
The Company has issued a performance Bank Guarantee in favour of TGEWIDC for Construction of Balance Work at Girls Hostel attached to Model School Building at TSMS Aksanpally, Andhole in Sangareddy district for an amount of INR 0.16 Mn during the year ended March 31, 2026.

36 Leases (where the Company as lessee)

The Company has entered into multiple lease arrangements for terms a period between 5-30 years with renewal option at the discretion of lessee. Additionally, the Company has opted to apply the short-term lease exemption for certain leases with a lease term of up to 12 months:

(i) Break-up of lease liabilities is as under:

	As at			
	31-Mar-26	31-Mar-25	31-Mar-24	01-Apr-23
Current lease liabilities	10.47	7.04	1.84	0.13
Non-current lease liabilities	55.30	57.42	39.91	0.80
	65.76	**64.46**	**41.75**	**0.93**

(ii) Set out below are the carrying amounts of lease liabilities and the movements during the year:

	For the year ended		
	31-Mar-26	31-Mar-25	31-Mar-24
Balance at the beginning of the year	64.46	41.75	0.93
Additions during the year	9.21	26.31	41.34
Deletions during the year	-	-	-
Finance cost accrued during the year	6.43	5.14	1.12
Payment of lease liabilities	(14.33)	(8.74)	(1.64)
Lease liabilities at the end of the year	**65.76**	**64.46**	**41.75**

(iii) **The details of contractual maturities of lease liabilities on an undiscounted basis is as follows:**

	As at		
	31-Mar-26	31-Mar-25	31-Mar-24
Less than one year	15.84	13.16	1.64
One to five years	43.02	52.18	28.28
More than five years	-	-	6.56
	58.86	**65.34**	**36.47**

(iv) **Following amount has been recognized in statement of profit and loss:**

	For the year ended		
	31-Mar-26	**31-Mar-25**	**31-Mar-24**
Depreciation on right to use asset	12.04	7.06	1.27
Interest on lease liability	6.43	5.14	1.12
Expenses related to short term lease (included under other expenses)	2.20	0.76	1.80
Total amount recognized in the statement of profit and loss	**20.67**	**12.96**	**4.19**

37 Related party disclosures

(a) **Names of the related parties and nature of relationship**

Names of related parties	**Nature of relationship**
Akuri Srinivasa Reddy	Managing Director
A Sandhya (effective till 06.09.2025)	Director
Anil Kondoth (w.e.f. 03.08.2024)	Executive Director & CEO
Venkata Lakshmi Narasimha Murthy Chilla (w.e.f. 03.08.2024)	Director
Akuri Sakesh Reddy (Effective till. 06.09.2025)	Director
Akuri Deepthi (Effective till 06.09.2025)	Director
Guntaka Dhanalakshmi(w.e.f . 01.07.2025)	Independent Director
Radhakrishnan Balakrishna Menon (w.e.f . 30.09.2025)	Independent Director
Srikanth Reddy Sanikommu (w.e.f 01.07.2025)	Chief Financial Officer
Deevi Madhavi Latha (w.e.f 01.07.2025)	Company Secretary
K Sivareddy	Relative of Key Managerial Personnel
Fenetre UPVC Private Limited	Entities owned or Significantly Influenced by the KMP or their relatives
Masterbond Construction Chemicals Private Limited	Entities owned or Significantly Influenced by the KMP or their relatives
Richwaves Specialities Private Limited	Entities owned or Significantly Influenced by the KMP or their relatives
Akuri Properties Private Limited	Entities owned or Significantly Influenced by the KMP or their relatives
Calstone Minerals	Entities owned or Significantly Influenced by the KMP or their relatives
Nano Technology Coatings Products	Entities owned or Significantly Influenced by the KMP or their relatives
Rsix Engineers Private Limited (Formerly Techno Nano Coating Private Limited)	Entities owned or Significantly Influenced by the KMP or their relatives
Techno Coats	Entities owned or Significantly Influenced by the KMP or their relatives
HIPL - FPPL JV (Please refer note 46)	Joint Arrangement (Joint Operations)

(b) **Transactions with related parties**

		For the year ended		
		31-Mar-26	**31-Mar-25**	**31-Mar-24**
(i)	**Akuri Srinivasa Reddy**			
	Directors Remuneration	11.90	7.20	4.80
	Unsecured Loans Taken	48.82	187.17	91.15
	Unsecured Loans Repaid	10.48	143.69	67.68
	Sale of Properties	-	21.00	4.00
	Sale of Investment Property	15.00	1.70	-
(ii)	**A Sandhya**			
	Directors Remuneration	1.97	4.80	2.10
	Salaries	2.34	-	-
(iii)	**Anil Kondoth**			
	Directors Remuneration	3.98	2.00	-
(iv)	**Venkata Lakshmi Narasimha Murthy Chilla**			
	Director Sitting Fees	0.10	-	-
(v)	**Guntaka Dhanalakshmi**			
	Director Sitting Fees	0.10	-	-
(vi)	**Radhakrishnan Balakrishna Menon**			
	Director Sitting Fees	0.08	-	-
(vii)	**Srikanth Reddy Sanikommu**			
	Salaries	3.90	-	-

(viii)	**Deevi Madhavi Latha**			
	Salaries	1.50	-	-
(ix)	**Fenetre UPVC Private Limited**			
	Loan given	-	23.10	4.71
	Interest Income	1.86	0.54	-
(x)	**Master Bond Construction Chemicals Pvt Limited**			
	Purchase of Material	15.15	-	-
	Sale of Material	-	0.03	-
	Loan given	3.16	0.73	-
	Interest Income	0.40	0.02	-
(xi)	**Richwaves Specialities Pvt Limited**			
	Purchase of Materials	14.30	10.25	-
	Sale of Material	9.40	6.27	-
	Loan given	47.70	9.35	-
	Interest Income	1.96	0.53	-
(xii)	**Akuri Properties and Holdings Pvt Ltd**			
	Loan given	7.60	-	-
	Interest income received	0.36	-	-
(xiii)	**Techno Coats**			
	Painting Services Received	29.00	-	6.72
(xiv)	**Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)**			
	Painting Services Received	71.80	62.55	-
	Sale of Material	24.57	-	-
	Loan given	56.30	-	-
	Interest income received	1.15	-	-
(xv)	**Calstone Minerals**			
	Purchase of Property	-	80.00	-
(xvi)	**HIPL - FPPL JV**			
	Supply of Services*	997.75	-	117.44
(xvii)	**Nano technology Coating products**			
	Purchase of Material	-	98.50	70.86

(c) Balance receivable / (payable)

		As at		
		31-Mar-26	**31-Mar-25**	**31-Mar-24**
(i)	**Akuri Srinivasa Reddy**			
	Director Remunaration Payable	0.56	0.43	-
	Loan Payable	25.22	81.27	37.79
(ii)	**A Sandhya**			
	Director Remunaration Payable	0.05	0.25	-
(iii)	**Fenetre Upvc Private Limited**			
	Loan Receivable	16.47	23.58	-
(iv)	**Masterbond Construction Chemicals Private Limited**			
	Loan Receivable	4.31	0.75	-
	Trade Receivable/(Payable)	(0.28)	0.03	-
(v)	**Richwaves Specialities Private Limited**			
	Loan Receivable	19.76	9.81	-
	Trade Receivable/(Payable)	21.13	7.92	-
(vi)	**HIPL - FPPL JV**			
	Trade Receivable/(Payable)	489.30	90.22	90.21

(vii)	**Akuri Properties and Holdings Pvt Ltd**			
	Loan Receivable	7.60	-	-
	Interest receivable	0.32	-	-
(viii)	**Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)**			
	Loan Receivable	56.30	-	-
	Interest Receivable	1.15	-	-
	Trade Receivable/(Payable)	(0.44)	(5.08)	
(ix)	**Techno Coats**			
	Trade Receivable/(Payable)	(20.75)	(7.96)	(6.72)
(x)	**Nano Technology Coatings Products**			
	Trade Receivable/(Payable)	(66.05)	(121.64)	(19.14)
(xi)	**Anil Kondoth**			
	Director remuneration payable	0.30	-	-
(xii)	**Srikanth Reddy S**			
	Salary Payable	0.37	-	-
(xiii)	**Madhavi Latha**			
	Salary Payable	0.15	-	-

Notes:

(i) Remuneration does not include post employment benefits expenditure which are computed for the Company as a whole.

(ii) Personal guarantee and property guarantee given to the directors and their relatives is disclosed in Note 15.

*The aforesaid revenues represent the company's share of revenue (20%) from the joint operation with HES Infra Private Limited, undertaken under HIPL-FPPL JV, to carry out certain turnkey projects (refer note number 46)

38 Employee benefit obligations

Defined contribution

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

Defined benefit plans

The Company has a defined benefit gratuity plan (unfunded), according to which every employee who has completed five periods or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed period of service (service of six months and above is rounded off as one period) after deduction of necessary taxes at the time of retirement / exit in accordance with Payment of Gratuity Act, 1972. The following tables summarize the reconciliation of opening and closing balances of the present value and defined benefit obligation:

		31-Mar-26	31-Mar-25	31-Mar-24
(i)	**Reconciliation of present value of defined benefit obligation**			
	Defined benefit obligation at the beginning of the year	5.71	3.45	-
	Current service cost	1.43	1.48	0.35
	Past Service Cost	-	-	3.10
	Interest cost	0.40	0.25	-
	Benefits paid	-	-	-
	Actuarial loss/(gain) recognised during the year			
	- due to demographic assumption	-	-	-
	- due to change in financial assumptions	(0.63)	(3.69)	-
	- due to experience	(1.06)	4.22	-
	Defined benefit obligation at the end of the year	**5.86**	**5.71**	**3.45**
	Non-Current	3.71	5.56	0.21
	Current	0.20	0.15	3.24
		3.91	**5.71**	**3.45**

		31-Mar-26	31-Mar-25	31-Mar-24
(ii)	**Reconciliation of fair value of plan asset**			
	Fair value of plan assets, beginning of the year	-	-	-
	Interest on plan assets	0.07	-	-
	Return on plan assets excluding interest income	-	-	-
	Employer contribution	1.89	-	-
	Benefits paid	-	-	-
	Remeasurement due to - actual return on plan assets less interest on plan assets	(0.01)	-	-
	Fair value of plan assets, at the end of the year	**1.95**	**-**	**-**

(ii) **Reconciliation of present value of defined benefit obligation and fair value of plan assets**

	31-Mar-26	31-Mar-25	31-Mar-24
Present value of defined benefit obligation	5.86	5.71	3.45
Fair value of plan assets	(1.95)	-	-
Liability recognised in the Balance Sheet	**3.91**	**5.71**	**3.45**
Non current	5.66	5.56	3.40
Current	0.20	0.15	0.05

(iii) **Expenses recognised in the Statement of profit and loss / OCI**

	31-Mar-26	31-Mar-25	31-Mar-24
Recognised in statement of profit and loss			
Current service cost	1.43	1.48	0.35
Interest cost	0.40	0.25	-
Past Service Cost	-	-	3.10
	-	-	
	1.83	**1.73**	**3.45**
Recognised in statement of other comprehensive income			
Actuarial loss/(gain)	(1.69)	0.52	-
	(1.69)	**0.52**	**-**

(iv) **Key actuarial assumptions**

	31-Mar-26	31-Mar-25	31-Mar-24
Discount rate	7.80%	7.03%	7.22%
Retirement age	60 years	60 years	60 years
Salary escalation rate	6.00%	6.00%	10.00%
Withdrawal rate	2.00%	2.00%	2.00%
Mortality rate		IALM (2012-14) Ult.	

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(v) **Maturity profile of defined benefit obligation:**

	31-Mar-26	31-Mar-25	31-Mar-24
Within 1 year	0.20	0.15	0.05
2 to 5 years	0.91	0.76	0.35
6 to 10 years	3.30	1.23	0.42
More than11 years	16.78	18.67	14.72

(vi) **Sensitivity analysis**

	31-Mar-26	31-Mar-25	31-Mar-24
Salary escalation (+ 1% movement)	6.54	6.51	3.92
Salary escalation (- 1% movement)	5.29	5.01	2.97
Withdrawal Rates - (+ 1% movement)	6.02	5.81	3.32
Withdrawal Rates - (- 1% movement)	5.66	5.59	3.61
Discount rate - (+ 1% movement)	5.17	4.93	2.90
Discount rate - (- 1% movement)	6.69	6.67	4.15
Mortality Rates - (+ 10% movement)	5.86	5.72	3.45
Mortality Rates - (- 10% movement)	5.85	5.71	3.46

(b) Defined contribution plans

The Company makes contributions, determined as a specified percentage of employees salaries, in respect of qualifying employees towards provident fund, which is a defined contribution plan. The Company has no obligation other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue. The amount charged to statement of profit and loss for the year ended 31 March 2026 is 5.23 million (31 March 2025: ₹3.80 million,31 March 2024: ₹4.38 million).

39 Segment information

In accordance with Ind AS 108, Operating Segments Reporting, the Company's chief operating decision maker ("CODM") has been identified as the board of directors. The company is engaged only in the business of manufacturing, selling and distribution of paints, coatings, products related to home décor, bath fittings, kitchen, wardrobe and providing related services.

Based on the Company's business model, manufacturing, selling and distribution of paints, coatings, and providing related services have been considered as a single business segment for the purpose of making decision on allocation of resources and assessing its performance. Accordingly, there are no separate reportable segments in accordance with the requirements of Ind AS 108 'Operating segment' and hence, there are no additional disclosures to be provided other than those already provided in the Financials Statements. Presently, the Company's operations are confined only to India. There are individual customer contributing more than 10% of Company's total revenue. All non-current assets other than financial instruments, deferred tax assets, post-employment benefit assets of the Company are located in India.

40 Categories of Financial instruments and their fair values

The carrying amount of all financial assets and financial liabilities appearing in the financial statements are reasonable approximation of their fair values.

Categories of financial instruments

	Fair value hierarchy	As at 31 March 2026		As at 31 March 2025		As at 31 March 2024	
		Total carrying value	Amortised cost	Total carrying value	Amortised cost	Total carrying value	Amortised cost
Financial assets							
Trade receivables	Level 2	2,058.51	2,058.51	1,118.17	1,118.17	545.93	545.93
Cash and bank balances including other bank balances	Level 2	893.45	893.45	168.29	168.29	35.81	35.81
Loans	Level 2	-	-	-	-	-	-
Others	Level 2	42.32	42.32	56.07	56.07	55.98	55.98
		2,994.28	**2,994.28**	**1,342.53**	**1,342.53**	**637.72**	**637.72**
Financial liabilities							
Borrowings	Level 2	931.65	931.65	534.90	534.90	505.42	505.42
Lease liabilities	Level 2	65.76	65.76	64.46	64.46	41.75	41.75
Trade payables	Level 2	1,327.49	1,327.49	779.02	779.02	273.81	273.81
Other financial liabilities	Level 2	66.23	66.23	56.13	56.13	46.55	46.55
		2,391.13	**2,391.13**	**1,434.51**	**1,434.51**	**867.53**	**867.53**

The Management assessed that fair value of cash and cash equivalents, trade receivables, other current financial assets, trade payables, borrowings and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than a forced or a liquidation sale.

41 Financial risk management objectives and policies

Financial Risk Management Framework

The Company is exposed to various financial risks arising from its operations and the use of financial instruments. The key financial risks include market risk, credit risk and liquidity risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company and seek to, where appropriate, minimize potential impact of the risk and to control and monitor such risks. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

The following sections provide details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives, policies and processes for management of these risks.

A. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Customer credit risk is managed by the Company's established policy, procedures and control relating to the customer credit risk management. The Company uses financial information and past experience to evaluate credit quality of majority of its customers and individual credit limits are defined in accordance with this assessment. Outstanding receivables and the credit worthiness of its counterparties are periodically monitored and taken up on case to case basis. Considering the historical experience of collecting trade receivables, the Company evaluates the concentration of risk with respective trade receivables as low.

The credit risk on cash and bank balances and deposits with banks is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

None of the Company's cash equivalents, loans and other financial assets were either past due or impaired as at the respective reporting period. The Company has diversified its portfolio of investment in cash and cash equivalents and term deposits with various banks which have secure credit ratings, hence the risk is reduced. Loans given to related parties and others are tested for impairment where there is an indicator and the assessed credit risk associated with such loans is relatively low. Other financial assets represent security deposits given to lessors and other assets. Credit risk associated with such deposits and other assets is relatively low.

The Company's credit period for trade receivables from its customers generally ranges from 30 - 90 days. The ageing of trade receivables is given below:

	31-Mar-26	31-Mar-25	31-Mar-24
Neither past due nor impaired	-	-	-
Past due but not impaired:			
Less than 180 days	1,220.81	830.20	504.94
More than 180 days	881.08	309.42	48.85
	2,101.89	1,139.62	553.79
Less: Allowance for credit losses	(43.38)	(21.44)	(7.85)
	2,058.51	**1,118.17**	**545.93**

Ind AS requires expected credit losses to be measured through a loss allowance. The Company assesses at each balance sheet date whether a financial asset or a group of financial assets are impaired. Expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix if they past due. The provision matrix takes into account historical credit loss experience and is adjusted for forward-looking information.

41 Financial risk management objectives and policies (cont'd)

B. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows:

As at 31 March 2026	Carrying value in books	Up to 1 year	1 - 5 years	More than 5 year	Total contractual undiscounted cash flow
Borrowings	931.65	749.14	182.51	-	**931.65**
Lease liabilities	65.76	15.84	43.02	-	**58.86**
Trade payables	1,327.49	1,327.49	-	-	**1,327.49**
Other financial liabilities	66.23	14.18	52.05	-	**66.23**
	2,391.13	**2,106.65**	**277.58**	**-**	**2,384.23**

As at 31 March 2025	Carrying value in books	Up to 1 year	1 - 5 years	More than 5 year	Total contractual undiscounted cash flow
Borrowings	534.90	369.16	165.74	-	**534.90**
Lease liabilities	64.46	13.16	52.18	-	**65.34**
Trade payables	779.02	779.03	-	-	**779.03**
Other financial liabilities	56.13	16.87	39.26	-	**56.13**
	1,434.51	**1,178.22**	**257.18**	**-**	**1,435.40**

As at 31 March 2024	Carrying value in books	Up to 1 year	1 - 5 years	More than 5 year	Total contractual undiscounted cash flow
Borrowings	505.42	361.51	143.91	-	**505.42**
Lease liabilities	41.75	1.64	28.28	6.56	**36.47**
Trade payables	273.81	273.81	-	-	**273.81**
Other financial liabilities	46.55	11.90	34.65	-	**46.55**
	867.53	**648.86**	**206.84**	**6.56**	**862.25**

C. Market risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings, deposits, trade receivables and other financial instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2026, March 31, 2025 and March 31, 2024. The analysis exclude the impact of movements in market variables on the carrying values of gratuity and other post retirement obligations; provisions; and non-financial assets and liabilities.

i. Foreign currency risk:

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of change in foreign exchange rates is very minimum, as the Company does not have any foreign currency payable and receivables.

ii Interest rate risk

The Company is exposed to interest rate risk because Company borrow funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

The sensitivity analysis below have been determined based on the exposure to interest rates for the non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 100-basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Company's:
Profit for the year ended March 31, 2026 would decrease/increase by ₹ 9.06 million (for the year ended March 31, 2025: decrease/increase by ₹ 4.54 million, for the year ended March 31, 2024: decrease/increase by ₹ 4.68 million). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

The Company's exposure to changes in interest rates relates primarily to the Company's outstanding floating rate borrowings. The exposure of the Company to variable rate borrowings at the end of the reporting period are as follows:

	31-Mar-26	31-Mar-25	31-Mar-24
Variable rate long term borrowings (including current maturities) and short term borrowings	906.43	453.63	467.63

Interest rate sensitivity

The Company noted that any reasonably possible change in interest rates on the variable rate instruments will not have any material impact on the Company's profit after tax and its equity.

Sensitivity	Impact on profit or loss			Impact on equity, net of tax		
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024
1% increase in interest rate	-9.06	-4.54	-4.68	-6.78	-3.39	-3.50
1% decrease in interest rate	9.06	4.54	4.68	6.78	3.39	3.50

The interest rate sensitivity is based on the closing balance of secured term loans and working capital loans from banks.

42 Capital risk management

Capital includes equity capital and all reserves attributable to the equity holders of the Company. The primary objective of the capital management is to ensure that it maintain an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder's value. The Company manages its capital structure and make adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders return capital to shareholders or issue new shares.

The Company monitors capital using a debt to capital employed ratio which is debt divided by total capital plus debt. The Company's policy is to keep this ratio at an optimal level.

	31-Mar-26	31-Mar-25	31-Mar-24
Total borrowings	931.65	534.90	505.42
Less: Cash and cash equivalents	(893.45)	(147.77)	(35.81)
Net debt	**38.20**	**387.13**	**469.61**
Total equity	1,365.00	840.90	303.19
Capital and net debt	**1,403.20**	**1,228.03**	**772.80**
Net debt to equity ratio (%)	**2.72%**	**31.52%**	**60.77%**

Dividend Distribution made and proposed

As apart of Company's capital management policy, dividend distribution is also considered as key element and management ensures that dividend distribution is in accordance with defined policy. Below mentioned are details of dividend proposed for the year ened:

	31-Mar-26	31-Mar-25	31-Mar-24
Number of Equity Shares	17,397,000	15,744,730	1,104,000
Number of Equity Shares on Record date	48,711,600	15,777,769	15,472,910
Face value of Equity Share(in rupees)	5.00	10.00	10.00
Dividend per share (in rupees)	0.35	1.00	0.50
Aggregate dividend (in millions)	17.05	15.78	7.74
Rate of dividend(in %)	7.00%	10.00%	5.00%

43 Ratios as per the Schedule III requirements

	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	31-Mar-24	% Change from from Mar2024 to Mar2025	% Change from from Mar2025 to Mar2026
a	Current Ratio	Current assets	Current liabilities	1.49	1.46	1.18	23.68%	2.33%
b	Debt Equity Ratio	Total debts including lease liabilities	Shareholder's equity	0.73	0.71	1.80	-60.49%	2.33%
c	Debt Service Coverage Ratio	Earnings for debts service = Net profit after taxes + Non-operating expenses	Debt service = Interest and lease payments + Principal repayments	4.02	3.80	3.85	-1.20%	5.66%
d	Return on Equity Ratio	Net profits after taxes	Average shareholder's equity	34.25%	29.12%	64.54%	-54.88%	17.63%
e	Inventory Turnover Ratio	Cost of goods sold	Average inventory	2.13	1.32	1.47	-10.20%	61.48%
f	Trade Receivables turnover ratio	Net credit Sales = Gross credit sales - sales return	Average trade receivables	2.16	2.46	3.99	-38.44%	-12.01%
g	Trade Payables turnover ratio	Net credit Purchases = Gross credit purchases - purchase returns	Average trade payables	1.26	1.89	3.84	-50.82%	-33.32%
h	Net Capital Turnover Ratio	Net Sales = Total sales - sales return	Working capital = current assets - current liabilities	2.81	3.06	8.22	-62.81%	-8.02%
i	Net profit ratio	Net profit	Net Sales = Total sales - sales return	10.78%	8.00%	10.87%	-26.40%	34.66%
j	Return on Capital employed	Earnings before interest and taxes	Capital employed = Tangible net worth + Total debts + deferred tax liability	34.42%	27.83%	39.13%	-28.87%	23.66%

a. Current Ratio = Current assets divided by Current liabilities

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Current assets	3,775.14	2,163.79	1,084.83
Current liabilities	2,528.45	1,482.96	919.52
Ratio	**1.49**	**1.46**	**1.18**
% Change from previous year	**2.33%**	**23.68%**	

Reason for change more than 25% from Mar 2024 to Mar 2025 : Not applicable

Reason for change more than 25% from Mar 2025 to Mar 2026 : Not applicable

b. Debt Equity ratio = Total debt divided by Shareholder's Equity where total debt refers to sum of current & non current borrowings

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Total debt (including lease liabilities)	997.41	599.36	547.17
Shareholder's Equity	1,365.00	840.60	303.19
Ratio	**0.73**	**0.71**	**1.80**
% Change from previous year	**2.48%**	**-60.49%**	

Reason for change more than 25% from Mar 2024 to Mar 2025 : Due to issuance of equity shares for premium

Reason for change more than 25% from Mar 2025 to Mar 2026 : Not applicable

c. Debt Service Coverage Ratio = Earnings available for debt service divided by interest and lease payments + principal repayments

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Net Profit after tax	377.75	166.54	147.75
Add: Non cash operating expenses and finance cost			
- Depreciation and amortizations	31.63	27.72	16.01
- Finance cost	85.08	54.56	40.58
Earnings available for debt service	**494.46**	**248.82**	**204.34**
Interest cost on borrowings	65.54	40.18	35.43
Lease payments	14.33	8.74	1.64
Principal repayments for long-term borrowings	43.13	16.48	15.98
Total Interest and principal repayments	**122.99**	**65.40**	**53.06**
Ratio	**4.02**	**3.80**	**3.85**
% Change from previous year	**5.66%**	**-1.20%**	

Reason for change more than 25% from Mar 2024 to Mar 2025 : Not applicable

Reason for change more than 25% from Mar 2025 to Mar 2026 : Not applicable

d. Return on Equity Ratio / Return on Investment Ratio = Net profit after taxes divided by average shareholder's equity

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Net profit after taxes	377.75	166.54	147.75
Less: Preference dividend	-	-	-
Earning available to equity shareholders	**377.75**	**166.54**	**147.75**
Average Shareholder's Equity	1,102.80	571.90	228.92
Ratio	**34.25%**	**29.12%**	**64.54%**
% Change from previous year	**17.63%**	**-54.88%**	

Reason for change more than 25% from Mar 2024 to Mar 2025 : The decrease in ratio is mainly attributable to decrease in profits and increase in shareholder's equity on account of issue of new equity shares issued during the current year for acquisition of a subsidiary.

Reason for change more than 25% from Mar 2025 to Mar 2026 : Not applicable

e. Inventory Turnover Ratio = Cost of goods sold divided by average inventory

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Cost of Inventory Consumed	1,232.16	706.99	486.91
Average Inventory	579.34	536.77	331.99
Inventory Turnover Ratio	**2.13**	**1.32**	**1.47**
% Change from previous year	**61.48%**	**-10.20%**	

Reason for change more than 25% from Mar 2024 to Mar 2025: The decrease in ratio is attributable to decrease in cost of inventory consumed and average inventory compared to previous period.
Reason for change more than 25% from Mar 2025 to Mar 2026 : The increase in ratio is attributable to increase in cost of inventory consumed and average inventory compared to previous period.

f. Trade Receivables turnover ratio = Revenue from operations divided by Average Trade Receivables

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Net credit sales	3,505.04	2,080.95	1,358.78
Average Trade Receivables	1,620.75	846.70	340.32
Ratio	**2.16**	**2.46**	**3.99**
% Change from previous year	**-12.01%**	**-38.44%**	

Reason for change more than 25% from Mar 2024 to Mar 2025: The decrease in ratio is attributable to increase in average trade receivables compared to previous year.
Reason for change more than 25% from Mar 2025 to Mar 2026: The decrease in ratio is attributable to increase in average trade receivables compared to previous year.

g. Trade Payables turnover ratio = Purchases of stock-in-trade and other expenses divided by average Trade Payables

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Purchase of stock-in-trade	1,075.78	797.49	620.18
Other expenses (excluding other adjustments like allowance for trade receivables etc)	249.95	196.27	182.46
Total	**1,325.73**	**993.76**	**802.64**
Average Trade payables	1,053.26	526.42	209.12
Ratio	**1.26**	**1.89**	**3.84**
% Change from previous year	**-33.32%**	**-50.82%**	

Reason for change more than 25% from Mar 2024 to Mar 2025: The decrease in ratio is attributable to increase in average trade payables compared to previous year.
Reason for change more than 25% from Mar 2025 to Mar 2026: The decrease in ratio is attributable to increase in average trade payables compared to previous year.

h. Net Capital Turnover Ratio = Sales divided by Working Capital where Working Capital = Current Assets - Current Liabilities

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Revenue from operations	3,505.04	2,080.95	1,358.78
Working capital	1,246.69	680.83	165.31
Ratio	**2.81**	**3.06**	**8.22**
% Change from previous year	**-8.02%**	**-62.81%**	

Reason for change more than 25% Mar 2024 to Mar 2025: The decrease in ratio is mainly attributable to increase in working capital during the current year.
Reason for change more than 25% Mar 2025 to Mar 2026: The decrease in ratio is mainly attributable to increase in working capital during the current year.

i. Net profit ratio = Net profit after taxes divided by Net Sales

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Net profit after taxes	377.75	166.54	147.75
Net Sales	3,505.04	2,080.95	1,358.78
Ratio	**10.78%**	**8.00%**	**10.87%**
% Change from previous year	**34.66%**	**-26.40%**	

Reason for change more than 25% Mar 2024 to Mar 2025: The decrease in ratio is mainly attributable to increase net sales during the current year.
Reason for change more than 25% Mar 2025 to Mar 2026: The decrease in ratio is mainly attributable to increase net sales during the current year.

j. Return on Capital employed =Earnings Before Interest and Taxes (EBIT) divided by Capital Employed

Particulars	31-Mar-26	31-Mar-25	31-Mar-24
Profit before tax (A)	504.98	284.64	185.39
Finance costs (B)	85.08	54.56	40.58
Other income (C)	19.23	25.19	21.77
EBIT (D) = (A)+(B)-(C)	**570.83**	**314.01**	**204.20**
Capital Employed (J)= (E)-(F)	**1,658.57**	**1,128.23**	**521.87**
Total Assets (E)	4,187.02	2,611.19	1,441.39
Current liabilities (F)	2,528.45	1,482.96	919.52
Ratio (D)/(J)	**34.42%**	**27.83%**	**39.13%**
% Change from previous year	**23.66%**	**-28.87%**	

Reason for change more than 25% Mar 2024 to Mar 2025: The decrease in ratio is due to increase in total assets majorly due to increase in trade receivables during the year
Reason for change more than 25% Mar 2025 to Mar 2026: NA

44 The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

45 Additional disclosures

(i) 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.

(ii) The Company have not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(iii) No transactions are carried out with companies struck off under Section 248 of the Act or Section 560 of Companies Act, 1956.

(iv) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(v) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vi) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(vii) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(viii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ix) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(x) The company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the company with banks and financial institutions are in agreement with the books of accounts.

(xi) There are no charges or satisfaction which are yet to be registered with the registrar of companies beyond the statutory period.

(xii) Income tax surrendered: The Company does not have any transaction which is not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provision of the Income Tax Act, 1961).

(xiii) The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company did not have any long-term contracts (including derivative contracts) for which there were any material foreseeable losses.

(xiv) The Company has used three accounting software's for maintaining its books of account which has a feature of recording audit trail (edit log) facility and
(1) for the first accounting software the same has operated throughout the year for all relevant transactions recorded in the software and audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention.
(2) for second accounting software audit trail feature was not enabled at database level to log any direct data changes. Further, at application level the same has been enabled and been operated for all relevant transactions recorded in the accounting software's and the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in previous year.
(3) for third accounting software audit trail (edit log) facility was not been enabled in the accounting software throughout the year.

(xv) The Company has been sanctioned a working capital limit in excess of ₹50 million, by a bank on the basis of security of current assets. Pursuant to the terms of the sanction letter and its subsequent revisions, the Company was required to furnish a statement effective from quarter ended 31 March 2023 till quarter ended 31 March 2026. The statements filed are in agreement with the books of account of the Company.

	Quarter ended ended 31 December 2025			Quarter ended ended 31 March 2026		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	2,450.34	2,450.34	-	2,101.89	1,863.18	238.71
Inventories	569.65	569.65	-	530.77	530.77	0.00
Trade payables	178.75	178.75	-	1,327.49	195.45	1,132.04

	Quarter ended ended 30 June 2025			Quarter ended ended 30 September 2025		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	9,507.08	9,507.08	-	1,654.26	1,654.26	-
Inventories	577.96	577.96	-	558.05	558.05	-
Trade payables	174.83	174.83	-	183.25	183.25	-

	Quarter ended ended 31 December 2024			Quarter ended ended 31 March 2025		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	405.80	405.80	-	1,139.61	591.42	548.19
Inventories	544.46	544.46	-	445.64	288.33	157.31
Trade payables	134.88	134.88	-	779.03	158.54	620.49

	Quarter ended ended 30 June 2024			Quarter ended ended 30 September 2024		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	788.91	788.91	-	729.42	729.42	-
Inventories	174.21	174.21	-	227.13	227.13	-
Trade payables	104.85	104.85	-	134.16	134.16	-

	Quarter ended ended 31 December 2023			Quarter ended ended 31 March 2024		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	480.15	480.15	-	553.78	762.74	(208.96)
Inventories	211.70	211.70	-	445.64	453.64	(8.00)
Trade payables	72.05	72.05	-	144.43	114.36	30.07

	Quarter ended ended 30 June 2023			Quarter ended ended 30 September 2023		
	Amount as per Books	Amount as reported to the lender	Variance	Amount as per Books	Amount as reported to the lender	Variance
Trade receivables	418.47	418.47	-	507.56	507.56	-
Inventories	171.09	171.09	-	224.69	224.69	-
Trade payables	40.85	40.85	-	74.06	74.06	-

46 Agreement with HES Infra Private Limited

On 23 May 2022, the Company entered into a Bidding Agreement with M/s HES Infra Private Limited (HIPL) for the purpose of jointly bidding for and executing the painting of identified Government / Local Body Schools. Under this arrangement, the Company and HIPL have constituted a joint entity — HIPL–FPPL (JV) — which acts as the main contractor for the project.

The Company has evaluated this arrangement under Ind AS 111 — Joint Arrangements.
As the parties to the arrangement are jointly and severally responsible for the execution of all activities under the project and for any liabilities arising therefrom, the arrangement has been classified and accounted for as a Joint Operation under Ind AS 111. Accordingly, following the guidance available under paragraphs 20 to 22 of Ind AS 111, the Company has recognised in its books of account its proportionate share (20%) of the assets, liabilities, revenues and expenses of the joint operation on a line-by-line basis across the respective heads of account in the financial statements.
The following table sets out the Company's share of assets, liabilities, revenues and expenses of the joint operation included in these financial statements:

The Joint Arrangement (Joint Operations) has registered office at, Ground floor, Plot No. 13, HES House, Vittal Rao Nagar, Madhapur, Hyderabad, Rangareddy District, Telangana 500081.

Particulars	As at / Year ended 31 March 2026	As at / Year ended 31 March 2025	As at / Year ended 31 March 2024
Total share of assets	928.83	81.45	90.57
Total share of liabilities	928.83	81.45	90.57
Revenue	997.75	-	117.44
Rsix Engineers Private Limited (Formerly Techno Nano Coating Pvt Ltd)	0.01	0.00	0.00

The Company has issued a performance Bank Guarantee in favour of TDEWIDC for an amount of INR 85.17 Mn on behalf of HIPL-FPPL JV.

47 Events after the reporting period

Subsequent to the reporting date, and prior to the approval of these financial statements by the Board of Directors, the following events have occurred:

Increase in Authorised Share Capital

Pursuant to the resolution passed by the members of the Company held on August 13, 2026, the Authorised Equity Share Capital of the Company has been increased from Rs. 250 millions (25 Million Equity shares of Rs. 10 each) to Rs. 420 millions (840 Million Equity Shares of Rs. 5 each).

Proposed Bonus Issue

Pursuant to the resolution passed by the members of the Company held on August 13, 2026, the Company has approved the issuance of 2 bonus shares of face value of Rs. 10 each for every 5 existing fully paid up Equity Shares of face value of Rs. 10.

Resolution for allotment of such bonus shares was approved by the board of directors on August 08, 2026 and 69,58,800 bonus shares having face value of Rs. 10 were issued. The Company has issued bonus shares in accordance with Section 63 of the Companies Act, 2013.

The impact of issuance of bonus shares has been accordingly considered for the Computation of Earnings Per Share as per the requirement of Ind AS 33 - Earning Per Share.

Subdivision (Split) of Equity Shares

Pursuant to the resolution passed by the shareholders / members of the Company held on August 13, 2026, the current capital of the Company has been sub-divided from 1 share of 10 each to 2 shares of Rs. 5 each.

The impact of sub-division of shares has been accordingly considered for the Computation of Earnings Per Share as per the requirement of Ind AS 33 - Earning Per Share.

Appointment of Independent Directors

Pursuant to the resolution passed by the members of the Company held on August 13, 2026, the Company has appointed Mr. Bokkisam Sureshkumar as Independent Director.

Acquisition of Richwaves Specialities Private Limited

Pursuant to the Share Purchase Agreement ("SPA"), the Company has acquired 100% of the equity shares of Richwaves Specialities Private Limited from its existing shareholder. The acquisition became effective from the date of execution of the SPA, i.e., August 22, 2026.

Since the above events have occurred after the reporting date, no adjustments have been made to the amounts recognised in these financial statements, except under Ind AS 33, as mentioned above.

For VASG & Associates
Chartered Accountants
Firm's Registration No. 006070S

Sd/-
G S Sridhar
Partner
Membership No. 026878
UDIN:26026878DSSTCI7512

Place: Hyderabad
Date: Sep 09,2026

For and on behalf of the Board of Directors of
Technopaints and Chemicals Limited (formerly known as Fortune Paints Private Limited)
CIN: U24220TG2008PLC058787

Sd/-
Srinivasa Reddy Akuri
Managing Director
DIN: 01746988

Sd/-
Anil Kondoth
Executive Director & CEO
DIN: 09398109

Sd/-
S Srikanth Reddy
Chief Financial Officer

Sd/-
D Madhavi Latha
Company Secretary (F7394)

Place: Hyderabad
Date: Sep 09,2026

Technopaints and Chemicals Limited (formerly Fortune Paints Private Limited)

CIN: U2422OTG2008PLC58787

Annexure VII: Statement of Adjustments to the Restated Financial Information

(All amounts are in ₹ millions, except share and per share data and where otherwise stated)

Part A 1: Statement of Restatement Adjustments to the Audited Financial Statements

As mentioned in the note 1.2 basis of preparation of restated financial information, the Company has prepared the Special Purpose Restated Financial Information as at and for the year ended March 31, 2025 and as per following basis:
The Special Purpose Financial Statements of the Company as at and for the year ended March 31, 2024 and Special Purpose Ind AS Financial Statements for the year ended March 31, 2025, have been prepared by the management of the Company in accordance with Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Previous GAAP' or 'Indian GAAP') after giving effect to accounting policy and accounting policy choices (both mandatory exceptions and optional exemptions availed as per Indian Accounting Standards 101 'First-time Adoption of Indian Accounting Standards' (Ind AS 101) as initially adopted on transition date i.e. April 01, 2023. Suitable restatement adjustments (both remeasurements and reclassifications) as per Ind AS 101, are made to these Financial Statements for the years ended March 31, 2024 and March 31, 2025.

Pursuant to the Companies (Indian Accounting Standard) Second Amendment Rules, 2015, the Company has adopted March 31, 2026, as reporting date for first time adoption of Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), and consequently April 01, 2024, as the transition date for preparation of its general purpose Restated Financial Information for the year ended March 31, 2026. Hence, the general purpose Restated Financial Information for the year ended March 31, 2026, were the first financials statements, prepared in accordance with Ind AS. Upto the financial year ended March 31, 2025, the Company had prepared its general purpose Restated Financial Information in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with Companies (Accounting Standards) Rules, 2021 ("Indian GAAP" or "Previous GAAP").

Reconciliation of total equity as per the, Audited Financial Statements for the year ended March 31, 2026 and Special Purpose Ind AS Financial Statements for the year ended March 31, 2025 and Special Purpose Financial Statements for the year ended March 31, 2024 with the total equity as per the Restated Financial Information

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Total equity as per Audited Financial Statements/ Special Purpose Ind AS Financial Statements/ Special Purpose Financial Statements (A)	**1371.46**	**840.60**	**303.19**	**154.51**
Add/(Less): Adjustment				
Impact on account of difference in Deferred taxes	-0.82	-	-	-
Impact on account share application money pending allotment		0.30		
Impact on account of financial liabilities and financial assets	-5.64	-	-	-
Total impact of adjustments (B)	**-6.46**	**0.30**	**-**	**-**
Total equity as per the Restated Financial Information (A+B)	**1,365.00**	**840.90**	**303.19**	**154.51**

Reconciliation of Total comprehensive income as per the , Audited Financial Statements for the year ended March 31, 2026, Special Purpose Ind AS Financial statements for the year ended March 31, 2025 and Special Purpose Financial statements for the year ended March 31, 2024 with the total equity as per the Restated Financial Information

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Total comprehensive income as per / Audited Financial Statements/ Special Purpose Ind AS Financial Statements/ Special Purpose Financial Statements (A)	**373.16**	**166.95**	**147.76**
Add/(Less): Adjustment			
Adjustments due to Deferred Tax	1.23	-	-
Impact on account of financial liabilities and financial assets	4.62	-	-
Total adjustments (B)	**5.85**	**-**	**-**
Total comprehensive income/(loss) as per the Restated Financial Information (A+B)	**379.01**	**166.95**	**147.76**

Part A 2 First-time adoption of IND AS

The restated financial statements, for the year ended 31 March 2026, are the first the company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2025, the company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the company has prepared financial statements which comply with Ind AS applicable for year ended 31 March 2026, together with the comparative period data as at and for the year ended 31 March 2025 and 31 March 2024, as described in the summary of material accounting policies. In preparing these financial statements, the company's opening balance sheet was prepared as at 1 April 2023, the company's date of transition to Ind AS. This note explains the principal adjustments made by the company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2023, the financial statements as at and for the year ended 31 March 2024.

The following reconciliations provides the effect of transition to Ind AS from Indian GAAP in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards:
(a) Reconciliation of total equity as at April 01, 2023,March 31, 2024 and as at March 31, 2025.
(b) Reconciliation of total comprehensive income for the year ended March 31, 2024 and March 31, 2025.
(c) Impact of Ind AS adoption on the statement of cash flows for the year ended March 31, 2024 March 31, 2025.
(d) Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.

(a) Reconciliation of balance sheet as at date of transition April 01, 2023

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	177.52	-20.24	157.28
Right-of-use assets	i(iv)	-	0.96	0.96
Capital work-in-progress	(x)	39.91	-39.91	-
Investment properties		-	57.33	57.33
Other intangible assets		-	-	-
Financial assets			-	
Other financial assets	i(iv)&i(ix)	-	37.89	37.89
Deferred tax asset (net)			-	
Income tax assets (net)		-	-	-
Other non current assets		2.11	-2.11	-
Total non-current assets		**219.54**	**33.92**	**253.46**
Current assets				
Inventories		218.34	(0.00)	218.34
Contract assets		-	18.42	18.42
Financial assets		-	-	
Investments		-	-	0.00
Trade receivables	i(v)	126.85	(2.52)	124.33
Cash and cash equivalents		60.68	(8.57)	52.11
Bank balances other than cash and cash equivalent		-	-	-
Loans			-	-
Other financial assets		-	-	-
Current tax assets (net)		-	-	-
Short Term Loans & Advances		17.08	(17.08)	0.00
Other current assets		50.00	(22.22)	27.78
Total current assets		**472.95**	**-31.97**	**440.98**
Assets classified as held for sale				
Total assets		**692.49**	**1.95**	**694.44**
Equity and liabilities				
Equity				
Equity share capital		9.20	-	9.20
Other equity	i(itoxii)	150.95	(16.16)	145.31
Total equity		**160.15**	**(16.16)**	**154.51**
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	96.70	(5.15)	91.55
Lease liabilities	i(iv)	0.00	0.80	0.80
Trade Payables		-	-	-
i) Total outstanding dues of micro enterprises and small enterprises			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-	-
Other financial liabilities		-	3.13	3.13
Employee benefit obligations		-	-	-
Deferred Tax Liabilities (net)	i(iii)	4.13	-7.92	-3.79
Other non-current liabilities		-	-	
Total non-current liabilities		**100.83**	**-9.14**	**91.69**

Current liabilities				
Financial liabilities				
Borrowings		257.47	-0.00	257.47
Lease liabilities	i(iv)	-	0.13	0.13
Trade payables			-	-
i) Total outstanding dues of micro enterprises and small enterprises		-	-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		143.72	0.71	144.43
Other financial liabilities		-	7.64	7.64
Other current liabilities	i(viii)	12.93	19.09	32.02
Employee benefit obligations		-	-	-
Short Term Provisions		17.39	(17.39)	-
Total current liabilities		**431.52**	**16.72**	**448.24**
Total liabilities		**532.34**	**7.59**	**539.93**
Total equity and liabilities		**692.49**	**-8.57**	**694.44**

(b) Reconciliation of balance sheet as at March 31, 2024

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	228.35	(53.73)	174.62
Right-of-use assets	i(iv)	-	42.83	42.83
Capital work-in-progress	x)	6.35	(6.35)	-
Investment properties		-	71.02	71.02
Intangible assets		-	-	-
Intangible assets under development			-	-
Financial assets			-	
Other financial assets	i(iv)&i(ix)	-	55.98	55.98
Deferred tax asset (net)			12.11	12.11
Non Current Investments		47.25	(47.25)	-
Other non current assets		3.87	(3.87)	-
Total non-current assets		**285.83**	**70.73**	**356.56**
Current assets				
Inventories		445.64	(0.00)	445.64
Contract assets		-	24.56	24.56
Financial assets			-	
Trade receivables	i(v)	392.58	153.35	545.93
Cash and cash equivalents		44.38	(8.57)	35.81
Bank balances other than (iii) above			-	-
Loans			-	-
Other financial assets		-	-	-
Short Term Loans & Advances		7.40	(7.40)	-
Other current assets		104.31	(71.42)	32.89
Total current assets		**994.31**	**90.52**	**1,084.83**
Total assets		**1,280.13**	**161.26**	**1,441.39**
Equity and liabilities				
Equity				
Equity share capital		11.04	-	11.04
Other equity	i(itoxii)	281.69	10.46	292.15
Share appliocationn money pending allotment		-		
Total equity	i(vii) i(iv)	**292.73**	**10.46**	**303.19**
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	135.93	7.98	143.91
Lease liabilities	i(iv)	-	39.91	39.91
Other financial liabilities		-	34.65	34.65
Employee benefit obligations		-	0.21	0.21
Deferred Tax Liabilities (net)	i(iii)	6.87	(6.87)	-
Other non-current liabilities		82.20	(82.20)	-
Total non-current liabilities		**224.99**	**-6.31**	**218.68**
Current liabilities				
Financial liabilities				
Borrowings		371.08	(9.57)	361.51
Lease liabilities	i(iv)	-	1.84	1.84
Trade payables		-	-	
i) Total outstanding dues of micro enterprises and small enterprises			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		271.74	2.07	273.81
Other financial liabilities		-	11.90	11.90
Other current liabilities	i(viii)	73.64	178.33	251.96
Provisions			3.24	3.24
Employee benefit obligations		-	-	-
Current tax liabilities (net)		-	15.27	15.27
Short Term Provisions		45.96	(45.96)	-
Total current liabilities		**762.41**	**157.12**	**919.52**
Total liabilities		**987.41**	**150.81**	**1,138.20**
Total equity and liabilities		**1,280.13**	**161.26**	**1,441.39**

(c) Reconciliation of profit or loss for the year ended March 31, 2024

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Income				
Revenue from operations	i(viii)	1,367.69	-8.91	1,358.78
Other income	i(ix) & i(iv)	1.72	20.05	21.77
Total income		**1,369.41**	**11.14**	**1,380.55**
Expenses				
Cost of materials consumed		626.32	-6.14	620.18
Manufacturing Expenses		48.56	-3.44	45.11
Changes in inventories of finished goods		-178.38	0.00	-178.38
Contract Expenses		424.55	-10.78	413.78
Employee benefits expense	i(ii)	48.31	7.11	55.42
Finance costs	i(iv) & i(vii)	37.82	2.76	40.58
Depreciation and amortization expense	i(iv)	13.78	2.23	16.01
Other expenses	i(ii) & i(v) & i(viii)	168.09	14.37	182.46
Total expenses		**1,189.05**	**6.11**	**1,195.16**
Profit /(Loss) before exceptional items and tax		**180.36**	**5.03**	**185.39**
Exceptional items		-	-	-
Profit before tax		**180.36**	**5.03**	**185.39**
Tax expense				
Current tax		45.96	0.00	45.96
Deferred tax		2.74	-11.06	-8.32
Total tax expense		**48.70**	**-11.06**	**37.63**
Profit for the year		**131.66**	**16.09**	**147.76**
Dividend (Appropriation)		**-0.92**	0.92	
Net Profit Available to Equity Share Holders		**130.74**	**17.01**	**147.76**
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurements of defined benefit plans		-	-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-	-
Total other comprehensive income for the year		-	-	-
Total comprehensive income		**130.74**	**17.01**	**147.76**

(d) Reconciliation of balance sheet as at March 31, 2025

Particulars	Notes to first-time adoption	Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, plant and equipment	i(i)	256.35	13.11	269.46
Right-of-use assets	i(iv)	-	63.22	63.22
Capital work-in-progress	x)	-	-	-
Investment properties		-	58.62	58.62
Good Will	(xvi)	31.93	-31.93	-
Intangible assets		-	-	-
Other Intangible assets			0.04	0.04
Financial assets			-	
Investments			-	-
Loans	i(iv)&i(ix)		56.17	56.17
Other financial assets		-	-	-
Deferred tax asset (net)			-	-
Non Current Investments		43.60	-43.60	
Other non current assets		7.12	-7.12	-
Total non-current assets		**339.00**	**108.51**	**447.51**
Current assets				
Inventories		627.90	0.00	627.90
Contract assets		-	22.45	22.45
Financial assets			-	
Investments			-	-
Trade receivables	i(v)	1,071.98	46.19	1,118.17
Cash and cash equivalents		176.87	-29.09	147.78
Bank balances other than cash and cash equivalent			20.52	20.52
Loans			-	-
Other financial assets		-	-	-
Current tax assets (net)		-	-	-
Short Term Loans & Advances		101.50	-101.50	-
Other current assets		128.12	98.78	226.90
Total current assets		**2,106.37**	**57.35**	**2,163.72**
Assets classified as held for sale			-	-
Total assets		**2,445.38**	**165.86**	**2,611.23**

Equity and liabilities				
Equity				
Equity share capital		157.45	0.00	157.45
Other equity	i(itoxii)	696.14	-12.99	683.15
Money Received against share warrants		53.63	-53.63	
Total equity		**907.21**	**-66.61**	**840.60**
Share appliocationn money pending allotment		0.30	-	0.30
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	i(vii)	167.77	-2.03	165.74
Lease liabilities	i(iv)	-	57.42	57.42
Others			39.26	39.26
Trade Payables		-	5.56	5.56
i) Total outstanding dues of micro enterprises and small enterprises			-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises			-	-
Other financial liabilities	i(vii)	-	-	-
Employee benefit obligations		-	-	-
Deferred Tax Liabilities (net)	i(iv)	9.47	9.88	19.35
Other non-current liabilities		98.61	-98.61	-
Total non-current liabilities		**275.84**	**11.49**	**287.33**
Current liabilities				
Financial liabilities				
Borrowings		369.16	0.00	369.16
Lease liabilities	i(iii)	-	7.04	7.04
Trade payables			-	
i) Total outstanding dues of micro enterprises and small enterprises			6.28	6.28
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		574.64	109.06	683.69
Other financial liabilities		-	16.88	16.88
Other current liabilities	i(viii)	237.65	27.61	265.26
Provisions			91.68	91.68
Employee benefit obligations		-	-	-
Current tax liabilities (net)		-	43.01	43.01
Inter unit balances		-	-	-
Short Term Provisions		80.58	-80.58	-
Total current liabilities		**1,262.03**	**220.97**	**1,483.00**
Total liabilities		**1,537.87**	**232.46**	**1,770.33**
Total equity and liabilities		**2,445.38**	**165.86**	**2,611.23**

(e) Reconciliation of profit or loss for the year ended March 31, 2025

Particulars	**Notes to first-time adoption**	**Indian GAAP**	**Adjustments**	**Ind AS**
Income				
Revenue from operations	i(viii)	2,077.89	3.06	2,080.95
Other income	i(ix) & i(iv)	24.25	0.95	25.19
Total income		**2,102.14**	**4.00**	**2,106.14**
Expenses				
Cost of materials consumed		749.74	47.75	797.49
Manufacturing Expenses		60.67	(6.12)	54.55
Changes in inventories of finished goods		-145.05	(0.00)	-145.05
Painting Service Expenses		751.94	(0.00)	751.94
Employee benefits expense	i(ii)	71.59	12.43	84.02
Finance costs	i(iv) & i(vii)	45.88	8.68	54.56
Depreciation and amortization expense	i(iv)	20.66	7.07	27.72
Other expenses	i(ii) & i(v) & i(viii)	219.50	(23.24)	196.26
Total expenses		**1,774.93**	**46.56**	**1,821.49**
Profit /(Loss) before exceptional items and tax		**327.21**	**(42.56)**	**284.65**
Exceptional items		-	0.00	-
Profit before tax		**327.21**	**(42.56)**	**284.65**
Tax expense				
Current tax		80.58		86.76
MAT credit expenditure		-	-	-
Deferred tax		2.60	28.73	31.33
Total tax expense		**83.18**	**28.73**	**118.09**
Profit for the year		**244.02**	**(71.29)**	**166.56**
Dividend (Appropriation)		**-7.74**	7.74	
Net Profit Available to Equity Share Holders		**236.29**	**(63.55)**	**166.56**
Other comprehensive income				
Items that will not be reclassified to profit or loss				
Remeasurements of defined benefit plans		-	0.52	0.52
Income tax relating to items that will not be reclassified to profit or loss		-	(0.13)	(0.13)
Total other comprehensive income for the year		-	0.39	0.39
Total comprehensive income		**236.29**	**-63.16**	**166.95**

(f) Reconciliation of total equity as at March 31, 2025, March 31, 2024 and April 01, 2023

Particulars		As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Equity share capital		157.45	11.04	9.20
Other equity		749.76	281.69	150.95
Total Shareholder's equity as per Indian GAAP Financials of respective years (A)		**907.21**	**292.73**	**160.15**
Add/(Less): Adjustment				
ROU assets creation as per Ind AS 116		68.59	42.27	0.93
ROU assets creation on account of rental deposits		2.96	1.83	0.03
ROU lease liability creation as per Ind AS 116		(68.59)	(42.27)	(0.93)
Fair valuation of rental deposits		(2.96)	(1.83)	(0.03)
Fair valuation of other deposits		(32.12)	(5.28)	(1.92)
Provision for expected credit loss		(21.44)	(7.85)	(2.52)
Depreciation on ROU Assets		(6.77)	(1.22)	0.00
Interest on lease liability		(5.14)	(1.12)	0.00
Rental expenses to be adjusted to lease liability		8.74	1.64	0.00
Depreciation on ROU Assets on account of rental deposits		(0.29)	(0.05)	0.00
Interest income on security deposits		0.95	0.46	0.00
Impact on account of gratyity as per ind as 19		(0.00)	(0.21)	0.00
Impact on account of difference in Deferred taxes		(10.30)	18.99	7.92
Adjustment relating measurement of investment property		(3.77)	(3.77)	(2.82)
Provision for expected sales returns		(32.56)	(35.64)	(26.73)
Interest expenses on financial liability measured at amortized cost		19.82	19.96	2.02
Adjustment relating to Contract asset		22.44	24.55	18.42
Adjustment on Provision for expected defective liability		0.00	0.00	0.00
Adjustment relating to income tax of elariler periods		(6.18)	0.00	0.00
		0.00	0.00	0.00
Total adjustments (B)		**-66.62**	**10.46**	**-5.63**
Total equity as per Special Purpose Ind AS Financial Statements/ Special Purpose Financial Statements (A+B)		**840.59**	**303.19**	**154.51**

(g) Reconciliation of total comprehensive loss for the year ended March 31, 2024 and 31 March 2025

Particulars		As at March 31, 2025	As at March 31, 2024
Profit after tax as per Indian GAAP financials or respective years(A)		**244.02**	**131.66**
Add/(Less): Adjustment			
Depreciation on investment property		0.00	(0.95)
ROU Depreciation		(6.77)	(1.22)
Lease liability Interest		(5.14)	(1.12)
Rental expenses		8.74	1.64
Security Deposits Due to depreciation as per Ind AS 116		(0.29)	(0.05)
Security Deposits Due to interest income as per Ind AS 116		0.24	0.03
Impact on account of gratyity as per ind as 19		(0.00)	(0.21)
Impact on account of ECL Ind AS 109		(13.59)	(5.33)
Fair valuation of security deposits		(26.84)	(3.36)
Interest on security deposits		0.71	0.43
Adjustments due to Deferred Tax		(28.73)	11.06
Provision for expected sales returns		3.06	(8.91)
Interest expenses on financial liability measured at amortized cost		(0.14)	17.94
Adjustment relating to Contract asset		(2.14)	6.14
Adjustment on Provision for expected defective liability		0.00	0.00
Adjustment relating to income tax of elariler periods		(6.18)	0.00
Adjustment on account of change in measurement of depreciation		0.00	0.00
Others		0.00	0.00
Total adjustments (B)		**(77.07)**	**16.10**
Total comprehensive income/(loss) as per Special Purpose Ind AS Financial Statements/ Special Purpose Financial Statements		**166.95**	**147.76**

(h) Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2024

Particulars	Indian GAAP	Adjustments	Ind AS
Net cash flow from operating activities	(32.20)	54.00	(85.79)
Net cash flow from investing activities	(68.63)	(23.01)	(45.62)
Net cash flow from financing activities	84.53	(30.59)	115.11
Net increase / (decrease) in cash and cash equivalents	(16.30)	0.41	(16.30)
Cash and cash equivalents as at April 01, 2023	60.68	8.57	52.11
Cash and cash equivalents as at March 31, 2024	44.38	8.98	35.81

Impact of Ind AS adoption on cash flow statements for the year ended March 31, 2025

Particulars	Indian GAAP	Adjustments	Ind AS
Net cash flow from operating activities	(75.97)	45.00	(121.16)
Net cash flow from investing activities	(164.69)	(60.87)	(103.82)
Net cash flow from financing activities	373.13	36.19	336.94
Net increase / (decrease) in cash and cash equivalents	132.47	20.33	111.96
Cash and cash equivalents as at April 01, 2024	44.38	8.57	35.81
Cash and cash equivalents as at March 31, 2025	176.85	28.89	147.77

(i) Notes to first-time adoption under "Ind AS 101" (including Optional exemptions and Mandatory exceptions availed on first time adoption of Ind AS):

(i) Deemed Cost

The Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognized as at April 01, 2023 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

(ii) Remeasurement gain/(loss) of net defined benefit plan

Under Previous GAAP the Company recognized actuarial gains and losses in the statement of profit and loss. Under Ind AS 19 – Employee Benefits, actuarial gains and losses on defined benefit obligations are recognised in Other Comprehensive Income (OCI) and not through the statement of profit and loss. Employee benefit liabilities are measured at the present value of the defined benefit obligations using the projected unit credit method.

Impact as at April 01, 2023:
a) There is no impact on tranisition date on account of employee benefits.

Impact as at March 31, 2024:
a) Recognition of gratuity expense of INR 0.21 million in the statement of profit and loss, increasing the employee benefit expenses.
b) Actuarial gain of INR 0.00 million on remeasurement of gratuity was recognised in Other Comprehensive Income (OCI).

Impact as at March 31, 2025:
a) Recognition of gratuity expense of INR 0.003 million in the statement of profit and loss, increasing the employee benefit expenses.
b) Actuarial gain of INR 0.52 million on remeasurement of gratuity was recognised in Other Comprehensive Income (OCI).

(iii) Deferred Tax

Under Previous GAAP, Deferred tax is calculated using the income statement approach which focuses on differences between taxable profits and accounting profits for the period. Under Ind AS 12 deferred tax is calculated using balance sheet approach which focuses on differences between taxable profits and accounting profits for the period.

Impact as on April 01, 2023:
a) Net Deferred tax liability of INR 2.60 million recognized in the Balance Sheet as at April 01, 2023.

For the year ended March 31, 2024:
a) Deferred tax income of INR 11.19 million recognized in the statement of profit and loss on account of movements in temporary differences.
b) Deferred tax expense of INR 0.00 million recognized in Other Comprehensive Income.
c) Consequently, a net Deferred tax asset of INR 8.60 million has been recognized in the Balance Sheet as at March 31, 2024.

For the year ended March 31, 2025:
a) Deferred tax expense of INR 19.66 million recognized in the statement of profit and loss on account of movements in temporary differences.
b) Deferred tax expense of INR 0.13 million recognized in Other Comprehensive Income.
c) Consequently, a net Deferred tax liability of INR 11.62 million has been recognized in the Balance Sheet as at March 31, 2025.

(iv) **Lease liability and Right of use asset**

Under Ind AS 116, leases are capitalized at the lease's inception at the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Further, lessee shall recognize a right-of-use- asset and lease liability.

The security deposit are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as Right-of use asset and depreciated over the lease term. Fair value of the deposit will be unwinded over the lease term by recognising interest income.

The following is the impact under Ind AS:
As at April 01, 2023:
a) The Company recognised a Right-of-Use (ROU) asset of INR 0.93 million, and a corresponding lease liability of INR 0.93 million as at April 01, 2023, resulting in an increase in assets and borrowings.
b) A fair valuation adjustment of INR 0.03 million was made to the security deposit, resulting in a decrease in financial assets (deposit) and a corresponding increase in the ROU asset.

For the year ended March 31, 2024:
a) Depreciation of INR 1.22 million was recognised on the ROU asset (increase in depreciation expense and decrease in ROU Asset).
b) Finance cost of INR 1.12 million was recognised on the lease liability (increase in finance cost and lease liability).
c) Interest income of INR 0.03 million was recognised from the unwinding of the security deposit (increase in other income and Other financial asset).
d) Lease rent expense of INR 1.64 million under previous GAAP was reversed (decrease in other expenses and lease liability).

For the year ended March 31, 2025:
a) Depreciation of INR 7.56 million was recognised on the ROU asset (increase in depreciation expense and decrease in ROU Asset).
b) Finance cost of INR 5.14 million was recognised on the lease liability (increase in finance cost and lease liability).
c) Interest income of INR 0.24 million was recognised from the unwinding of the security deposit (increase in other income and Other financial asset).
d) Lease rent expense of INR 8.74 million under previous GAAP was reversed (decrease in other expenses and lease liability).

(v) **Expected credit loss**

Under previous GAAP (Indian GAAP), the Company recognised impairment on trade receivables and other financial assets only when there was objective evidence of a specific loss event (incurred loss model). Upon transition to Ind AS, the Company is required to apply the impairment requirements of Ind AS 109, Financial Instruments, which mandates recognition of Expected Credit Loss (ECL) on all financial assets measured at amortised cost. For trade receivables that do not contain a significant financing component, the Company applies the simplified approach, whereby a loss allowance is recognised at an amount equal to lifetime expected credit losses. The excess of the ECL allowance so computed over any specific provision already recognised under previous GAAP as at the transition date has been recognised as a charge to retained earnings in the opening Ind AS Balance Sheet. The resulting transition adjustment, net of the applicable deferred tax impact recognised in accordance with Ind AS 12, Income Taxes, has been disclosed in the reconciliation of equity forming part of this note.

Impact as at April 01, 2023:
An amount of Rs. 2.52 million representing the provision for expected credit loss is adjusted against the equity with a corresponding adjustment to Trade receivables.

Impact as at March 31, 2024:
Consequent to the adjustment as at April 01, 2023 to the Trade receivables , an amount of INR 5.33 million representing the provision for expected credit loss on Trade receivables has been provided.

Impact as at March 31, 2025:
An amount of INR 13.59 million representing the provision for expected credited loss on Trade receivables has been provided.

(vi) **Other comprehensive income:**
The concept of other comprehensive income (OCI) did not exist under IGAAP. Also refer point (iii) above.

(vii) **Impact of borrowings under Ind AS 109 - Processing charges**

Under previous GAAP, processing charges are recognised directly in statement of profit and loss account. Under Ind AS 109 – Financial Instruments, transaction costs directly attributable to the acquisition of borrowings are adjusted against the carrying amount of the respective borrowings and are amortised over the tenure of the borrowings using the effective interest rate method.

Impact as at April 01, 2023:
a) The Company reversed INR 0.00 million of processing charges previously recognised as expense under the erstwhile Indian GAAP.The reversed amount was deducted from the carrying amount of the respective borrowings with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
Processing charges of INR 8.53 million were recognised as expense in the statement of profit and loss for the year ended March 31, 2024, representing the amortisation of transaction costs over the tenure of the borrowings in accordance with the effective interest rate method (Increase in finance cost and financial liability).

Impact as at March 31, 2025:
Processing charges of INR 4.45 million were recognised as expense in the statement of profit and loss for the year ended March 31, 2025, representing the amortisation of transaction costs over the tenure of the borrowings in accordance with the effective interest rate method (Increase in finance cost and financial liability).

(viii) **Provision for expected sales returns**

Upon transition to Ind AS, the Company is required to recognise a refund liability for the portion of consideration received that is expected to be refunded to customers, in accordance with Ind AS 115. A corresponding recovery asset, representing the right to recover goods from customers is recognised only to the extent such goods are capable of being resold in accordance with paragraph B25 of Ind AS 115.
The net impact of recognition of the refund liability and the recovery asset, along with the related deferred tax effect, has been adjusted against opening retained earnings as at 1 April 2023.

Impact as at April 01, 2023:
a) The Company provided INR 26.73 million of provision for expected sales returns with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 8.91 million representing the provision for expected sales returns on sales has been provided.

Impact as at March 31, 2025:
An amount of INR 3.06 million representing the reversal of provision for expected sales returns on sales has been provided.

Impact of contract assets
Impact as at April 01, 2023:
a) The Company recognised INR 18.42 million of contract assets with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 6.14 million representing the contract assets on CoGS has been provided.

Impact as at March 31, 2025:
An amount of INR 2.11 million representing the reversal of contract assets on CoGS has been provided.

(ix) **Fair value of security deposits receivables**

The security deposit are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as expenses. Fair value of the deposit will be unwinded over the term by recognising interest income.
Impact as at April 01, 2023:
a) The Company recognised INR 1.92 million as expenses as the difference between the fair value and transaction with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 2.93 million net impact has been recognised.

Impact as at March 31, 2025:
An amount of INR 26.14 million net impact has been recognised.

(x) **Investment property**

Under Ind AS 40, any land or a building or part of a building or both held (by the owner or by the lessee as a right- of-use asset) to earn rentals or for capital appreciation or both, rather than for (a) use in the production or supply of goods or services or for administrative purposes; or (b) sale in the ordinary course of business shall be classified as investment property. This distinguishes investment property from owner-occupied property.
The following is the impact under Ind AS:

As at April 1, 2023:
An amount of INR 46.26 million has been reclassified as investment properties

As at April 1, 2024:
An amount of INR 0.00 million has been reclassified as investment properties

As at April 1, 2025:
An amount of INR 15.53 million has been reclassified as investment properties

(xi) Fair valuation of Margin money deposit payable

The security deposit payables are measured at fair value using amortized cost method. The difference between fair value and transaction value will be recognised as income. Fair value of the deposit will be unwinded over the term by recognising interest expenses.
Impact as at April 01, 2023:
a) The Company recognised INR 0.00 million as income as the difference between the fair value and transaction with a corresponding adjustment to retained earnings.

Impact as at March 31, 2024:
An amount of INR 16.11 million as income, net impact has been recognised.

Impact as at March 31, 2025:
An amount of INR 2.64 million as expenses, net impact has been recognised.

(xii) Other adjustments

Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with financial statements prepared under Ind AS.

(xiii) Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies. As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS). The Company's estimates under Ind AS are consistent with the above requirement.

(xiv) Derecognition of financial assets and liabilities

As per Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively for transactions occurring on or after the date of transition to Ind AS. However, an entity may apply the derecognition requirements retrospectively from a date chosen by it if the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognized as a result of past transactions was obtained at the time of initially accounting for those transactions.

(xv) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortized cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable. Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortized cost has been done retrospectively except where the same is impracticable.

(xvi) Reversal of Goodwill on Acquisition of Calstone Minerals Business

Under previous GAAP, the Company had recognised goodwill of ₹31.93 million on the acquisition of the business undertaking of M/s Calstone Minerals pursuant to a Business Transfer Agreement dated 24 March 2025, for a lump sum consideration of ₹80.00 million.
On transition to Ind AS, the Company assessed the transaction in accordance with the definition of a "business" under Ind AS 103, Business Combinations. Based on this assessment, it was concluded that the assets acquired — comprising land, and buildings— did not constitute an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return to investors, as the acquired set lacked a substantive process. Accordingly, the transaction does not meet the definition of a business combination under Ind AS 103 and has been accounted for as an acquisition of assets.
Consequently, the goodwill of ₹31.93 million recognised under previous GAAP has been derecognised, and the total consideration of ₹80.00 million has been allocated to the identifiable assets acquired, being land of ₹56.28 million and buildings of ₹23.72 million, in proportion to their relative fair values as at the date of acquisition. Transaction costs of ₹0.00 million directly attributable to the acquisition, previously expensed under previous GAAP, have been capitalised as part of the cost of the assets acquired.
As the transaction was effected on 24th March 2025, this reclassification impacts the Balance Sheet as at 31st March 2025, with an increase/(decrease) of ₹31.93 million in Property, Plant and Equipment and a corresponding derecognition of Goodwill of ₹31.93 million. The capitalisation of transaction costs previously expensed results in a corresponding reduction of ₹0.00 million in expenses recognised in the Statement of Profit and Loss for the year ended 31st March 2025.

B Material regrouping / reclassification

Appropriate regrouping / reclassification have been made in the Restated Statement of Assets and Liabilities, Restated Statement of Profit and Loss and Restated Statement of Cash Flows, wherever required, by reclassification of the corresponding items of income, expenses, assets, liabilities and cash flows, in order to bring them in line with the accounting policies and classification as per the Restated Financial Information of the Company for the year ended March 31, 2026 prepared in accordance with Schedule III (Division II) of the Act, as amended, requirements of Ind AS 1- 'Presentation of financial statements' and other applicable Ind AS principles and the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

C Non-adjusting items

Audit qualifications matter paragraph for the respective years, which do not require any adjustments in the restated Financial information are as follows:
There are no audit qualifications in auditor's reports on the financial statements for the financial years ended 31 March 2026, 31 March 2025 and 31 March 2024.

OTHER FINANCIAL INFORMATION

The accounting ratios derived from the Restated Financial Information required to be disclosed under the SEBI ICDR Regulations are set forth below. The table below should be read in conjunction with "*Risk Factors*", "*Restated Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*", on pages 23, 343 and 429, respectively:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Earnings per share (basic) (in ₹)	8.23	4.01	4.77
Earnings per share (diluted) (in ₹)	8.23	4.01	4.77
Return on net worth (%)	27.67%	19.81%	48.73%
Net Asset Value per Equity Share (in ₹)	29.75	20.24	9.80
EBITDA (in ₹ million)	602.46	341.73	220.21
EBITDA Margin (%)	17.19%	16.42%	16.21%
Profit After Tax (in ₹ million)	377.75	166.54	147.75
PAT Margin (%)	10.78%	8.00%	10.87%

Notes:

1. *Basic EPS (₹) = Basic earnings per share are calculated by dividing the restated profit for the respective period/year by the weighted average number of Equity Shares outstanding during the respective period year as adjusted for bonus issue and split of Equity Shares undertaken in Fiscal Year 2026, 2025 and 2024*
2. *Diluted EPS (₹) = Diluted earnings per share are calculated by dividing the restated profit for the respective period/year by the weighted average number of Equity Shares outstanding during the respective period/year as adjusted for bonus and split of Equity Shares undertaken in Fiscal Year 2026, 2025 and 2024*
3. *Return on net worth is calculated as restated profit for the year divided by total equity. Total Equity is equity as per restated financial information (including NCI) as reduced by share application money pending allotment*
4. *Net asset value per equity share is calculated as total equity divided by outstanding number of equity shares as adjusted for bonus allotted in ratio of 2:5 where allotment was done on August 29, 2026. Where, Total Equity is equity as per restated financial information (including NCI) as reduced by share application money pending allotment*
5. *EBITDA is calculated as restated profit for the year minus other income plus finance costs, depreciation and amortization expense, exceptional item and total tax expense.*
6. *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.*
7. *Profit after Tax Means Profit for the period/year attributable to equity shareholders as appearing in the Restated Financial Information.*
8. *PAT Margin (%) is calculated as Profit for the year/period as a percentage of Revenue from Operations.*

In accordance with the SEBI ICDR Regulations, the audited financial statements of our Company as at March 31, 2026, March 31, 2025 and March 31, 2024 ("**Audited Financial Statements**") are available on our website at https://technopaints.in/investor-relations#financials.

Our Company is providing a link to this website solely to comply with the requirements specified in the SEBI ICDR Regulations. The Audited Financial Statements and the reports thereon do not constitute, (i) a part of this Draft Red Herring Prospectus; or (ii) a prospectus, a statement in lieu of a prospectus, an offering circular, an offering memorandum, an advertisement, an offer or a solicitation of any offer or an offer document to purchase or sell any securities under the Companies Act, the SEBI ICDR Regulations, or any other applicable law in India or elsewhere. The Audited Financial Statements should not be considered as part of information that any investor should consider subscribing for or purchase any securities of our Company and should not be relied upon or used as a basis for any investment decision.

None of our Company or any of its advisors, nor BRLM nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Audited Financial Statements, or the opinions expressed therein.

The Audited Financial Statements and the reports thereon should not be considered as part of information that any investor should consider when subscribing for or purchasing any securities of our Company or any entity in which our Shareholders have significant influence and should not be relied upon or used as a basis for any investment decision. None of the entities specified above, nor any of their advisors, nor BRLM, nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Audited Financial Statements, or the opinions expressed therein.

Related Party Transactions

For details of the related party transactions, as per the requirements under applicable Accounting Standards i.e. Ind AS 24 'Related Party Disclosures' for the Financial Year ended 2026, 2025 and 2024, read with the SEBI ICDR Regulations, and as reported in the Restated Financial Information, please see "*Restated Financial Information – Note 37 - Related Party Disclosures*" on page 401.

FINANCIAL INDEBTEDNESS

Our Company and our Subsidiary have availed loans and entered into other financing arrangements in the ordinary course of business including for meeting our working capital and business requirements. The board of directors of our Company and our Subsidiary are empowered to borrow monies in accordance with Sections 179 and 180 of the Companies Act and the articles of association. For details regarding the borrowing powers of our Board, see "*Our Management – Borrowing Powers*" on page 322.

We have obtained the necessary consents required under the relevant financing documents for undertaking activities in relation to the Offer.

As at July 31, 2026, our outstanding borrowing aggregated to ₹ 1,253.15 million. The details of the indebtedness of our Company as at July 31, 2026, is provided below:

Category of borrowing	Sanctioned amount as on July 31, 2026 (₹ in million)	Outstanding amount as on July 31, 2026 (₹ in million)
Secured		
Fund based		
Working capital facilities	957.50	836.68
Term Loans	453.70	253.15
Vehicle Loans	41.37	32.07
Non- fund based		
Bank guarantee/Letter of Credit	485.70	125.86
Total secured borrowings (A)	**1,938.27**	**1,247.76**
Unsecured		
Fund based	5.39	5.39
Non-fund based	-	-
Total unsecured borrowings (B)	**5.39**	**5.39**
Total borrowings (A+B)	**1,943.66**	**1,253.15**

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

The principal terms of the borrowings availed by our Company and our Subsidiary include, among others, the following:

1. ***Interest:*** The applicable rate of interest for the various facilities availed by our Company are typically linked to benchmark rates, such as MCLR, LTLR, EBLR, BRLLR, OBLR or repo rate over a specific period of time and spread per annum is charged above these benchmark rates and are subject to mutual discussions with the relevant lenders of our Company. The interest rate for the facilities availed by our Company ranges from 8.25% to 13.19% per annum, subject to change from time to time at the discretion of the lender.

2. ***Tenor:*** The tenor of the term loan facilities availed by our Company typically ranges from 34 months to 84 months. Our Company has also availed certain working capital facilities that may be repayable on demand. These working capital facilities generally have a tenor of 12 months from the date of sanction and are subject to annual review and may be cancelled/reduced depending on the conduct and utilization of the advance as per the lender's scheme.

3. ***Security:*** The borrowings availed by our Company are typically secured by hypothecation on current assets, all movable fixed assets, collateral of immovable properties and personal guarantees by our Promoters, namely Akuri Srinivasa Reddy and A Sandhya. The nature of the securities described is indicative and there may be additional requirements for creation of security under various borrowing arrangements entered into by our Company.

4. ***Pre-payment and premature redemption:*** Facilities availed by our Company typically have pre-payment provisions which allow for pre-payment of the outstanding loan amount, subject to such pre-payment penalties as may be decided by the lender at the time of such prepayment, or as set out in the facility agreements. Among

the facilities which specify a pre-payment penalty, the penalty typically ranges from 1.00% to 5.00% of the amount proposed to be pre-paid or principal balance outstanding, as the case may be.

5. ***Events of default:*** The financing arrangements entered into by our Company contain standard events of default including, among others:

   (i) non-payment of interest or equated monthly instalment on the due date;
   (ii) irregularities in overdraft accounts;
   (iii) non-submission of complete papers by the borrower for review/renewal of credit facilities as per terms and conditions of sanction letter;
   (iv) non-creation/perfection of securities as per terms and conditions of sanction;
   (v) default in repayment of facilities availed and interest thereon or, occurrence of any cross default; or
   (vi) non-compliance of terms and conditions of sanctions.

6. ***Consequences of occurrence of events of default*:**

   The following are the consequences of occurrence of events of default in relation to the borrowings of our Company, whereby the lenders may, among others:

   (i) retain the right to terminate any or all of the deals on other accounts with the lender;
   (ii) levy of enhanced rate of interest;
   (iii) unqualified right to disclose or publish the borrower's name and photographs or the name of the borrower/unit and its directors/partners/ proprietors as defaulters/wilful defaulters in such manner and through such medium as the lender or RBI in their absolute discretion may think fit;
   (iv) right to convert loan to equity or other capital in accordance with the regulatory guidelines;
   (v) take any action as per the loan/ security documents or/ and any applicable law.

7. ***Penalty:*** Facilities availed by our Company contain provisions prescribing penalties for, among others, irregularities in cash credit account, non-compliance with financial covenants (including all basic negative and optional covenants), diversion of funds, non-submission of renewal data including audited balance sheets which typically range from 0.25% to 2.00% per annum of the amounts due and payable, including fixed penalties on certain specified defaults and certain vehicle loan facilities prescribe penal charges on a monthly basis (up to 3% per month).

8. ***Restrictive covenants:*** Certain borrowing arrangements entered into by our Company contain restrictive covenants, including covenants restricting certain actions except with the prior approval of the lender. An indicative list of such restrictive covenants which we require the prior written consent of the lenders include:

   (i) opening of any account (including current account) with any other bank;
   (ii) effecting any change in the capital structure of the Company;
   (iii) implement any scheme of expansion/modernization, diversification/renovation or acquire any fixed assets during any accounting year;
   (iv) to effect any change in the management of the Company;
   (v) implement any new project or scheme of expansion or acquisition of fixed assets if such investment results in breach of financial covenants or diversion of working capital for financing long term assets.

The details provided above, in relation to the principal terms of our borrowings are indicative and there may be additional terms, conditions and requirements under the specific borrowing arrangements entered into by us. The details on interest rates, tenors, pre-payment penalties, penalties set out above are in relation to the borrowings availed by our Company as at July 31, 2026.

CAPITALIZATION STATEMENT

The following table sets forth our Company's capitalisation as at March 31, 2026, derived from our Restated Financial Information, and as adjusted for the Offer. This table should be read in conjunction with "*Risk Factors",* "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" and "*Restated Financial Information*" on pages 23, 429 and 343, respectively.

(in ₹million, unless otherwise stated)

Particulars		Pre-Offer at March 31, 2026	As adjusted for the proposed Offer
Borrowings			
Current borrowings*		704.85	[●]
Non-current borrowings (including current maturities of long-term borrowings and interest accrued and due on borrowings) *		226.80	[●]
Total Borrowings	**(A)**	**931.65**	
Equity			
Equity share capital*		173.97	[●]
Other equity*		1,191.03	[●]
Total equity	**(B)**	**1365.00**	[●]
Ratio: Non-current borrowings (including current maturities of long-term borrowings)/ Total equity		0.17	[●]
Ratio: Total borrowings / total equity		0.68	[●]

**These terms shall carry the meaning as per Schedule III of the Companies Act, 2013 (as amended).*

Notes:

1. *The above information has been extracted from the Restated Financial Information of the Company as at March 31, 2026 prepared in connection with the Offer. The Restated Financial Information was approved by the Board of Directors of the Company at their meetings held on September 9, 2026.*
2. *The corresponding post Offer capitalization data is not determinable at this stage pending completion of the Offer process and hence has not been provided in the above statement.*
3. *The Shareholders, at the extra-ordinary general meeting held on August 13, 2026 have (i) approved issuance of bonus shares in the ratio of 2:5 to its existing shareholder, allotment for which has been approved at the board meeting dated August 29, 2026; and (ii) approved the sub-division of its existing authorized, issued, subscribed and paid-up share capital of face value of ₹ 10 each to face value of ₹ 5 each with effect from August 13, 2026.*
4. *Non-current borrowings include current maturities of long-term borrowings of ₹ 44.29 million.*

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Prospective investors should read the following discussion of our financial condition and results of operations together with our Restated Financial Information, which are included in "Financial Information" on page 343, along with "Industry Overview" and "Our Business" on pages 171 and 244, respectively.

This section contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in such forward-looking statements. For details, see "Forward-Looking Statements" on page 22.

All references in this section to a particular Financial Year or FY or Fiscal, unless stated otherwise, are to the 12-month period ended on March 31 of that particular calendar year.

We have included certain non-GAAP financial measures and other performance indicators relating to our financial performance and business in this section. Such measures and indicators are not standardised terms and hence a direct comparison of these measures and indicators between companies may not be possible. For further details, see "Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation – Non-GAAP Financial Measures" on page 19.

Unless otherwise indicated, industry and market data used in this section have been derived from the CRISIL Report, which was prepared by Crisil Intelligence. We commissioned Crisil Intelligence to prepare the CRISIL Report specifically for the purpose of the Offer for an agreed fee pursuant to the engagement letter dated March 2, 2026. For more details on the CRISIL Report, see "Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation – Industry and Market Data" on page 20. A copy of the CRISIL Report will be available on our Company's website at https://www.technopaints.in/investor-relations#offer-documents from the date of the Red Herring Prospectus until the Bid/ Offer Closing Date.

Overview

For an overview of our business, see "*Our Business – Overview*" *on page* 244.

Significant Factors Affecting our Results of Operations and Financial Condition

Our results of operations have been, and will be, affected by many factors, some of which are beyond our control. The following is a discussion of certain factors that have had, and we expect will continue to have, a significant effect on our results of operations and financial condition.

Ability to secure and execute Turnkey Paint Projects and maintain the composition and growth of our Order Book

Our revenue is predominantly derived from Turnkey Paint Projects, which contributed 91.25%, 89.20% and 81.81% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. The following table sets forth a break-up of our revenue from execution of Turnkey Paint Projects and standalone sale of products for the periods indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from Turnkey Paint Projects[(1)]	3,198.23	91.25%	1,856.29	89.20%	1,111.61	81.81%
Revenue from sale of products	306.81	8.75%	224.66	10.80%	247.17	18.19%
Revenue from operations	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Note:

(1) 'Revenue from Turnkey Paint Projects' also includes revenue from sale of products supplied as part of such Turnkey Paint Projects.

Accordingly, our ability to secure new projects through direct relationships with real estate developers and builders, as well as through competitive tendering processes, and to execute such projects within agreed timelines, cost parameters and quality standards, is a primary determinant of our revenue and profitability. Any inability to maintain a healthy pipeline of projects, or any failure or delay in execution, could adversely affect our revenue, margins and results of operations.

Our Order Book, which represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects, provides visibility into our near-term revenue potential. The following table sets forth a breakdown of our Order Book as at the dates indicated:

Particulars	**As at July 31, 2026**
Order Book[(1)] (₹ in million)	9,946.85
- Government programmes [(2)]	6,330.23
- Non-Government	3,616.62

Particulars	**As at March 31, 2026**	**As at March 31, 2025**	**As at March 31, 2024**
Order Book[(1)] (₹ in million), of which:	10,528.51	6,129.23	5,215.90
- Government programmes [(2)]	7,225.84	3,871.86	3,299.54
- Non-Government	3,302.67	2,257.37	1,916.36

Note:

(1) "Order Book" refers to the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects.

(2) Includes work relating to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes.

Our results of operations are also affected by the composition of our Order Book across government and non-government segments, geographies and project sizes. Turnkey Paint Projects under government programmes are subject to budgetary allocations, policy priorities and procurement timelines, which may affect the pace of execution and revenue recognition. For further details, see "*Risk Factors - We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows.*" on page 33.

Raw material prices and availability

Our cost of materials consumed is one of the largest components of our cost structure, representing 30.69%, 38.32% and 45.64% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Our principal raw materials include alkyd, epoxy and polyurethane resins, mineral turpentine oil, solvents, pigments, additives, titanium dioxide and packaging materials, the prices of which are linked to crude oil prices and global commodity cycles.

We do not enter into long-term supply agreements with our raw material suppliers and procure on a purchase order basis. The following table sets forth details of our cost of materials consumed for the periods indicated:

Particulars	Year ended March 31,		
	2026	2025	2024
Cost of materials consumed [A] (₹ in million)	1,075.78	797.49	620.18
Changes in inventories of finished goods and work-in-progress [decrease /(increase)] [B] (₹ in million)	84.12	(145.05)	(178.38)
Cost of materials consumed (including changes in inventories of finished goods and work in progress) [C = A + B] (₹ in million)	1,159.90	652.44	441.80
Cost of materials consumed (including changes in inventories of finished goods and work in progress) as a percentage of revenue from operations [D=C/E] (%)	33.09%	31.35%	32.51%
Revenue from operations [E] (₹ in million)	**3,505.04**	**2,080.95**	**1,358.78**

Geopolitical developments, including ongoing international conflicts, have contributed to volatility in crude oil-derived raw material prices in recent periods. Any sustained increase in raw material prices could have an adverse effect on our profitability, particularly given our fixed-price project contracts which limit our ability to recover cost increases arising after project commencement.

Ability to manage painting service and application costs

The execution of our Turnkey Paint Projects requires us to engage painters, channel partners and other execution personnel for on-site painting and application services. Painting service expenses represent one of our largest operating cost components and have increased in line with the growth of our Turnkey Paint Projects business. The following table sets forth details of our painting service expenses for the periods indicated:

Particulars	Year ended March 31,		
	2026	2025	2024
Painting service expenses [A] (₹ in million)	1,285.98	751.94	413.78
Painting service expenses as a percentage of revenue from operations [B= A/C](%)	36.69%	36.13%	30.45%
Revenue from operations [C] (₹ in million)	**3,505.04**	**2,080.95**	**1,358.78**

Painting service expenses have increased as a percentage of revenue from operations from 30.45% in Fiscal 2024 to 36.69% in Fiscal 2026, primarily reflecting the increasing contribution of Turnkey Paint Projects to our revenue mix, which require the deployment of painting manpower and on-site application services. As we continue to scale our Turnkey Paint Project operations, the absolute level of painting service expenses is expected to increase. Our ability to manage these costs through efficient painter deployment, channel partner arrangements and project-level cost management is therefore a significant factor affecting our profitability. For further details, see "*Risk Factors – Painting service expenses represent 36.69%, 36.13% and 30.45% of our revenue from operations for Fiscal 2026, 2025 and*

2024, respectively, emerging as one of our largest operating cost components, and any increase in such expenses could adversely affect our profitability and results of operations." on page 37.

Customer concentration and retention

A significant proportion of our revenue is derived from a limited number of customers, who are primarily engaged in construction, infrastructure and real estate development in Telangana. The following table sets forth our revenue from operations from our largest customer, top five customers and top 10 customers for the periods indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations	Revenue (₹ in million)	% of revenue from operations
Revenue from top customer **(A)**	1,021.19	29.13%	597.24	28.70%	242.40	17.84%
Revenue from top five customers **(B)**	2,693.76	76.85%	1,188.82	57.13%	611.90	45.03%
Revenue from top 10 customers **(C)**	2,870.71	81.90%	1,344.78	64.62%	773.92	56.96%
Revenue from other customers **(D)**	634.33	18.10%	736.17	35.38%	584.86	43.04%
Revenue from operations (C+D)	**3,505.04**	**100.00%**	**2,080.95**	**100.00%**	**1,358.78**	**100.00%**

Notes:

(1) The top 10 customers for Fiscal 2026 include HES Infra Private Limited, HIPL-FPPL (JV), Telangana Samagra Shiksha Society, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, APR Group, GHR Infra Developers LLP and Ramky Infrastructure. The names of two of our top 10 customers are not mentioned herein due to non-receipt of consent.

(2) The top 10 customers for Fiscal 2025 include HES Infra Private Limited, Bhavya Constructions Private Limited, Megha Engineering & Infrastructures Limited, Telangana Samagra Shiksha Society, APR Group and GHR Infra Developers LLP. The names of four of our top 10 customers are not mentioned herein due to non-receipt of consent.

(3) The top 10 customers for Fiscal 2024 include HES Infra Private Limited, HIPL-FPPL (JV), Ramky Infrastructure, GHR Infra Developers LLP and Megha Engineering & Infrastructures Limited. The names of five of our top 10 customers are not mentioned herein due to non-receipt of consent.

(4) Four of the customers included above, namely HIPL-FPPL (JV), Megha Engineering & Infrastructures Limited, Telangana Samagra Shiksha Society and HES Infra Private Limited, relate to the "Mana Ooru – Mana Badi / Mana Basthi – Mana Badi" programme of the Government of Telangana. Our Company undertakes execution of the painting works pursuant to (a) our participation in HIPL-FPPL (JV), a joint operation in which our Company has a 20% participating share, pursuant to which the relevant painting works have been sub-contracted to our Company for execution; and (b) a fixed-price subcontract arrangement for execution of certain painting works in connection with government programmes. For further details of the risks associated with our dependence on projects relating to government programmes, see "– We derived 76.72%, 33.99% and 21.79% of our revenue from Turnkey Paint Projects from paint projects relating to government programmes in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. A reduction in demand for such projects, our inability to successfully secure projects through competitive bidding processes, or any adverse change in government policies, priorities or budgetary allocations could adversely affect our business, results of operations, financial condition and cash flows" on page 33.

Our ability to retain existing customers and secure repeat business is a key driver of our Order Book and revenue growth. The following table sets forth details of orders received from repeat customers and their contribution to our Order Book for the periods indicated:

Particulars	Four months ended July 31, 2026	Year ended March 31,		
		2026	2025	2024
Total value of new orders received from customers during the period/year [(1)(2)]	510.25	1,789.91	1,566.39	1,375.21
Value of orders received from repeat customers during the period/year[(3)]	169.48	865.85	1,082.96	745.56
% of Order Book from repeat customers, as at the end of the period/year[(4)]	33.21%	48.37%	69.14%	54.21%

Notes:

(5) "Customers" refers to customers in respect of our Turnkey Paint Projects, excluding projects undertaken under government programmes.

(6) "Total value of new orders received from customers during the period/year" refers to the aggregate value of orders placed by customers (as defined in note (1) above) during the relevant period/year, and does not include orders placed in an earlier period/year in respect of projects that were under execution during the relevant period/year, unless such customers also placed a fresh order during the relevant period/year.

(7) "Repeat customer" means a customer (as defined in note (1) above) that had placed an order with us in any prior period since our incorporation, irrespective of whether such customer had placed an order with us in the immediately preceding period.

(8) "% of Order Book from repeat customers" refers to the proportion of our Order Book attributable to customers meeting the definition of "repeat customer" in note (3) above, as at the end of the relevant period/year, calculated with reference to our Non-Government Order Book.

Maintaining and deepening relationships with our key customers through consistent project execution and quality standards is therefore a key determinant of our future results. For further details, see "*Risk Factors – Our top 10 customers contributed 81.90%, 64.62% and 56.96% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Further, we do not have long-term agreements with our customers, who are under no obligation to award future projects to us. Any loss of, or reduction in business from, any of these customers could adversely affect our business, results of operations, financial condition and cash flows.*" on page 24.

Working capital requirements and management

Our business requires significant working capital, primarily on account of trade receivables arising from our Turnkey Paint Projects and the inventory required to support project execution and sales of our paint products. Our Turnkey Paint Projects generally require us to incur costs prior to receiving corresponding payments from customers, as payments are typically linked to the achievement of project milestones, measurement and certification of work completed, submission and approval of invoices and agreed credit periods. The following table sets forth details of our Net Working Capital and its principal components, together with certain related working capital metrics, for the periods indicated:

Particulars	As at and for the year ended March 31,		
	2026	2025	2024
Inventory (₹ in million)	530.77	627.90	445.64
Trade Receivables (₹ in million)	2,058.51	1,118.17	545.93
Trade Payables (₹ in million)	1,327.49	779.02	273.81
Inventory Days [(1)]	77	157	181
Trade Receivable Days [(2)]	214	196	147
Trade Payable Days [(3)]	192	195	111
Net Current Assets (₹ in million)	2,881.69	1,995.50	1,049.02
Net Current Liabilities (₹ in million)	1,779.30	1,113.80	558.01
Net Working Capital (₹ in million)	1,102.39	881.70	491.01
Net Working Capital Days [(4)]	115	155	132

Notes:

(1) 'Inventory Days' are calculated as closing inventory as at the end of the relevant period multiplied by 365 days and divided by the cost of goods sold for such period. 'Cost of goods sold' is computed as the sum of cost of material consumed and changes in inventory of work-in-progress and finished goods.

(2) 'Trade Receivable Days' are calculated as the closing trade receivables as at the end of the relevant period multiplied by 365 days and divided by revenue from operations for the relevant period.

(3) 'Trade Payable Days' are calculated as closing trade payables as at the end of the relevant period multiplied by 365 days and divided by the cost of goods sold for such period.

(4) 'Net Working Capital Days' are calculated as Net Current Assets minus Net Current Liabilities times 365 divided by revenue from operations.

Our trade receivables increased to ₹2,058.51 million as at March 31, 2026 from ₹1,118.17 million as at March 31, 2025 and ₹545.93 million as at March 31, 2024, driven by the growth in our revenue from operations, including the increasing contribution of Turnkey Paint Projects. Such projects generally involve longer collection cycles due to the time required for measurement of work executed, verification and certification and other approval processes. Trade receivable days accordingly increased to 214 days in Fiscal 2026 from 196 days in Fiscal 2025 and 147 days in Fiscal 2024. Our trade payables also increased to ₹1,327.49 million as at March 31, 2026 from ₹779.02 million as at March 31, 2025 and ₹273.81 million as at March 31, 2024, primarily due to the increased scale of Turnkey Paint Project execution and the corresponding increase in amounts payable to painting contractors. Under certain of our arrangements with such contractors, payments are made upon receipt of the corresponding amounts from customers, such that the timing of our payment obligations is aligned with the collection cycle for the relevant projects.

We are also required to maintain inventory of raw materials, finished products and other inputs to ensure availability of products for the execution of our Turnkey Paint Projects and for direct and franchisee sales. In the case of certain Turnkey Paint Projects, materials may also be required to be procured, manufactured and positioned at or near project locations in advance of application, depending on the timing and sequencing of project execution. In Fiscal 2024 and Fiscal 2025, inventory levels were elevated primarily on account of the execution of our government schools contract in Telangana, under which materials were dispatched to school sites in advance of the commencement of application work and continued to form part of our inventory until applied. In Fiscal 2026, inventory levels declined as we utilized existing inventory towards execution requirements rather than accumulating additional inventory at elevated raw material prices. Accordingly, any increase in the scale of our operations, delays in project execution or changes in customer requirements may result in higher inventory levels and increase the amount of capital deployed in our business.

Our working capital requirements are funded through internal accruals, cash flows from operations, working capital borrowing facilities and a portion of the Net Proceeds of the Offer is proposed to be utilised towards funding our working capital requirements. For further details, see "*Objects of the Offer*" on page 125. Any delay in collection of receivables, deterioration in customer credit quality or inability to obtain adequate credit from suppliers could increase our working capital requirements and adversely affect our cash flows and results of operations. For further details, see "*Risk Factors – We have significant working capital requirements and any interruption in sufficient cash flow, or in accessing suitable financing to meet capital requirements, may have an adverse effect on our business, financial condition and results of operations."* on page 31.

Fixed-price contract structure and project cost estimation

A substantial majority of our Turnkey Paint Projects are undertaken on a fixed-price basis, under which we supply paint products and carry out their application at customer sites for an agreed contract value. Under this structure, we bear the risk that actual costs of executing a project exceed our estimates at the time of entering into, or bidding for, such project, including on account of increases in raw material prices, labour costs, site conditions or changes in project scope. Our project contracts generally do not provide for a formal variation or change-order mechanism, and any additional costs arising from changes in scope are typically borne by us.

Our ability to accurately estimate project costs at the time of entering into, or bidding for, a project is therefore a significant determinant of our profitability. Cost estimation involves assumptions regarding raw material requirements and prices, labour deployment and productivity, execution timelines and site conditions, each of which may vary from our estimates. Any systematic underestimation of costs across our project portfolio could compress our margins and adversely affect our results of operations.

As the scale and complexity of our Turnkey Paint Projects continues to increase, accurate cost estimation, disciplined project management and timely execution become increasingly critical to maintaining our profitability and protecting

our margins. For further details, see "*Risk Factors – We operate our Turnkey Paint Projects business substantially on a fixed-price basis, and any increase in raw material prices, cost overruns, delays or deficiencies in execution may have a material adverse effect on our business, results of operations, financial condition and cash flows.*" on page 29.

Ability to attract, retain and deploy skilled execution personnel

The execution of our Turnkey Paint Projects is dependent on our ability to mobilize and deploy adequate numbers of skilled painters, site engineers, supervisors and channel partners across project sites. As at July 31, 2026, our execution network comprised 24 channel partners, 19 site engineers, 78 supervisors, 11 coordinators and over 2,800 verified painters associated with our operations. The availability of skilled painters and applicators may be affected by competing demand from other contractors, prevailing wage rates, seasonality and fluctuations in overall construction activity.

Our channel partners are independent contractors and are engaged exclusively by us. However, their availability and capacity to support our project requirements may be affected by the scale and pace of projects assigned to them, and any inability to retain them or onboard new channel partners as we expand into new geographies could affect our project execution capabilities and timelines.

Our ability to maintain a trained and available pool of painters is supported by our quarterly training programmes and regular painter meets. However, there can be no assurance that we will be able to access an adequate pool of skilled execution personnel across our operating geographies on commercially acceptable terms and within required timelines. For further details, see "*Risk Factors – The execution of our Turnkey Paint Projects depends on the availability of an adequate pool of skilled painters and applicators for deployment through channel partners, painting contractors and other execution arrangements, and any sustained shortage of such personnel could adversely affect our project execution, business, results of operations, financial condition and cash flows.*" on page 36.

Key Performance Indicators and Certain Non-GAAP Measures

In evaluating our business, we consider and use certain non-GAAP financial measures and key performance indicators that are presented below as supplemental measures to review and assess our operating performance. The presentation of these non-GAAP financial measures and key performance indicators is not intended to be considered in isolation or as a substitute for the Restated Financial Information. We present these non-GAAP financial measures and key performance indicators because they are used by our management to evaluate our operating performance. These non-GAAP financial measures are not defined under Ind AS and are not presented in accordance with Ind AS. The non-GAAP financial measures and key performance indicators have limitations as analytical tools. Further, these non-GAAP financial measures and key performance indicators may differ from the similar information used by other companies, including peer companies, and hence their comparability may be limited. Therefore, these measures should not be considered in isolation or construed as an alternative to Ind AS measures of financial performance or as an indicator of our financial condition, results of operations or cash flows.

Set forth below are certain Ind AS financial measures, Non-GAAP financial measures and statistical measures as at the dates and for the periods indicated:

KPIs	Unit	As at and for the		
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024
Financial KPIs				
Revenue from operations [(1)]	₹ in million	3,505.04	2,080.95	1,358.78
Revenue from operations growth[(2)(*)]	%	68.43%	53.15%	NA
Gross Profit [(3)] [(*)]	₹ in million	986.90	622.02	458.09
Gross Profit Margin [(4)] [(*)]	%	28.16%	29.89%	33.71%
Operating EBITDA [(5)] [(*)]	₹ in million	602.46	341.73	220.21
Operating EBITDA	%	17.19%	16.42%	16.21%

KPIs	Unit	As at and for the		
		Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2024
Margin [6](*)				
PBT [7]	₹ in million	504.98	284.64	185.39
PBT Margin [8](*)	%	14.41%	13.68%	13.64%
PAT [9]	₹ in million	377.75	166.54	147.75
PAT Margin [10](*)	%	10.78%	8.00%	10.87%
Total Equity (including NCI) [11]	₹ in million	1,365.00	840.60	303.19
Net Debt [12](*)	₹ in million	38.19	366.60	469.61
Net Debt to Operating EBITDA [13](*)	In times	0.06	1.07	2.13
Debt to Equity [14](*)	In times	0.73	0.71	1.80
Return on Average Equity (ROE) [15](*)	%	34.25%	29.12%	64.54%
Return on Average Capital Employed (ROCE) [16](*)	%	30.97%	28.66%	31.50%
Fixed Asset Turnover Ratio [17](*)	In times	10.27	7.57	7.23
Inventory Turnover Ratio [18](*)	In times	6.05	3.88	4.09
Net Working Capital Days [19](*)	Days	115	155	132
Basic EPS [20]	₹ per share	8.23	4.01	4.77
Net Asset Value per Share [21](*)	₹	29.75	20.24	9.80
Operational KPIs				
Manufacturing Facilities [22]	In numbers	2	2	2
Total installed capacity [23]	KLPA/MTPA	126,095.00	125,470.80	89,980.80
Installed capacity - liquid paints [24]	KLPA	22,199.00	21,574.80	16,660.80
Installed capacity - powder paints [25]	MTPA	103,896.00	103,896.00	73,320.00
Total production volume - liquid paints [26]	KLPA	6,122.59	5,914.78	4,701.08
Total production volume - powder paints [27]	MTPA	67,980.02	38,022.27	25,950.23
Number of SKUs [28]	In numbers	886	773	537
Number of Franchise Stores [29]	In numbers	25	6	-
Order Book [30]	₹ in million	10,528.51	6,129.23	5,215.90
Number of Turnkey Paint Projects completed during the year [31]	In numbers	49	48	23

Notes:

* *Non-GAAP Measure*

(1) "Revenue from operations" is calculated as the sum of revenue from Turnkey Paint Projects and revenue from sale of products.

(2) "Revenue from operations Growth" is computed by dividing the increase in revenue from operations in the current period by revenue from operations for the previous period, multiplied by 100.

(3) "Gross Profit" is computed as revenue from operations minus Cost of Goods Sold. 'Cost of Goods Sold' is computed as the sum of cost of materials consumed, purchase of stock-in-trade, changes in inventory of work in progress and finished goods, manufacturing expenses and service and application expenses.

(4) "Gross Profit Margin" is computed by dividing Gross Profit by revenue from operations, multiplied by 100.

(5) "Operating EBITDA" is computed as Gross Profit minus employee benefits expense and other expense.
(6) "Operating EBITDA Margin" is computed by dividing Operating EBITDA by revenue from operations, multiplied by 100.
(7) "PBT" refers to the restated earnings before exceptional items and tax as per the Restated Financial Information.
(8) "PBT Margin" is computed by dividing PBT by revenue from operations, multiplied by 100.
(9) "PAT" refers to the restated profit for the year/period as per the Restated Financial Information without excluding other comprehensive income.
(10) "PAT Margin" is computed by dividing PAT by revenue from operations, multiplied by 100.
(11) 'Total Equity' is equity as per Restated Financial Information (including NCI) as reduced by share application money pending allotment.
(12) "Net Debt" is computed as the sum of long term borrowings and short term borrowings minus cash and cash equivalents and bank balances other than cash and cash equivalents.
(13) "Net Debt to Operating EBITDA" is computed as Net Debt divided by Operating EBITDA.
(14) "Debt to Equity" is computed as the sum of long term borrowings and short term borrowings including lease liabilities, divided by Total Equity.
(15) "Return on Average Equity (ROE)" is computed by dividing PAT by average total equity, multiplied by 100. "Average total equity" is calculated as the average of the opening and closing balances of Total Equity.
(16) "Return on Average Capital Employed (ROCE)" is computed as EBIT as a percentage of average capital employed. EBIT is calculated as Operating EBITDA minus depreciation and amortisation expense. "Average capital employed" is calculated by averaging the opening and closing balance of capital employed. "Capital employed" is calculated by adding Total Equity, long term borrowings, short term borrowings and deferred tax liabilities, and deducting intangible assets and deferred tax assets.
(17) "Fixed Asset Turnover Ratio" is computed as revenue from operations divided by average fixed assets. "Average fixed assets" is calculated by averaging the opening and closing balance of fixed assets. "Fixed assets" comprise property, plant and equipment and right-of-use assets, and exclude capital work in progress, investment property and intangible assets.
(18) "Inventory Turnover Ratio" is computed as revenue from operations divided by average inventory. "Average inventory" is calculated by averaging the opening and closing balance of inventories.
(19) "Net Working Capital Days" is computed as net working capital divided by revenue from operations, multiplied by 365. "Net working capital" is computed as total current assets (excluding cash and cash equivalents and bank balances other than cash and cash equivalents) minus total current liabilities (excluding short term borrowings).
(20) "Basic EPS" is computed as restated profit for the year attributable to equity holders of the Company divided by the weighted average number of equity shares outstanding, as reported.
(21) "Net Asset Value per Share" is computed as Total Equity at the end of the period divided by the weighted average number of diluted equity shares outstanding.
(22) "Manufacturing Facilities" represents the number of manufacturing facilities operated by the Company as of the end of the reporting period.
(23) "Total Installed Capacity" represents the total annual installed manufacturing capacity of the Company as of the end of the reporting period, disclosed on a combined basis across liquid and powder products.
(24) "Installed Capacity - Liquid Paints" represents the total annual installed manufacturing capacity for liquid paints i.e. emulsions, primers and enamels, as at the end of the reporting period.
(25) "Installed Capacity - Powder Paints" represents the total annual installed manufacturing capacity for powder paints, i.e. putties and textures, as at the end of the reporting period.
(26) "Total Production Volume - Liquid Paints" represents the total volume of liquid paints, i.e. emulsions, primers and enamels, manufactured by the Company during the reporting period, expressed in kilolitres per annum (KLPA).
(27) "Total Production Volume - Powder Paints" represents the total volume of powder paints, i.e. putties and textures, manufactured by the Company during the reporting period, expressed in metric tonnes per annum (MTPA)
(28) "Number of SKUs" indicates the total number of stock keeping units offered for sale by the Company as of the end of the reporting period.
(29) "Number of Franchise Stores" indicates the total number of exclusive branded retail outlets operated by franchisees under the brand of the Company as of the end of the reporting period.
(30) "Order Book" represents the aggregate value of Turnkey Paint Projects for which we have entered into contracts with our customers reduced by the revenue already recognized from such projects.
(31) "Number of Projects Completed During the Year" indicates the total number of painting and application projects completed by the Company during the year.

For a table showing the above-mentioned Ind AS measures and Non-GAAP Financial Measures for us and our listed peers, see "*Basis for the Offer Price – Comparison of accounting ratios and KPIs of our Company and listed peers*" on page 158.

Significant Accounting Policies

1.1 Basis of preparation of Restated Financial Information

a) Statement of compliance

The Restated Financial Information of the Company comprises of the Restated Statement of Assets and Liabilities as at March 31, 2026, March 31, 2025, and March 31, 2024, the Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Cash Flows, the Restated Statement of Changes in Equity for the years ended March 31, 2026, March 31, 2025 and March 31, 2024, Statement of Material Accounting Policies to the restated financial information, Notes to the restated financial information and Statements of Adjustments to the Restated Financial Statement (hereinafter collectively referred to as "Restated Financial Information").

These Restated Financial Information have been prepared by the management of the Company as a going concern basis, on the basis of relevant Ind AS that are effective as at March 31, 2026, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, issued by the Securities and Exchange Board of India on September 11, 2018, in pursuance of the Securities and Exchange Board of India Act, 1992 for the purpose of inclusion in the Draft Red Herring Prospectus ("DRHP") in connection with its proposed Initial Public Offering ("IPO") of equity shares of the Company, in accordance with the requirements of:

(i) the Sub-section (1) Section 26 of Part I of Chapter III of the Companies Act, 2013 ("the Act"), as amended from time to time.

(ii) relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended to date (the "SEBI ICDR Regulations"); and

(iii) 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").

The Restated Financial Information has been prepared by the Management of the Company and compiled from:

I. Audited Ind AS Restated Financial Information of the Company as at and for the year ended March 31, 2026 prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "Ind AS"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on August 8, 2026;

II. Audited Special Purpose Financial Statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on August 8, 2026;

The Company has prepared the Special Purpose Financial Statements as at and for the year ended March 31, 2025 and March 31, 2024, as per following basis:

The Special Purpose Financial Statements of the Company as at and for the year ended March 31, 2025 and March 31, 2024, have been prepared by the management of the Company using the audited financial statements which were earlier prepared in accordance with Accounting Standards prescribed under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India ('Indian GAAP financial statements') for the respective aforementioned periods, being the applicable financial reporting framework of the Company in such periods. Such audited Indian GAAP financial statements for the years ended March 31, 2025, and March 31, 2024 were approved on August 8, 2026.

The said Indian GAAP financial statements have been adjusted for the differences in the accounting principles on transition to Ind AS, as per the requirements of Ind AS 101, First-time Adoption of the Indian Accounting Standards ('Ind AS 101').

Pursuant to the Companies (Indian Accounting Standard) Second Amendment Rules, 2015, the Company has adopted March 31, 2026, as reporting date for first time adoption of Ind AS notified under the Companies (Indian Accounting

Standards) Rules, 2015 (as amended from time to time), and consequently April 01, 2023, as the transition date for preparation of its Audited Financial Statements for the year ended March 31, 2026. Hence, the Audited Financial Statements for the year ended March 31, 2026, were the first financial statements, prepared in accordance with Ind AS. Up to the financial year ended March 31, 2025, the Company had prepared its audited financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with Companies (Accounting Standards) Rules, 2021 ("Indian GAAP" or "Previous GAAP").

The Special Purpose Financial Statements have been prepared solely for the purpose of preparation of the Restated Financial Information for inclusion in Offer documents (“Draft Red Herring Prospectus” or “DRHP”) in relation to the proposed IPO. As such the Special Purpose Financial Statements are not suitable for any other purpose other than for the purpose of preparing the Restated Financial Information and are also not the Audited Financial Statements prepared pursuant to any requirements under section 129 of the Companies Act, 2013, as amended.

This Restated Financial Information does not reflect the effects of events that occurred subsequent to the respective dates of board meeting held to approve and adopt the Audited Restated Financial Information for each of the financial year ended March 31, 2024, March 31, 2025, and March 31, 2026.

The Restated Financial Statements:

a) have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the audited financials for years ended March 31, 2025 and March 31, 2024, to reflect the same accounting treatment as per the accounting policy and grouping/classifications followed as at and for the year ended March 31, 2026, as applicable.

b) do not require any adjustment for modification as there is no modification in the underlying audit reports.

c) do not reflect the effects of events that occurred subsequent to the respective dates of board meeting for adoption of the audited financial statements of the Company based upon which Special Purpose Financial Statements have been prepared.

These Restated Financial Information were approved by Board of Directors and authorized for issue in their meeting held on September 09, 2026.

b) Basis of Measurement

These Restated Financial Statements have been prepared on the historical cost convention and on an accrual basis, except for the following material items in the balance sheet:

a) Certain financial assets are measured either at fair value or at amortized cost depending on the classification;

b) Long-term borrowings are measured at amortized cost using the effective interest rate method;

c) Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation; and

d) right-of-use assets are recognised at the present value of lease payments that are not paid at that date. This amount is adjusted for any lease payments made at or before the commencement date, lease incentives received and initial direct costs incurred, if any;

c) Functional and presentation currency

These Restated Financial Statements are presented in Indian rupees, which is also the functional currency of the Company. All the financial information presented in Indian rupees has been rounded to the nearest Million.

d) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, presentation of Financial Statements.

An asset is classified as current when it satisfies any of the following criteria:

a) It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is expected to be realized within twelve months after the reporting date; or

d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

a) It is expected to be settled in the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is due to be settled within twelve months after the reporting date; or

d) The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Company classifies all other liabilities as non-current.

Current assets/ liabilities include the current portion of non-current assets/ liabilities respectively. Deferred tax assets and liabilities are always disclosed as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

e) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are

available to measure fair value, maximizing the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Ind AS Restated Financial Information are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Ind AS Restated Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operations.

External valuers are involved, wherever considered necessary. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

f) Significant accounting judgements, estimates, and assumptions

The preparation of the Restated Financial Statement in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, the areas involving critical estimates or judgement are:

Property, plant and equipment

The depreciation of property, plant and equipment is derived on determining of an asset's expected useful life and the expected residual value at the end of its life. The residual values of Company's assets are determined by management at the time of acquisition of asset and is reviewed periodically, including at each financial year end.

Impairment of financial and non-financial assets

Significant management judgement is required to determine the amounts of impairment loss on the financial and non-financial assets. The calculations of impairment loss are sensitive to underlying assumptions.

Tax provisions and contingencies

Significant management judgement is required to determine the amounts of tax provisions and contingencies. Deferred tax assets are recognised for unused tax losses and MAT credit entitlements to the extent it is probable that

taxable profit will be available against which these losses and credit entitlements can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Defined benefit plans

The cost of the defined benefit plan and the present value of the obligation are determined using actuarial valuation. An actuarial valuation involves various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using internal valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2. Summary of material accounting policies

On 31 March 2023, the Ministry of Corporate Affairs notified Companies (Indian Accounting Standards) Amendment Rules, 2023 amending the Companies (Indian Accounting Standards) Rules, 2015. The amendments come into force with effect from 1 April 2023, i.e., Financial Year 2023-24. One of the major changes is in Ind AS 1 ‘Preparation of Restated Financial Information, which requires companies to disclose in their Restated Financial Information ‘material accounting policies’ as against the erstwhile requirement to disclose ‘significant accounting policies’. The word ‘significant’ is substituted by ‘material’.

Accounting policy information is expected to be material if users of an entity’s Restated Financial Information would need it to understand other material information in the Restated Financial Information.

The Company applied the guidance available under paragraph 117B of Ind AS 1, Presentation of Restated Financial Information in evaluating the material nature of the accounting policies.

The following are the material accounting policies for the Company:

2.1 Foreign currencies

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses average rate if the average approximates the actual rate at the date of the transaction.

In preparing the Restated Financial Information of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are restated at the rates prevailing at that date.

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the

Company are recognized as income or expense in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

2.2 Property Plant & Equipment

On transition to Ind AS i.e. on 1 April 2023, the Company has elected to continue with the carrying value of all of its property, plant and equipment (PPE) recognised as at 1 April 2023 measured as per the Indian GAAP and use that carrying value as the deemed cost of the PPE.

Recognition and Measurement

The cost of an item of property, plant and equipment are recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Freehold land is carried at historical cost less any accumulated impairment losses.

Items of property, plant and equipment (including capital-work-in progress) are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any.

Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part will be derecognized. The costs of repairs and maintenance are recognized in the statement of profit and loss as incurred.

Items of stores and spares that meet the definition of Property, plant and equipment are capitalized at cost, otherwise, such items are classified as inventories.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

Depreciation

Depreciation is recognized in the statement of profit and loss under Straight Line method based on the Companies Act, 2013 (“Schedule II”). For assets acquired or disposed of during the year, depreciation is provided on pro rata basis. Land is not depreciated.

The estimated useful lives are as follows:

Type of Asset	Useful life in years
Land	Not depreciable
Buildings	30 years
Plant and machinery	15 years
Office equipment	5 years
Electrical equipment	10 years
Furniture and Fixtures	10 years
Computers	3 years
Vehicles	10 years
Lab Equipment	10 years

Freehold land is carried at cost and not depreciated.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is disclosed as capital advances under other assets. The cost of property, plant and equipment not ready to use before such date are disclosed under capital work-in-progress.

Assets not ready for use are not depreciated.

2.3 Investment Property

Investment properties, principally buildings, are held for long-term capital appreciation and rental yields and are not occupied by the Company. They are carried at cost. Investment properties are depreciated using the straight-line method to allocate the cost of assets over their estimated useful lives. The useful lives have been determined based on evaluation of the management.

2.4 Goodwill and other Intangible assets

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at 1 April 2023 measured as per the previous GAAP and use that carrying value as the deemed cost.

Goodwill acquired in a business combination is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, in accordance with Ind AS 103.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as finite.

Intangible assets are amortized over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognized in the statement of profit and loss, unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Following initial recognition, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use.

Amortization of Intangible assets

The Intangible assets are amortized on straight line basis over a period of three years.

2.5 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost;
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL);
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost, if both of the following conditions are met: (i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the

statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as FVTOCI, if both of the following criteria are met: (i) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets; and (ii) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in Other Comprehensive Income ("OCI"). However, the Company recognizes interest income, impairment losses and foreign exchange gain or loss in the statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity Instruments

All equity instruments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as FVTPL. If the Company decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI and there is no subsequent reclassification of these fair value gains and losses to the statement of profit and loss. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Company's balance sheet) when:

a) The rights to receive cash flows from the asset have expired, or

b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of theasset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of Financial Assets

The company assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired.

In accordance with Ind AS 109, the company uses "Expected Credit Loss" (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12 months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);

- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

The company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value i.e., loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading, unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to the statement of profit and loss.

However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the re-classification prospectively from the re-classification date, which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.6 Cash & Cash Equivalents

Cash and bank balances comprise of cash balance in hand, in current accounts with banks, and other short-term deposits. For this purpose, "short-term" means investments having maturity of three months or less from the date of investment, and which are subject to an insignificant risk of change in value. Bank overdrafts that are repayable on demand and form an integral part of our cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

Further fixed deposits with original maturity of more than three months but less than 12 months are also required to be shown under “Other Bank Balances”.

Deposits with banks having original maturity of more than 12 months are required to be shown under “Other non-current financial assets”.

2.7 Inventories

Inventories are valued at the lower of cost and net realisable value.

Cost of inventory comprises purchase price and all incidental expenses incurred in bringing the inventory to its present location and condition. The Company follows the first in first out (FIFO) method for determining the cost of such inventories. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

2.8 Impairment of non-financial assets

The carrying amounts of the Company’s non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment.

If any such indication exists, then the asset’s recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell.

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 or the cash-generating unit.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflow of other assets or groups of assets (the “cash-generating unit”).

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover 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. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country in which the entity operates, or for the market in which the asset is used.

An impairment loss is recognized in the statement of profit and loss if the estimated recoverable amount of an asset or its cash-generating unit is lower than its carrying amount. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

Reversal of Impairment of Assets

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.9 Joint arrangements

Under Ind AS 111, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. Company has only joint operations.

Joint Operations

Company has joint and several responsibility for all obligations and liabilities relating to the projects undertaken by HIPL-FPPL JV, and both parties to the arrangement have unanimous control. Company recognizes its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings. Details of the joint operation are set out in note 46.

2.10 Employee Benefits

Short term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

The Company's contributions to defined contribution plans are charged to the statement of profit and loss as and when the services are received from the employees.

Defined benefit plans

The liability in respect of defined benefit plans and other post-employment benefits is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related defined benefit obligation. In countries where there is no deep market in such bonds, the market interest rates on government bonds are used. The current service cost of the defined benefit plan, recognised in the statement of profit and loss in employee benefit expense, reflects the increase in the defined benefit obligation

resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognised immediately in the statement of profit and loss.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions for defined benefit obligation and plan assets are recognized in OCI in the period in which they arise. When the benefits under a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. The Company recognizes gains or losses on the settlement of a defined benefit plan obligation when the settlement occurs.

Termination benefits

Termination benefits are recognised as an expense in the statement of profit and loss when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense in the statement of profit and loss if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

Other long-term employee benefits

The Company's net obligation in respect of other long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and previous periods. That benefit is discounted to determine its present value. Re-measurements are recognised in the statement of profit and loss in the period in which they arise.

2.11 Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognized in the statement of profit and loss if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities and contingent assets

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the Restated Financial Information. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Onerous contracts

A provision for onerous contracts is recognised in the statement of profit and loss when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

Reimbursement rights

Expected reimbursements for expenditures required to settle a provision are recognised in the statement of profit and loss only when receipt of such reimbursements is virtually certain. Such reimbursements are recognised as a separate asset in the balance sheet, with a corresponding credit to the specific expense for which the provision has been made.

2.12 Revenue Recognition

Revenue from contracts with customers is recognised on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services. It is measured at transaction price (net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract) allocated to that performance obligation. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognised only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Sale of products

Revenue from sale of products is recognised when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Rendering of services

Revenue from services is recognised when the performance obligation relating a specific milestone is completed and the associated services are rendered.

Advance from customers is recognised under other liabilities and released to revenue on satisfaction of performance obligation.

Allowance for sales returns

The Company recognizes revenue from the sale of products in accordance with Ind AS 115 — Revenue from Contracts with Customers. In the ordinary course of business, certain products sold are returned by customers on account of quality, specification non-conformance, or other commercial reasons. Such returns give rise to a right of return held by the customer, which the Company is obligated to honour.

In accordance with paragraphs 55 and 56 of Ind AS 115, the Company recognises the following at each reporting date in respect of expected sales returns:

(a) A refund liability, representing the amount of consideration received or receivable to which the Company does not expect to be entitled upon return of the goods. This is measured at the amount of revenue that is expected to be reversed — being the estimated selling price of goods expected to be returned.

(b) A recovery asset, representing the Company's right to recover the goods from the customer upon settling the refund liability. This is measured at the estimated cost of the goods expected to be returned, adjusted for any expected reduction in the value of those goods.

The refund liability is presented within current liabilities and the recovery asset is presented within current assets on the face of the balance sheet. Both items are presented on a gross basis and are not offset against each other.

The estimate of expected sales returns is determined by reference to historical return rates, expressed as a percentage of net revenue from product sales, over a sufficiently representative period. This estimate is reassessed at each reporting date and adjusted to reflect updated historical experience, changes in product mix, customer behaviour, and any other relevant information available at that date.

Where actual returns in a period differ from the estimated refund liability recognised at the beginning of that period, the difference is recognised as an adjustment to revenue in the period in which it arises.

2.13 Tax Expenses

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity in correlation to the underlying transaction). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions, where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities and assets are recognized for all taxable temporary differences and deductible temporary differences.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in OCI or in equity in correlation to the underlying transaction).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Goods and Service Tax (GST) paid on acquisition of assets or on incurring expenses

When the tax incurred on purchase of assets or services is not recoverable from the taxation authority, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable. Otherwise, expenses and assets are recognized net of the amount of taxes paid. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2.14 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.15 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section of Impairment of non-financial assets.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in Borrowings.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

2.16 Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

2.17 Events after the reporting period

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the Restated Financial Information. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2.18 Segment reporting

In accordance with Ind AS 108, Operating Segments Reporting, the Company's chief operating decision maker ("CODM") has been identified as the board of directors. Company is engaged in the manufacturing, processing, trading, import and export of paints, coatings, brushes, sandpapers, chemicals, and other allied products and raw materials. It also undertakes painting, coating, waterproofing, surface preparation, maintenance, repair, and restoration services for various projects. The Company provides related consultancy, project management, training, quality assurance, and technical services. It may enter into government and private contracts, franchises, licensing arrangements, joint ventures, and other business collaborations in India and abroad and therefore the Company's CODM (Chief Operating Decision Maker; which is the Board of Directors of the company) decided to have only one reportable segment from previous year, in accordance with IND AS 108 "Operating Segments".

2.19 Changes in Material Accounting policies

The Company has adopted Classification of Liabilities as Current or Non-current (Amendments to Ind AS 1) and non-current Liabilities with Covenants (Amendments to Ind AS 1) from 1 April 2025. These amendments apply retrospectively and clarify the criteria for determining whether a liability should be classified as current or non-current. They also introduce new disclosure requirements for non-current loan liabilities that are subject to covenants within 12 months after the reporting period.

2.20 New Accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. for the year ended 31 March 2026, The Company applied following amendments for the first-time during the current year which are effective from 1 April 2024:

a. Ind AS 1 - Presentation of Restated Financial Information

For accounting periods beginning on or after 1 April 2026, when an entity breaches any covenant of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand, it classifies the liability as current, even if the lender agreed, after the reporting period and before the approval of the

Restated Financial Information for issue, not to demand payment as a consequence of the breach. An entity classifies the liability as current because, at the end of the reporting period, it does not have the right to defer its settlement for at least 12 months after that date.

However, an entity classifies the liability as non-current if the lender agreed by the end of the reporting period to provide a period of grace ending at least 12 months after the reporting period, within which the entity can rectify the breach and during which the lender cannot demand immediate repayment.

This amendment is to be applied retrospectively for annual reporting periods beginning on or after 1 April 2026, in accordance with Ind AS 8, Accounting Policies, Accounting Estimates and Errors.

Principal Adjustments Made in Restating our Audited Financial Statements

For the principal adjustments we made in restating our Audited Financial Statements, see "*Restated Financial Information – Note 32 – Statement of restatement adjustments to audited financial statements*" on page 388.

Description of Key Components of our Restated Statement of Profit and Loss

Income

Our total income consists of revenue from operations and other income.

Revenue from Operations

Revenue from operations comprises revenue generated from our Turnkey Paint Projects and the sale of paint products. Our turnkey painting solutions are an integrated offering that combines the supply of paint products with painting and application services. Revenue from sale of products represents revenue earned from the sale of paint and related products through (i) direct sales to our customers, including real estate developers and builders; and (ii) our franchisee retail outlet network.

Other Income

Other income consists of interest earned on bank deposits, as well as miscellaneous income streams. These include interest income on deposits measured at amortized cost, profit on sale of property, plant and equipment (net), profit on sale of investment property, rental income, interest income on rental deposits, chit dividend, income from dealer service, fair value gain on financial liability measured at amortized cost and miscellaneous income. Chit dividend represents the benefit accruing to us from our participation as a subscriber in chit fund schemes operated by registered chit fund operators. Income from dealer services represents security deposits received from dealers in earlier periods in connection with tinting machines placed at dealer locations, which were recognised as income following the discontinuation of our dealer business in Fiscal 2025.

Expenses

Our total expenses comprise: (i) cost of materials consumed; (ii) manufacturing expenses; (iii) changes in inventories; (iv) painting service expenses; (v) employee benefit expense; (vi) finance costs; (vii) depreciation and amortisation expenses; (viii) other expenses; and (ix) tax expenses.

Cost of materials consumed

Our cost of materials consumed reflects the cost of raw materials consumed in the manufacture of our products, as well as materials used in connection with the execution of our Turnkey Paint Projects.

Manufacturing expenses

Manufacturing expenses comprise expenses incurred in connection with the manufacture of our paint products, excluding the cost of raw materials consumed. These expenses primarily include factory rent, electricity, factory salaries and wages, fuel, maintenance, carriage inward, repairs and other expenses incurred in connection with our

manufacturing operations.

Changes in inventories of finished goods and work-in-progress

This represents the net movement in inventories of finished goods and work-in-progress between the beginning and end of the relevant period.

Painting service expenses

Painting service expenses comprise amounts paid to subcontractors and channel partners for rendering painting and related application services in connection with our Turnkey Paint Projects. These expenses relate to service arrangements pursuant to which such subcontractors and channel partners provide painting services to us for execution of the relevant projects.

Employee Benefit Expenses

Employee benefit expenses include salaries and wages, employee bonus, directors' remuneration, contribution to provident fund and other funds, gratuity expense and staff welfare expenses. These costs cover compensation, incentives, and statutory payments for all employees including directors.

Finance Costs

Finance costs comprise interest expense on term loan from banks, interest expense on lease liabilities, loan processing fee, interest expense on financial liability measured at amortized cost and bank charges.

Depreciation and Amortisation Expense

Depreciation and amortisation expense comprises the charge for depreciation on property, plant and equipment and right-of-use assets and amortisation of intangible assets over their useful lives.

Other Expenses

Other expenses comprise various administrative, operational and general corporate expenses incurred in the ordinary course of the Company's business. These expenses primarily include advertisement, branding and marketing expenses, provision for expected credit losses, fair value differential on security deposits, transport charges, legal and professional charges, office maintenance expenses and travelling expenses. Other expenses also include rent, repairs and maintenance, insurance, utilities, statutory audit fees and other payments to auditors, as well as certain non-recurring items such as advances written off and losses on disposal of property, plant and equipment. Advances written off primarily relate to amounts paid to suppliers and other counterparties in the ordinary course of business which were determined to be irrecoverable. Collectively, these expenses represent the costs incurred in supporting the Company's operations, business development activities and corporate functions.

Tax Expenses

Tax expenses consist of current tax and deferred tax. Current tax is calculated as per the applicable tax laws for the period/ year. Deferred tax reflects timing differences between the recognition of income and expenses for accounting and tax purposes.

Our Results of Operations

The following table sets forth a summary of our restated statement of profit and loss for Fiscal 2026, Fiscal 2025 and Fiscal 2024 and such amounts expressed as a percentage of total income:

Particulars	For the year ended March 31,					
	2026		2025		2024	
	(₹ in million)	As a % of total income	(₹ in million)	As a % of total income	(₹ in million)	As a % of total income
Income:						
Revenue from operations	3,505.04	99.45%	2,080.95	98.80%	1358.78	98.42%
Other income	19.23	0.55%	25.19	1.20%	21.77	1.58%
Total income	**3,524.27**	**100.00%**	**2,106.14**	**100.00%**	**1,380.55**	**100.00%**
Expenses:						
Cost of materials consumed	1,075.78	30.52%	797.49	37.87%	620.18	44.92%
Manufacturing expenses	72.26	2.05%	54.55	2.59%	45.11	3.27%
Changes in inventories	84.12	2.39%	(145.05)	(6.89) %	(178.38)	(12.92) %
Painting service expenses	1,285.98	36.49%	751.94	35.70%	413.78	29.97%
Employee benefit expenses	134.49	3.82%	84.02	3.99%	55.42	4.01%
Finance costs	85.08	2.41%	54.56	2.59%	40.58	2.94%
Depreciation and amortisation expense	31.63	0.90%	27.72	1.32%	16.01	1.16%
Other expenses	249.95	7.09%	196.27	9.32%	182.46	13.22%
Total expenses	**3,019.29**	**85.67%**	**1,821.50**	**86.49%**	**1,195.16**	**86.57%**
Restated profit before tax	**504.98**	**14.33%**	**284.64**	**13.51%**	**185.39**	**13.43%**
Tax expenses:						
Current tax	148.99	4.23%	86.76	4.12%	45.96	3.33%
Deferred tax	(21.76)	(0.62)%	31.33	1.49%	(8.32)	(0.60) %
Total tax expenses	**127.23**	**3.61%**	**118.10**	**5.61%**	**37.64**	**2.73%**
Restated profit for the year	**377.75**	**10.72%**	**166.54**	**7.91%**	**147.75**	**10.70%**

Fiscal 2026 Compared to Fiscal 2025

Income

Revenue from Operations

Our revenue from operations increased by 68.43% to ₹3,505.04 million in Fiscal 2026 from ₹2,080.95 million in Fiscal 2025, primarily driven by an increase in revenue from Turnkey Paint Projects.

Revenue from Turnkey Paint Projects

Revenue from Turnkey Paint Projects increased by 72.29% to ₹3,198.23 million in Fiscal 2026 from ₹1,856.29 million in Fiscal 2025, primarily driven by increased execution of government and residential projects during the year. Our Order Book as at March 31, 2025 stood at ₹6,129.23 million as compared to ₹5,215.90 million as at March 31, 2024, providing a higher base of projects available for execution and revenue recognition during Fiscal 2026. The number of projects completed during Fiscal 2026 was 49 as compared to 48 during Fiscal 2025. The increase in revenue was further supported by a higher average order value per project, from ₹26.11 million in Fiscal 2025 to ₹45.90 million in Fiscal 2026.

Revenue from sale of products

Our revenue from operations also increased as a result of an increase in revenue from sale of products, which grew by 36.57% to ₹306.81 million in Fiscal 2026 from ₹224.66 million in Fiscal 2025. The increase was primarily attributable

to an increase in the number of franchisees from six as at March 31, 2025 to 25 as at March 31, 2026, which expanded our distribution reach and contributed to higher product sales. Further, the introduction of new SKUs and expansion of our product portfolio during Fiscal 2026, from 773 SKUs as at March 31, 2025 to 886 SKUs as at March 31, 2026, contributed to a wider range of products being offered to customers.

Other Income

Our other income decreased by ₹5.96 million, or 23.66%, to ₹19.23 million in Fiscal 2026 from ₹25.19 million in Fiscal 2025, primarily due to profit on sale of property, plant and equipment decreasing to Nil in Fiscal 2026 from ₹10.56 million in Fiscal 2025, interest income on rental deposits decreasing to Nil from ₹1.34 million, chit dividend decreasing to Nil from ₹3.69 million, and income from dealer service decreasing to Nil from ₹3.64 million. This decrease was partially offset by an increase in interest income on deposits measured at amortized cost to ₹15.80 million in Fiscal 2026 from ₹3.02 million in Fiscal 2025, and miscellaneous income increasing to ₹0.88 million in Fiscal 2026 from Nil in Fiscal 2025.

Expenses

Cost of materials consumed

Set forth below is a table showing the components of our cost of materials consumed for Fiscals 2026 and 2025:

Particulars	**Fiscal 2026**	**Fiscal 2025**	**Percentage Increase/ (Decrease) (%)**
	(₹ in million)		
Cost of materials consumed			
Raw materials at the beginning of the year	135.57	98.36	37.83%
Add: Purchases	1,062.76	834.69	27.32%
Less: Raw materials at the end of the year	(122.55)	(135.57)	(9.60%)
Total [A]	1,075.78	797.49	34.90%
Cost of materials consumed as % of revenue from operations [B = A/C] (%)	**30.69%**	**38.32%**	(7.63)%
Revenue from operations [C]	3,505.04	2,080.95	68.43%

Our cost of materials consumed increased by 34.90% to ₹1,075.78 million in Fiscal 2026 from ₹797.49 million in Fiscal 2025. Purchases of raw materials increased by 27.32% to ₹1,062.76 million in Fiscal 2026 from ₹834.69 million in Fiscal 2025, reflecting the higher requirement for raw materials to support the growth in our operations. Further, closing inventory of raw materials decreased by 9.60% to ₹122.55 million in Fiscal 2026 from ₹135.57 million in Fiscal 2025, which also contributed to the increase in cost of materials consumed during Fiscal 2026. Notwithstanding the above, the increase in cost of materials consumed was proportionately lower than the increase in revenue from operations, primarily due to a change in the composition of our revenue from operations, with Turnkey Paint Projects accounting for a higher proportion of our revenue from operations in Fiscal 2026 as compared to Fiscal 2025. The contract value of Turnkey Paint Projects includes, in addition to the supply of paints and coatings, consideration attributable to surface preparation, application and other project execution services, which do not involve a corresponding consumption of raw materials. Accordingly, cost of materials consumed as a percentage of revenue from operations decreased to 30.69% in Fiscal 2026 from 38.32% in Fiscal 2025.

Manufacturing expenses

Our manufacturing expenses increased by 32.47% to ₹72.26 million in Fiscal 2026 from ₹54.55 million in Fiscal 2025, primarily due to higher manufacturing activity during the year to support the increased execution of Turnkey Paint Projects and growth in standalone product sales, which resulted in higher fuel, carriage inward and other factory-related manufacturing expenses.

Changes in inventories

Particulars	Fiscal 2026	Fiscal 2025	Percentage Increase/ (Decrease) (%)
	(₹ in million)		
Changes in inventories:			
Opening finished goods	125.49	61.04	105.59%
Opening work-in-progress	366.84	286.24	28.16%
Less: Closing finished goods	(132.86)	(125.49)	5.87%
Less: closing work-in-progress	(275.36)	(366.84)	(24.94%)
Total	84.12	(145.05)	N/M

Changes in inventories increased to ₹84.12 million in Fiscal 2026 from ₹(145.05) million in Fiscal 2025, primarily due to a reduction in closing work-in-progress inventory, which decreased to ₹275.36 million as at March 31, 2026 from ₹366.84 million as at March 31, 2025. This reduction was primarily attributable to higher utilization of existing work-in-progress inventory during Fiscal 2026, including as a result of uncertainties relating to the availability and pricing of raw materials arising from geopolitical developments, which resulted in greater reliance on inventory already available with us. In addition, the level of project execution during February and March 2026 was lower as compared to the preceding months of Fiscal 2026, resulting in a higher proportion of existing work-in-progress being completed and recognised as revenue, while comparatively lower fresh work-in-progress was added towards the end of the year.

Painting Services Expenses

Painting service expenses increased by 71.02% to ₹1,285.98 million in Fiscal 2026 from ₹751.94 million in Fiscal 2025, which was in line with the 72.29% increase in revenue from Turnkey Paint Projects to ₹3,198.23 million in Fiscal 2026 from ₹1,856.29 million in Fiscal 2025. The increase was primarily attributable to the higher level of execution of Turnkey Paint Projects during Fiscal 2026, particularly projects relating to government related programmes, which resulted in an increase in the aggregate area painted during the year and, consequently, higher engagement of subcontractors and channel partners for painting and application services. The number of verified painters associated with our operations increased to 2,737 as at March 31, 2026 from 2,466 as at March 31, 2025, reflecting the expansion of our painter network to support the higher level of project execution during the year.

Employee Benefit Expenses

Our employee benefit expenses increased by 60.07% to ₹134.49 million in Fiscal 2026 from ₹84.02 million in Fiscal 2025. This was primarily due to a 63.94% increase in salaries and wages, which increased to ₹103.48 million in Fiscal 2026 from ₹63.12 million in Fiscal 2025. Employee bonus also increased by 420.00% to ₹0.52 million in Fiscal 2026 from ₹0.10 million in Fiscal 2025. Further, director remuneration increased by 48.75% to ₹17.85 million in Fiscal 2026 from ₹12.00 million in Fiscal 2025.

The increase in employee benefit expenses was primarily attributable to an increase in our employee headcount from 247 as at March 31, 2025 to 272 as at March 31, 2026, including additional employees recruited to support our geographic expansion into Bengaluru, Delhi and Ahmedabad, as well as salary and wage increments granted during the year.

Finance Costs

Our finance costs increased by 55.94% to ₹85.08 million in Fiscal 2026 from ₹54.56 million in Fiscal 2025, primarily due to a 63.12% increase in interest expense on working capital and term loans from banks, which increased to ₹65.54 million in Fiscal 2026 from ₹40.18 million in Fiscal 2025. The increase in the interest expenses was primarily attributable to (i) a 102.93% increase in the short term borrowings to ₹749.14 million in Fiscal 2026 from ₹369.16 million in Fiscal 2025, (ii) a 10.12% increase in the long-term borrowings to ₹182.51 million in Fiscal 2026 from ₹165.74 million in Fiscal 2025. Our non-current borrowings have primarily been utilized towards our longer-term business and capital expenditure requirements, while our current borrowings are primarily utilized to fund inventory procurement, execution of Turnkey Paint Projects and other working capital and operating requirements.

Loan processing fees also increased by 149.24% to ₹6.58 million in Fiscal 2026 from ₹2.64 million in Fiscal 2025, primarily in connection with the higher level of borrowings during the year. Further, interest expense on lease

liabilities increased by 25.10% to ₹6.43 million in Fiscal 2026 from ₹5.14 million in Fiscal 2025. The increase in interest on lease liabilities was broadly in line with additions to lease liabilities of ₹9.21 million during the year, primarily attributable to the additional premises taken on lease during Fiscal 2026.

Depreciation and Amortisation Expense

Our depreciation and amortisation expense increased by 14.11% to ₹31.63 million in Fiscal 2026 from ₹27.72 million in Fiscal 2025, primarily due to a 70.54% increase in depreciation on right-of-use assets, which increased to ₹12.04 million in Fiscal 2026 from ₹7.06 million in Fiscal 2025. This increase was primarily attributable to additional premises taken on lease during Fiscal 2026, including office and warehouse premises in Bengaluru and Mumbai and warehouse premises in Delhi and Ahmedabad. Amortisation of intangible assets also increased to ₹0.20 million in Fiscal 2026 from Nil in Fiscal 2025.

The increase was partially offset by a decrease in depreciation on property, plant and equipment to ₹19.39 million in Fiscal 2026 from ₹20.66 million in Fiscal 2025.

Other Expenses

Our other expenses increased by 27.35% to ₹249.95 million in Fiscal 2026 from ₹196.27 million in Fiscal 2025. This increase was primarily due to advances written off amounting to ₹51.45 million in Fiscal 2026 as compared to Nil in Fiscal 2025, relating primarily to advances provided to certain service providers and contractors that were written off as the relevant services were not rendered. The increase was also attributable to a 61.44% increase in provision for expected credit loss to ₹21.94 million in Fiscal 2026 from ₹13.59 million in Fiscal 2025, and a 38.40% increase in legal and professional charges to ₹11.28 million in Fiscal 2026 from ₹8.15 million in Fiscal 2025.

The increase in other expenses was partially offset by a 31.41% decrease in advertisement, branding and marketing expenses to ₹60.58 million in Fiscal 2026 from ₹88.32 million in Fiscal 2025. The decrease was primarily due to the timing of our brand ambassador arrangements during Fiscal 2026. Our arrangement with our erstwhile brand ambassador ended during the year, following which there was an intervening period before Sachin Tendulkar was appointed as our new brand ambassador. Further, advertising and promotional campaigns featuring Sachin Tendulkar commenced only after a further period following his appointment. As a result, advertisement, branding and marketing activities were lower for a portion of Fiscal 2026, resulting in lower expenditure as compared to Fiscal 2025.

Tax Expenses

Our total tax expense increased by 7.73% to ₹127.23 million in Fiscal 2026 from ₹118.10 million in Fiscal 2025, primarily due to a 71.73% increase in current tax expense to ₹148.99 million in Fiscal 2026 from ₹86.76 million in Fiscal 2025, primarily attributable to the increase in taxable profits during the year. The increase was partially offset by a deferred tax credit of ₹21.76 million in Fiscal 2026, as compared to a deferred tax expense of ₹31.33 million in Fiscal 2025.

Profit for the Year

Primarily as a result of the factors discussed above, our profit for the year increased by 126.82% to ₹377.75 million in Fiscal 2026 from ₹166.54 million in Fiscal 2025. The increase was principally driven by the growth in revenue from operations, particularly from higher execution of Turnkey Paint Projects, together with a decrease in cost of materials consumed as a percentage of revenue from operations during Fiscal 2026.

Fiscal 2025 Compared to Fiscal 2024

Income

Revenue from Operations

Our revenue from operations increased by 53.15% to ₹2,080.95 million in Fiscal 2025 from ₹1,358.78 million in Fiscal 2024, primarily driven by an increase in revenue from Turnkey Paint Projects.

Revenue from Turnkey Paint Projects

Revenue from Turnkey Paint Projects increased by 66.99% to ₹1,856.29 million in Fiscal 2025 from ₹1,111.61 million in Fiscal 2024, primarily due to increased execution of both government and residential projects during the year. The number of projects completed during Fiscal 2025 was 48 as compared to 23 during Fiscal 2024, representing an increase of 108.70%. Our Order Book as at March 31, 2024 stood at ₹5,215.90 million, providing a strong base of projects available for execution and revenue recognition during Fiscal 2025. The increase in revenue was also attributable to the execution and revenue recognition of a government contract secured in Fiscal 2022, as such project progressed through its execution cycle during the year.

Revenue from sale of products

Revenue from sale of products decreased by 9.11% to ₹224.66 million in Fiscal 2025 from ₹247.17 million in Fiscal 2024, primarily due to changes in order volumes, customer ordering patterns and product mix during the year.

Other Income

Our other income increased by 15.71% to ₹25.19 million in Fiscal 2025 from ₹21.77 million in Fiscal 2024, primarily due to an increase in profit on sale of property, plant and equipment (net) to ₹10.56 million in Fiscal 2025 from ₹0.25 million in Fiscal 2024, interest income on deposits measured at amortized cost increasing to ₹3.02 million from Nil, profit on sale of investment property increasing to ₹1.65 million from Nil, chit dividend increasing to ₹3.69 million from Nil, and income from dealer service increasing to ₹3.64 million from Nil. This increase was partially offset by fair value gain on financial liability measured at amortized cost decreasing to Nil in Fiscal 2025 from ₹19.59 million in Fiscal 2024.

Expenses

Cost of materials consumed

Set forth below is a table showing the components of our cost of materials consumed for Fiscals 2025 and 2024:

Particulars	**Fiscal 2025**	**Fiscal 2024**	**Percentage Increase/ (Decrease) (%)**
	(₹ in million)		
Cost of materials consumed			
Raw materials at the beginning of the year	98.36	49.44	98.95%
Add: Purchases	834.69	669.10	24.75%
Less: Raw materials at the end of the year	(135.57)	(98.36)	37.83%
Total [A]	797.49	620.18	28.59%
Cost of materials consumed as % of revenue from operations [B = A/C] (%)	**38.32%**	**45.64%**	**(7.32)%**
Revenue from operations [C]	2,080.95	1,358.78	53.15

Our cost of materials consumed increased by ₹177.31 million, or 28.59%, to ₹797.49 million in Fiscal 2025 from ₹620.18 million in Fiscal 2024, primarily due to higher production volumes in line with the growth in our revenue from operations.

Purchases of raw materials increased by 24.75% to ₹834.69 million in Fiscal 2025 from ₹669.10 million in Fiscal 2024, reflecting higher procurement to support increased production during the year. Raw materials at the beginning of the year were ₹98.36 million in Fiscal 2025 as compared to ₹49.44 million in Fiscal 2024, reflecting the higher closing inventory carried forward from the preceding year on account of increased scale of operations. Closing raw material inventory increased by 37.83% to ₹135.57 million as at March 31, 2025, from ₹98.36 million as at March 31, 2024, reflecting higher procurement levels and inventory held to support the growing scale of project execution and production activity. Notwithstanding the above, the increase in cost of materials consumed was proportionately lower

than the increase in revenue from operations, primarily due to a change in the composition of our revenue from operations, with Turnkey Paint Projects accounting for a higher proportion of our revenue from operations in Fiscal 2025 as compared to Fiscal 2024. The contract value of Turnkey Paint Projects includes, in addition to the supply of paints and coatings, consideration attributable to surface preparation, application and other project execution services, which do not involve a corresponding consumption of raw materials. Accordingly, cost of materials consumed as a percentage of revenue from operations decreased to 38.32% in Fiscal 2025 from 45.64% in Fiscal 2024.

Manufacturing expenses

Our manufacturing expenses increased by 20.93% to ₹54.55 million in Fiscal 2025 from ₹45.11 million in Fiscal 2024, primarily due to higher manufacturing activity during the year to support the increased execution of Turnkey Paint Projects, which resulted in wages and welfare expenses at the factory, carriage inward and other factory-related manufacturing expenses.

Changes in inventories

Particulars	**Fiscal 2025**	**Fiscal 2024**	**Percentage Increase/ (Decrease) (%)**
	(₹ in million)		
Changes in inventories:			
Opening finished goods	61.04	48.36	26.22%
Opening work-in-progress	286.24	120.53	137.48%
Less: Closing finished goods	(125.49)	(61.04)	105.59%
Less: Closing work-in-progress	(366.84)	(286.24)	28.16%
Total	**(145.05)**	**(178.38)**	**N/M**

Changes in inventories decreased to ₹(145.05) million in Fiscal 2025 from ₹(178.38) million in Fiscal 2024. The lower inventory build-up in Fiscal 2025 as compared to Fiscal 2024 was primarily attributable to a lower rate of increase in work-in-progress inventory during the year. The number of projects undertaken increased during Fiscal 2025, resulting in higher work-in-progress and finished goods inventory to support project execution. Accordingly, closing work-in-progress increased by 28.16% to ₹366.84 million as at March 31, 2025, while closing finished goods increased by 105.59% to ₹125.49 million as at March 31, 2025. The increase in work-in-progress during Fiscal 2025 was, however, lower than the increase recorded during Fiscal 2024, when work-in-progress increased by 137.48%, reflecting the scaling up of project activity during that period.

Painting Service Expenses

Painting service expenses increased by 81.72% to ₹751.94 million in Fiscal 2025 from ₹413.78 million in Fiscal 2024, broadly in line with the 66.99% increase in revenue from Turnkey Paint Projects to ₹1,856.29 million in Fiscal 2025 from ₹1,111.61 million in Fiscal 2024. The increase was primarily attributable to the higher level of execution of Turnkey Paint Projects during Fiscal 2025, which resulted in an increase in the aggregate area painted during the year and, consequently, higher engagement of subcontractors and channel partners for painting and application services. The number of verified painters associated with our operations also increased from 2,237 as at March 31, 2024 to 2,466 as at March 31, 2025, reflecting the growth in our execution requirements during the year.

Employee Benefit Expenses

Our employee benefit expenses increased by 51.61% to ₹84.02 million in Fiscal 2025 from ₹55.42 million in Fiscal 2024. This was primarily due to a 66.68% increase in salaries and wages, which increased to ₹63.12 million in Fiscal 2025 from ₹37.87 million in Fiscal 2024. Director remuneration also increased by 73.91% to ₹12.00 million in Fiscal 2025 from ₹6.90 million in Fiscal 2024. The increase in employee benefit expenses was primarily attributable to changes in the composition of our workforce and salary and wage increments granted during the year. Accordingly, employee benefit expenses increased notwithstanding the decrease in our employee headcount from 258 as at March 31, 2024 to 247 as at March 31, 2025.

Finance Costs

Our finance costs increased by 34.45% to ₹54.56 million in Fiscal 2025 from ₹40.58 million in Fiscal 2024, primarily due to an increase in interest expense on lease liabilities, which increased by 358.93% to ₹5.14 million in Fiscal 2025 from ₹1.12 million in Fiscal 2024, mainly on account of additional premises taken on lease during Fiscal 2025. Interest expense on working capital and term loans also increased by 13.41% to ₹40.18 million in Fiscal 2025 from ₹35.43 million in Fiscal 2024, primarily due to higher working capital borrowings during the year. Further, interest expense on financial liabilities measured at amortised cost increased to ₹3.99 million in Fiscal 2025 from ₹3.22 million in Fiscal 2024, while loan processing fees increased by 266.67% to ₹2.64 million in Fiscal 2025 from ₹0.72 million in Fiscal 2024, primarily in connection with the higher level of borrowings during the year. Bank charges also increased to ₹2.61 million in Fiscal 2025 from ₹0.08 million in Fiscal 2024.

Depreciation and Amortisation Expense

Our depreciation and amortisation expense increased by 73.14% to ₹27.72 million in Fiscal 2025 from ₹16.01 million in Fiscal 2024, primarily due to a 455.91% increase in depreciation on right-of-use assets, which increased to ₹7.06 million in Fiscal 2025 from ₹1.27 million in Fiscal 2024. This increase was primarily attributable to the recognition of additional right-of-use assets of ₹27.45 million in connection with the lease of our Mumbai office during Fiscal 2025. Depreciation on property, plant and equipment also increased by 40.16% to ₹20.66 million in Fiscal 2025 from ₹14.74 million in Fiscal 2024, reflecting additions to property, plant and equipment during the year.

Other Expenses

Our other expenses increased by 7.57% to ₹196.27 million in Fiscal 2025 from ₹182.46 million in Fiscal 2024. This increase was primarily due to an increase in provision for expected credit loss to ₹13.59 million in Fiscal 2025 from ₹5.33 million in Fiscal 2024, a 597.32% increase in fair value differential on security deposits to ₹23.43 million in Fiscal 2025 from ₹3.36 million in Fiscal 2024, an increase in printing and stationery expenses to ₹2.96 million in Fiscal 2025 from ₹1.11 million in Fiscal 2024, and an increase in legal and professional charges to ₹8.15 million in Fiscal 2025 from ₹6.53 million in Fiscal 2024.

The increase in other expenses was partially offset by a 28.46% decrease in advertisement, branding and marketing expenses to ₹88.32 million in Fiscal 2025 from ₹123.45 million in Fiscal 2024, and a decrease in commission charges to ₹0.15 million in Fiscal 2025 from ₹10.14 million in Fiscal 2024. The higher expenditure in Fiscal 2024 was primarily on account of one-time costs relating to the appointment of a brand ambassador for the first time, including the initial advertisement shoot and associated promotional campaigns. Such expenditure moderated in Fiscal 2025 as the initial launch activities were largely completed.

Tax Expenses

Our total tax expense increased by 213.76% to ₹118.10 million in Fiscal 2025 from ₹37.64 million in Fiscal 2024, primarily due to an 88.77% increase in current tax expense to ₹86.76 million in Fiscal 2025 from ₹45.96 million in Fiscal 2024, primarily attributable to the increase in taxable profits during the year. Further, deferred tax expense was ₹31.33 million in Fiscal 2025, as compared to a deferred tax credit of ₹8.32 million in Fiscal 2024, which also contributed to the significant increase in total tax expense.

Profit for the Year

Primarily as a result of the factors discussed above, our profit for the year increased by 12.72% to ₹166.54 million in Fiscal 2025 from ₹147.75 million in Fiscal 2024. The increase was principally driven by the growth in revenue from operations, particularly from higher execution of Turnkey Paint Projects, together with a decrease in cost of materials consumed as a percentage of revenue from operations during Fiscal 2025. However, the growth in profit for the year was significantly lower than the growth in revenue from operations and profit before tax, primarily on account of the substantially higher total tax expense in Fiscal 2025 as compared to Fiscal 2024.

Liquidity and Capital Resources

Our liquidity requirements primarily relate to working capital and capital expenditure. Our sources of liquidity for Fiscals 2026, 2025 and 2024 were primarily cash generated from operations, borrowings from banks and financial

institutions, and proceeds from issuance of share capital. In particular, during Fiscal 2025, we raised ₹378.50 million through issuance of share capital and share warrants, which constituted a significant source of liquidity during the year.

As at March 31, 2026 our cash and cash equivalents were ₹893.45 million.

Cash Flows

The following table sets forth a summary of our cash flows for the period and fiscal years indicated:

Particulars	Year ended March 31,		
	2026	2025	2024
	(₹ in million)		
Net cash flows generated from/ (used in) operating activities	258.25	(121.18)	(85.66)
Net cash flows generated from/ (used in) investing activities	45.00	(103.81)	(45.74)
Net cash flows generated from/ (used in) financing activities	442.43	336.95	115.11
Cash and cash equivalents at the beginning of the year	147.77	35.81	52.10
Net increase/ (decrease) in cash and cash equivalents	745.68	111.96	(16.29)
Cash and cash equivalents at end of the year	893.45	147.77	35.81

Operating Activities

Fiscal 2026

Net cash generated from our operating activities was ₹258.25 million for Fiscal 2026. Profit before tax was ₹504.98 million, adjusted primarily for depreciation and amortisation expenses of ₹31.63 million, finance costs of ₹85.08 million, advances written off of ₹51.45 million, loss on sale of property, plant and equipment of ₹1.17 million, partially offset by interest income of ₹16.47 million and profit on sale of investments of ₹1.40 million, resulting in an operating profit before working capital changes of ₹656.44 million.

The movement in working capital was primarily driven by an increase in trade receivables of ₹940.34 million, an increase in other assets of ₹82.59 million, and an increase in contract assets of ₹11.84 million. This was partially offset by a decrease in inventories of ₹97.13 million, an increase in trade payables of ₹548.46 million, a decrease in other financial assets of ₹13.75 million, an increase in other liabilities of ₹83.05 million, an increase in provisions of ₹6.24 million, and an increase in other financial liabilities of ₹10.10 million.

Fiscal 2025

Net cash used in our operating activities was ₹121.18 million for Fiscal 2025. Profit before tax was ₹284.64 million, adjusted primarily for depreciation and amortisation expenses of ₹27.72 million, finance costs of ₹54.56 million, partially offset by profit on sale of property, plant and equipment of ₹10.56 million, interest income of ₹3.63 million, and profit on sale of investments of ₹1.65 million, resulting in an operating profit before working capital changes of ₹351.08 million.

The movement in working capital was primarily driven by an increase in trade receivables of ₹572.24 million, an increase in inventories of ₹182.26 million, an increase in the other financial assets of ₹0.09 million and an increase in other assets of ₹194.09 million. This was partially offset by a decrease in contract assets of ₹2.11 million, an increase in trade payables of ₹505.22 million, an increase in provisions of ₹5.23 million, an increase in other liabilities of ₹13.30 million, and an increase in other financial liabilities of ₹9.58 million.

Fiscal 2024

Net cash used in our operating activities was ₹85.66 million for Fiscal 2024. Profit before tax was ₹185.39 million, adjusted primarily for depreciation and amortisation expenses of ₹16.01 million and finance costs of ₹40.58 million, partially offset by interest income of ₹0.58 million and profit on sale of property, plant and equipment of ₹0.25 million, resulting in an operating profit before working capital changes of ₹241.15 million.

The movement in working capital was primarily driven by an increase in trade receivables of ₹421.60 million, an increase in inventories of ₹227.30 million, an increase in other financial assets of ₹18.09 million, an increase in contract assets of ₹6.14 million, and an increase in other assets of ₹4.99 million. This was partially offset by an increase in trade payables of ₹129.38 million, an increase in other liabilities of ₹219.94 million, an increase in other financial liabilities of ₹35.78 million, and an increase in provisions of ₹3.45 million.

Investing Activities

Our net cash from investing activities decreased from net cash used of ₹45.74 million in Fiscal 2024 to net cash used of ₹103.81 million in Fiscal 2025, before improving to net cash generated of ₹45.00 million in Fiscal 2026. The improvement in Fiscal 2026 over Fiscal 2025 was primarily attributable to lower capital expenditure on property, plant and equipment and intangible assets during Fiscal 2026, higher proceeds from sale of investment properties and higher interest income received during Fiscal 2026. The higher net cash used in investing activities in Fiscal 2025 as compared to Fiscal 2024 was primarily attributable to higher capital expenditure on property, plant and equipment and intangible assets during Fiscal 2025 and increase in bank deposits during Fiscal 2025. A detailed year-wise analysis is set out below.

Fiscal 2026

Net cash generated from investing activities was ₹45.00 million for Fiscal 2026. This was primarily on account of proceeds from sale of investment property of ₹44.26 million, a decrease in other bank balances of ₹20.52 million, and interest received of ₹16.47 million. These inflows were partially offset by capital expenditure on property, plant and equipment and intangible assets of ₹36.25 million.

Fiscal 2025

Net cash used in investing activities was ₹103.81 million for Fiscal 2025, primarily driven by capital expenditure on property, plant and equipment and intangible assets of ₹99.33 million and an increase in other bank balances of ₹20.52 million. These outflows were partially offset by proceeds from sale of investment property of ₹12.41 million and interest received of ₹3.63 million.

Fiscal 2024

Net cash used in investing activities was ₹45.74 million for Fiscal 2024, primarily due to capital expenditure on property, plant and equipment and intangible assets of ₹32.64 million and purchase of investment property of ₹13.68 million. These outflows were partially offset by interest received of ₹0.58 million.

Financing Activities

Our net cash from financing activities increased from net cash generated of ₹115.11 million in Fiscal 2024 to net cash generated of ₹336.95 million in Fiscal 2025, and further to net cash generated of ₹442.43 million in Fiscal 2026. The increase in Fiscal 2025 over Fiscal 2024 was primarily attributable to proceeds from issuance of share capital during Fiscal 2025. The increase in Fiscal 2026 over Fiscal 2025 was primarily attributable to proceeds from short term borrowings and issuance of share capital during Fiscal 2026, partially offset by higher interest payments during Fiscal 2026. A detailed year-wise analysis is set out below.

Fiscal 2026

Net cash generated from financing activities was ₹442.43 million for Fiscal 2026. This was primarily due to proceeds from short term borrowings (net) of ₹353.56 million, proceeds from issue of share capital of ₹160.88 million and

proceeds from long term borrowings of ₹43.19 million. These inflows were partially offset by interest paid of ₹78.65 million, dividend paid of ₹15.78 million, repayment of principal portion of lease liabilities of ₹14.33 million and repayment of interest portion of lease liabilities of ₹6.43 million.

Fiscal 2025

Net cash generated from financing activities was ₹336.95 million for Fiscal 2025. This was primarily due to proceeds from issue of share capital of ₹324.88 million, proceeds from share warrants of ₹53.63 million, proceeds from long term borrowings of ₹24.76 million and proceeds from short term borrowings (net) of ₹4.72 million. These inflows were partially offset by interest paid of ₹49.42 million, dividend paid of ₹7.74 million, repayment of principal portion of lease liabilities of ₹8.74 million and repayment of interest portion of lease liabilities of ₹5.14 million.

Fiscal 2024

Net cash generated from financing activities was ₹115.11 million for Fiscal 2024. This was primarily due to proceeds from short term borrowings (net) of ₹89.11 million, proceeds from long term borrowings of ₹67.29 million and proceeds from issue of share capital of ₹1.84 million. These inflows were partially offset by interest paid of ₹39.46 million, dividend paid of ₹0.92 million, repayment of principal portion of lease liabilities of ₹1.64 million and repayment of interest portion of lease liabilities of ₹1.12 million.

Borrowings

As at March 31, 2026, we had total borrowings of ₹1,016.98 million, comprising fund-based borrowings of ₹931.65 million and non-fund based borrowings of ₹85.33 million, which consisted of both secured and unsecured borrowings. Our loan agreements generally contain covenants, both financial and non-financial, that may limit our ability to pay dividends, affect any change in management of the Company or shareholding of the Company, without the lender's written consent. Non-financial covenants require, among other things, that the promoters hold more than 51% of the company and that we obtain written consent from the banks for actions such as dividend payments, change in management and shareholding of our Company, undertaking any scheme of expansion/modernisation/diversification/renovation or acquire any fixed assets during any account year and prepayment of financial indebtedness. For details, see *"Risk Factors – Our inability to meet our obligations, including financial and other covenants under our debt financing arrangements could adversely affect our business, credit rating, results of operations and financial condition."* on page 56.

The following table provides the types and amounts of our outstanding borrowings as at the dates indicated:

Particulars	**As at March 31,**		
	2026	**2025**	**2024**
	(₹ in million)		
Non-current borrowings (including current maturities of non-current borrowings) [A]	226.80	183.61	158.84
Of which:			
Secured	*201.58*	*102.34*	*121.05*
Unsecured	*25.22*	*81.27*	*37.79*
Current borrowings [B]	704.85	351.29	346.58
Of which:			
Secured	*704.85*	*351.29*	*346.58*
Unsecured	-	-	-
Total Borrowings [C = A + B]	**931.65**	**534.90**	**505.42**

Our borrowings have increased over the periods indicated above primarily in line with the growth of our business, increased inventory requirements and higher working capital requirements arising from the expansion of our Turnkey Paint Projects business. As a paint products business, our operations are working capital intensive and require borrowings to support inventory procurement, our franchisee-led distribution operations, execution of Turnkey Paint Projects and day-to-day operational requirements. Our outstanding borrowings comprise non-current borrowings and current borrowings, with current borrowings primarily comprising secured borrowings. Non-current borrowings have

primarily been utilised towards our longer-term business and capital expenditure requirements, while current borrowings are primarily utilised to fund inventory procurement, execution of Turnkey Paint Projects and other working capital and operating requirements.

Given the nature of our business, we have historically relied on external debt financing to support our growth and operational requirements. Our working capital requirements are influenced by inventory levels, procurement requirements, the execution cycle of Turnkey Paint Projects and the timing of collections from customers. Any inability to access financing on commercially acceptable terms, increase in interest rates, tightening of lender credit norms or constraints on renewal of working capital facilities could adversely affect our liquidity, ability to procure inventory, execute Turnkey Paint Projects and our results of operations.

For further details of security, repayment terms and interest rates for our borrowings, see "*Restated Financial Information – Note 15 – Borrowings – non-current*" and "*Restated Financial Information – Note 15 – Borrowings – current*" each on page 376.

Contractual Maturities of Financial Liabilities

The following table sets forth contractual maturities of our financial liabilities as at March 31, 2026. The amounts are based on contractual undiscounted payments:

Particulars	Up to 1 year	1-5 years	Above 5 years	Total contractual undiscounted cash flow
	(₹ in million)			
Borrowings	749.14	182.51	-	931.65
Lease liabilities	15.84	43.02	-	58.86
Trade payables	1,327.49	-	-	1,327.49
Other financial liabilities	14.18	52.05	-	66.23
Total	**2,010.70**	**373.53**	**-**	**2,384.23**

Capital Expenditure

The following table sets forth net block of property, plant and equipment by category as at the dates indicated. These assets primarily relate to investments in land, buildings, plant and machinery, vehicles, office equipment and other operational assets to support expansion and enhance operational efficiency.

Particulars	As at March 31,		
	2026	2025	2024
	(₹ in million)		
Land	81.31	81.31	17.39
Buildings	97.52	99.18	70.14
Plant and machinery	24.13	24.17	20.88
Computer equipment	2.82	1.35	1.28
Furniture and fixtures	21.48	23.09	20.25
Vehicles	50.69	26.29	26.96
Electrical equipment	0.39	0.45	0.51
Lab equipment	2.03	2.28	2.53
Office equipment	8.79	11.34	14.68
Total	**289.17**	**269.47**	**174.62**

Contingent Liabilities and Commitments

The table below sets forth our contingent liabilities and commitments that have not been accounted for in our financial statements as at the dates indicated:

(₹ in million)

Particulars	As at March 31, 2026
Income Tax Demands	86.12
Performance Bank Guarantee	85.33

Particulars	As at March 31, 2026
Total	**171.45**

For further details, see "*Restated Financial Statements – Note 35 – Contingent Liabilities and Commitments*" on page 400.

Off-balance Sheet Arrangements

We do not have any off-balance sheet arrangements or other relationships with any entity that have been established for the purposes of facilitating off-balance sheet arrangements.

Quantitative and Qualitative Disclosure on Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings, deposits, trade receivables and other financial instruments.

Foreign Currency Risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of change in foreign exchange rates is very minimal, as the Company does not have any foreign currency payable and receivables.

Interest Rate Risk

The Company is exposed to interest rate risk because the Company borrows funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

For quantitative disclosures on market risk, see *"Restated Financial Information – Note 41 – Financial Risk Management Objectives and Policies"* on page 405.

Reservations, Qualifications and Adverse Remarks

There are no reservations, qualifications or adverse remarks of the Statutory Auditors which have not been given effect to in the Restated Financial Information.

Unusual or Infrequent Events or Transactions

Other than as described in this section and "*Our Business*", "*Risk Factors*", "*Financial Information*" and "*History and Certain Corporate Matters — Other material agreements*" on pages 244, 23, 343 and 312, respectively, there have been no events or transactions which may be described as "unusual" or "infrequent".

Significant Economic Changes that Materially Affected or are likely to affect Revenue from Operations

Other than as described in this section, and in "*Our Business*", "*Risk Factors*" and "*Industry Overview*" on pages 244, 23, and 171, respectively, there have been no significant economic changes that materially affected or are likely to affect our revenue from continuing operations.

Known Trends or Uncertainties that have had or are expected to have a Material, Adverse Impact on Revenue from Operations or Other Income

Except as described in this section and "*Risk Factors*" on page 23, to our knowledge, there are no trends or uncertainties that have had, or are expected to have, a material impact on our business or results of operations.

Future Relationships between Costs and Revenue

Other than as described in this section "*Our Business*" and "*Risk Factors*" on pages 244 and 23, respectively, there are no known factors which will have a material adverse impact on our operations or finances.

Material Increases in Revenues and Sales

Material increases in our revenues and sales are primarily due to the reasons described in "*– Significant Factors Affecting our Results of Operations and Financial Condition*" above on page 429.

New Products or Business Segments

Except as disclosed in this Draft Red Herring Prospectus, including as described in "*Our Business*" on page 244, there are no new products or business segments that have or are expected to have a material effect on our business prospects, results of operations or financial condition.

Seasonality

Our business is subject to seasonal fluctuations, which may affect the demand for our paint products and the execution of our Turnkey Paint Projects. In particular, demand for paints and application services may be impacted during the monsoon season, as construction activity, renovation projects and painting activities may be delayed or curtailed due to adverse weather conditions. As a result, our sales, cash flows and results of operations may vary across quarters, and the results of operations for any particular quarter may not be indicative of our future performance. For further details, see "*Risk Factors – Our business is seasonal in nature and a decrease in our sales during some quarters could have an adverse effect on our financial performance*" on page 40.

Suppliers or Customer Concentration

We procure our products from a diversified base of suppliers. However, our top 10 suppliers accounted for 61.46%, 68.47% and 65.24% of our total purchases in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. For further details regarding risks relating to supplier concentration, see "*Risk Factors – Our top 10 suppliers accounted for 61.46%, 68.47% and 65.24% of our total purchases in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. We also do not have long term agreements with our suppliers. The loss of one or more of our major suppliers, or any inability to source raw materials from alternative suppliers on commercially acceptable terms and in a timely manner, could materially and adversely affect our business, results of operations, financial condition and cash flows.*" on page 27.

A significant portion of our revenue from operations is derived from a limited number of customers. Our top 10 customers contributed 81.90%, 64.62% and 56.96% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. For further details regarding risks relating to customer concentration, see "*Risk Factors – Our top 10 customers contributed 81.90%, 64.62% and 56.96% of our revenue from operations in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Further, we do not have long-term agreements with our customers, who are under no obligation to award future projects to us. Any loss of, or reduction in business from, any of these customers could adversely affect our business, results of operations, financial condition and cash flows.*" on page 24.

Competitive Conditions

For a description of the competitive conditions in the industries in which we operate, see "*Our Business – Competition*" and "*Industry Overview*" on pages 292 and 171, respectively.

Changes in Accounting Policies

There have been no changes in our accounting policies during Fiscals 2024, 2025 and 2026.

Significant Developments after March 31, 2026

Except as disclosed elsewhere in this Draft Red Herring Prospectus, our Company is unaware of any circumstances that have arisen since March 31, 2026, that have a material, adverse effect on, or are likely to affect, our operations or profitability, the value of our assets or our ability to pay our liabilities within the next 12 months.

SECTION VII: LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

*Except as stated below there are no outstanding (i) criminal proceedings (including matters at FIR stage even if no / some cognizance has been taken by any court or any other judicial authority) involving our Company, Directors, or Promoters (the "**Relevant Parties**"); (ii) actions (including all penalties and show cause notices) taken by statutory or regulatory authorities (including any judicial, quasi-judicial, administrative or enforcement authorities) involving the Relevant Parties (iii) taxations claims and proceedings involving the Relevant Parties, in a consolidated manner, giving the total number of claims and total amount involved in such claims, provided that if the amount involved in any such claims exceeds the Materiality Threshold (defined below), in relation to each of the Relevant Parties, such matter(s) shall be disclosed on an individual basis; and (iv) other pending litigations or arbitration proceedings involving the Relevant Parties which has been determined to be material pursuant to the Materiality Policy (as disclosed herein below). Further, there are no disciplinary actions (including penalties) imposed by SEBI or any of the stock exchanges against our Promoters in the last five financial years immediately preceding the date of this Draft Red Herring Prospectus, including any outstanding action. Furthermore, except as stated below there are no outstanding (i) criminal proceedings (including matters at FIR stage where no / some cognizance has been taken by any court or any other judicial authority) involving the Key Managerial Personnel and Senior Management of the Company; and (ii) actions by regulatory and statutory authorities (including any judicial, quasi-judicial, administrative or enforcement authorities) against the Key Managerial Personnel and Senior Management of the Company.*

For the purpose of (iv) above, our Board has considered and adopted the following Materiality Policy (defined below) for identification of material outstanding litigation involving the Relevant Parties, Key Managerial Personnel, Senior Management and the Group Companies, pursuant to Board resolution dated September 9, 2026:

*All outstanding litigation, including any litigation involving the Relevant Parties, other than criminal proceedings, actions by regulatory authorities and statutory authorities, and tax matters (direct or indirect), will be considered material if: (a) the aggregate monetary amount of claim/dispute, to the extent quantifiable, involved in any such outstanding litigation/ arbitration proceedings is equivalent to or in excess of (i) two (2) percent of turnover of the Company, as per the latest Fiscal included in the Restated Financial Information of the Company; or (ii) two (2) percent of net worth of the Company, as per the latest Fiscal included in the Restated Financial Information of the Company, except in case the arithmetic value of the net worth is negative; or (iii) five (5) percent of average of absolute value of profit or loss after tax, as per the Restated Financial Information of the Company for the last three Fiscals, whichever is lower, in this case being 5% of the average of absolute value of profit or loss after tax, as per the Restated Financial Information of the Company for the last three Fiscals, i.e., ₹11.53 million ("**Materiality Threshold**"); or (b) any outstanding litigation/arbitration proceeding, where the monetary liability is not quantifiable or does not exceed the Materiality Threshold, but an adverse outcome of which would directly or indirectly, or together with similar other proceeding, have a material adverse affect on the business, results, cashflow, prospects, operations, performance, financial position or reputation of the Company, in the opinion of the Board, or where the decision in such proceeding is likely to affect the decision in similar proceedings, such that the cumulative amount involved in such proceedings exceeds the Materiality Threshold, even though the amount involved in an individual proceeding may not exceed the Materiality Threshold.*

Additionally, any pending litigation involving the Group Companies, as identified in accordance with provisions of SEBI ICDR Regulations would be considered to have a 'material impact' on our Company, if an adverse outcome from such pending litigation would materially and adversely affect the business, prospects, operations, performance or financial position or reputation of our Company.

For the purposes of the above, pre-litigation notices received by the Relevant Parties, Key Managerial Personnel, Senior Management and the Group Companies from third parties (excluding those notices issued by statutory or regulatory or governmental or tax or judicial authorities or notices threatening criminal action or FIRs) have not and shall not be considered litigation until such time that the Relevant Party, Key Managerial Personnel, Senior Management and the Group Companies, as applicable, are impleaded as defendants in the litigation proceedings before any court, judicial/quasi-judicial or arbitral forum, unless otherwise decided by our Board. Except as stated

below, there are no findings/observations of any inspections by SEBI or any other regulator involving the Relevant Parties, which are material.

*Further, in accordance with the Materiality Policy, our Company has considered such creditors 'material' to whom the amount due is equal to or in excess of 5% of the trade payables of our Company as of the end of the most recent financial period covered in the Restated Financial Information. The trade payables of our Company as on March 31, 2026, was ₹ 1,327.49 million. Accordingly, a creditor has been considered 'material' if the amount due to such creditor exceeds ₹ 66.37 million (being 5% of the total trade payables) as on March 31, 2026. Further, for outstanding dues to any party which is a micro, small or a medium enterprise ("**MSME**"), the disclosure is based on information available with our Company regarding status of the creditor under Section 2 of the Micro, Small and Medium Enterprises Development Act, 2006, as amended.*

Unless stated to the contrary, the information provided below is as of the date of this Draft Red Herring Prospectus. All terms defined in a particular litigation disclosure below are for that particular litigation only.

Litigation involving our Company

(a) Outstanding legal proceedings against our Company

(i) Criminal proceedings

M/s. Aquent Impex India Private Limited has filed a criminal complaint on December 2, 2014, under Section 138 of the Negotiable Instruments Act, 1881, before the Additional Metropolitan Magistrate's Court at Dadar, (the "**Court**") Bhoiwada, Mumbai, against our Company, our Promoters, and K. Siva Reddy, in relation to the dishonor of cheques aggregating to ₹0.91 million. The Court had issued non bailable warrants against our Promoters and K. Siva Reddy which was cancelled by the Court vide its order dated September 19, 2026. The matter is currently pending before the Court, and the next date of hearing is October 22, 2026.

(ii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no material proceedings against our Company.

(iii) Actions by statutory or regulatory authorities

As on the date of this Draft Red Herring Prospectus, there are no actions by statutory or regulatory authorities against our Company.

(iv) Tax proceedings

Nature of proceeding	Number of proceedings outstanding	Amount involved* (in ₹ million)
Direct tax	5	86.80
Indirect tax	Nil	Nil
Total	5	86.80

** To the extent quantified.*

Material tax matters:

Our Company had filed its income tax return for assessment year 2023-24 on December 30, 2023. Subsequently, an assessment order under Section 143(3) read with Section 144B of the Income Tax Act, 1961 ("**IT Act**") was passed on March 7, 2025 ("**AO Order**") wherein the assessing officer had made certain additions/disallowances in relation to the computation of the total income, including (i) disallowance of ₹118.66 million under Section 40(a)(ia) on account of non-deduction of tax at source under Section 194Q on purchases aggregating to ₹395.54 million; (ii) disallowance of ₹0.57 million under Section 40(a)(ia) on account of non-deduction of tax at source on business promotion expenses aggregating to ₹1.89 million; (iii) disallowance of consultancy charges of ₹0.22 million; and (iv) addition of ₹4.00 million as undisclosed short-

term capital gains on sale of a flat. The AO Order assessed the total income at ₹181.52 million as against the returned income of ₹58.06 million, resulting in a total addition of ₹123.45 million to the total income for the relevant assessment year and accordingly, raised a notice of demand of ₹46.08 million under Section 156 of the IT Act ("**Demand Amount**"). Pursuant to the AO Order, penalty proceedings under Section 270A(9) of the IT Act have also been initiated against our Company for under-reporting of income in consequence of misreporting. Additionally, a separate penalty order dated August 20, 2025 was passed under Section 272A(1)(d) of the IT Act, imposing a penalty of ₹0.04 million for non-compliance with statutory notices issued under Section 142(1) during the assessment proceedings. Aggrieved by the said additions/disallowances made under the AO Order, our Company filed an appeal dated April 4, 2025 before the Commissioner of Income Tax (Appeals), National Faceless Appeal Centre ("**NFAC**") challenging the said additions/disallowances. The matter is currently pending before the NFAC.

(b) Outstanding legal proceedings by our Company

(i) Criminal proceedings

Except as disclosed below, as on the date of this Draft Red Herring Prospectus, there are no criminal proceedings initiated by our Company:

(I) A first information report bearing no. 929/2025 was registered at Cyber Crimes, Cyberabad, in relation to certain alleged unauthorized transactions from our Company's ICICI Bank account during the period from March 25, 2025, to April 8, 2025. As stated in the complaint, transactions aggregating to approximately ₹3.27 million were allegedly debited from our Company's bank account without the knowledge or authorization of the concerned persons. The matter was reported to the bank and we have sought refund of the alleged amount. The matter is currently pending.

(ii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no other material proceedings initiated by our Company.

(iii) Other matters

(I) Our Company became subject to the requirement under Section 203(1) of the Companies Act, 2013 read with Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 to appoint a whole-time Company Secretary upon its paid-up share capital exceeding ₹10 crore on April 19, 2024. However, our Company was unable to appoint a whole-time Company Secretary from April 19, 2024, and the vacancy continued until July 01, 2025. Accordingly, our Company was in non-compliance with the applicable provisions relating to appointment of whole-time key managerial personnel during the relevant period. Also, our Company became subject to the requirement under Section 203(1) of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 to appoint a Chief Financial Officer upon its conversion from a private company into a public company with effect from April 19, 2025. However, our Company was unable to appoint a Chief Financial Officer from the conversion date and the vacancy continued until July 01, 2025. Accordingly, our Company was in non-compliance with the applicable provisions relating to appointment of whole-time key managerial personnel during the relevant periods. Our Company states that these non-compliances arose due to bona fide operational and administrative constraints and were neither deliberate nor wilful. Our Company has taken steps to address the non-compliance and comply with the applicable statutory requirements. An application under section 454 of the Companies Act, has been filed before Adjudicating Officer, Registrar of Companies, Hyderabad, on September 03, 2026, on the grounds that the default was inadvertent and procedural, without any wilful or mala fide intent. Our Company subsequently appointed the required Company Secretary and Chief Financial Officer, filed the requisite forms with the Registrar of Companies, and has since remained compliant with Section 203 of the Companies Act, 2013.

(II) Our Company inadvertently delayed filing Form ADT-1 for the statutory auditor appointed in 2014. The subsequent filing for the appointment period of FY 2018-19 to 2022-23, contained certain discrepancies, which were later rectified; however, due to MCA system restrictions arising from an overlapping financial year (FY 2018-19), the earlier appointment could only be filed for FY 2014-15 to FY 2017-18, i.e. for 4 years. The default was procedural and inadvertent, with no mala fide, fraudulent or deliberate intent. A compounding application under section 441 of Companies Act has been filed before Regional Director (Southeast region), Hyderabad on September 20, 2026.

Litigation involving our Directors

(a) Outstanding litigation proceedings against our Directors

(i) Criminal proceedings against our Directors

(I) A first information report bearing No. 184/2025 dated June 30, 2025 ("**FIR**") was registered at police station BDL Bhanoor, Sangareddy District, Telangana under Sections 105, 110 and 117 of the Bharatiya Nyaya Sanhita, 2023, and subsequently a chargesheet was filed under Sections 105, 110, 118(1) and 118(2) of the Bharatiya Nyaya Sanhita, 2023 in connection with a fire and explosion incident that occurred on June 30, 2025 at the industrial premises of Sigachi Industries Limited situated at Pashamailaram, Patancheru, Sangareddy District (the "**Incident**"), resulting in the death of 54 workers and injuries to 28 others. Dhanalakshmi Guntaka, who also served as an Independent Non-Executive Director on the board of Sigachi Industries Limited, has been named as accused in the FIR along with other directors and the management of Sigachi Industries Limited. An anticipatory bail petition has been allowed by the High Court of Telangana on her behalf. The matter is currently pending

In relation to the Incident, the District Fire Officer, Sangareddy has filed a prosecution complaint dated July 9, 2025, before the First Additional Judicial Magistrate First Class at Sangareddy against the management of Sigachi Industries Limited for alleged violations under the Telangana Fire Service Act, 1999 and the Telangana Fire and Emergency Operations and Levy of Fee Rules, 2006, in connection the fire and explosion incident that occurred on June 30, 2025. Dhanalakshmi Guntaka has also been named as accused in the said proceedings. A petition dated December 22, 2025, has been filed before the High Court of Telangana seeking to quash the proceedings insofar as Dhanalakshmi Guntaka is concerned. The High Court has dispensed with the personal appearance of Dhanalakshmi Guntaka before the trial court, provided she is represented by counsel. The matter is currently pending.

Furthermore, the Deputy Inspector of Factories, Sangareddy has initiated proceedings under Section 92 of the Factories Act, 1948 before the First Additional Judicial Magistrate First Class at Sangareddy, arising out of the Incident. The matter is currently pending.

(II) Basis information obtained through a publicly available database, a case has been filed against our Independent Director, Radhakrishnan Balakrishna Menon ("**Respondent**") under Section 138 of the Negotiable Instruments Act, 1881 before the court in Limbdi, Surendranagar. The petitioner in the aforesaid matter is the director of M/s. Milan Ginning Pressing Limited Mohmmad Hasnein Husen Ali Narsinh. Respondent has not received any notice, summons or orders in the aforesaid matter.

(III) Basis information obtained through a publicly available database, a case has been filed against our Independent Director, Radhakrishnan Balakrishna Menon ("**Respondent**") under Section 138 of the Negotiable Instruments Act, 1881 before the court in Pimpri, Civil Court. The petitioner in the aforesaid matter is Eagle Industrial Services Pvt Ltd through authorized director Mr Suhas Bharat Joshi. Respondent has not received any notice, summons or orders in the aforesaid matter.

(ii) Actions by statutory or regulatory authorities

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory and regulatory authorities against our Directors.

(iii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no other material proceedings against our Directors.

(iv) Tax proceedings

Except as mentioned below, there are no pending claims related to direct and indirect taxes involving our Directors as on the date of this Draft Red Herring Prospectus:

Nature of proceeding	Number of proceedings outstanding[#]	Amount involved[*] (in ₹ million)
Direct tax	3	4.10
Indirect tax	Nil	Nil
Total	3	4.10

[*] *To the extent quantified.*
[#] *Other than our Promoters*

(b) Outstanding litigation proceedings by our Directors

(i) Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings initiated by our Directors.

(ii) Other material proceedings

Except as disclosed below, as on the date of this Draft Red Herring Prospectus, there are no other material proceedings initiated by our Directors:

For details, see "- *Outstanding litigation proceedings by our Promoters – Other matters"* on page 476.

Litigation involving our Promoters

(a) Outstanding litigation proceedings against our Promoters

(i) Criminal proceedings

Except as disclosed in " *– Litigation involving our Company - Outstanding litigation proceedings against our Company – Criminal proceedings"* on page 472, there are no outstanding criminal proceedings against our Promoters, as on the date of this Draft Red Herring Prospectus.

(ii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no other material proceedings against our Promoters.

(iii) Actions by statutory or regulatory authorities

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory and regulatory authorities against our Promoters.

(iv) Disciplinary action including penalty imposed by SEBI or stock exchanges in the last five financial years including outstanding action

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions against our Promoters and no disciplinary action nor any penalty has been imposed by SEBI or stock exchanges in the last five financial years.

(v) Tax proceedings

Except as mentioned below, there are no pending claims related to direct and indirect taxes involving our Promoters as on the date of this Draft Red Herring Prospectus:

Nature of proceeding	Number of proceedings outstanding	Amount involved* (in ₹ million)
Direct tax	6	1.37
Indirect tax	Nil	Nil
Total	6	1.37

** To the extent quantified.*

(b) Outstanding litigation proceedings by our Promoters

(i) Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings initiated by our Promoters.

(ii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no other material proceedings initiated by our Promoters.

(iii) Other matters

Sree Vajra Paints Private Limited ("**Sree Vajra Paints**"), of which, our Promoters, Akuri Srinivasa Reddy and A Sandhya were directors, failed to file its annual returns resulting in their disqualification under Section 164(2)(a) of the Companies Act, 2013 for the period from November 1, 2014 to October 31, 2021, and consequential vacation of their directorships in our Company under Section 167(1)(a) of the Companies Act. However, our Promoters stated that they were unaware of the disqualification, as no notice or communication was received from the RoC, and accordingly continued to act as directors of our Company in good faith during the relevant period, including attending Board meetings, signing and authenticating financial statements, and signing and filing statutory forms and returns. Subsequently, Sree Vajra Paints voluntarily applied for striking off under Section 248(2) of the Companies Act, and its name was struck off by the Registrar of Companies, Hyderabad pursuant to an order dated June 29, 2024. Pursuant to the directors becoming aware of such disqualification, a compounding application under Section 441 of the Companies Act in respect of the contravention of Section 167(1)(a) of the Companies Act for the aforesaid disqualification period, has been filed before Regional Director (Southeast region), Hyderabad on September 22, 2026.The same has been filed on the grounds that the default was inadvertent, unintentional and without any mala fide intention, arising from the Applicants' bona fide lack of knowledge of their disqualification under Section 164(2)(a) of the Companies Act, 2013 due to the default committed by Sree Vajra Paints. No loss or prejudice was caused to our Company, its members, creditors or the public exchequer, and upon becoming aware of the disqualification, the Applicants acted promptly and in good faith by approaching the Hon'ble Authority for compounding of the offence.

Litigation involving our KMPs and SMPs

(a) Outstanding legal proceedings against our KMPs and SMPs

(i) Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings against our KMPs and SMPs.

(ii) Actions by statutory or regulatory authorities

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory and regulatory authorities against our KMPs and SMPs.

(b) Outstanding legal proceedings by our KMPs and SMPs

(i) Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings initiated by our KMPs and SMPs.

Litigation involving our Subsidiary

(a) Outstanding litigation proceedings against our Subsidiary

(i) Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings against our Subsidiary.

(ii) Other material proceedings

As on the date of this Draft Red Herring Prospectus, there are no other material proceedings against our Subsidiary.

(iii) Actions by statutory or regulatory authorities

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory and regulatory authorities against our Subsidiary.

(vi) Tax proceedings

Except as mentioned below, there are no pending claims related to direct and indirect taxes involving our Subsidiary as on the date of this Draft Red Herring Prospectus:

Nature of proceeding	Number of proceedings outstanding	Amount involved* (in ₹ million)
Direct tax	Nil	Nil
Indirect tax	Nil	Nil
Total	Nil	Nil

* *To the extent quantified.*

Litigation involving our Group Companies

As on the date of this Draft Red Herring Prospectus, our Group Companies are not party to any outstanding litigation which will have a material impact on our Company.

Outstanding dues to creditors

Further, in accordance with the Materiality Policy, our Company has considered such creditors 'material' if amounts due to such creditor is equivalent to or in excess of 5% of the total trade payables of our Company as of March 31, 2026 as reported in the Restated Financial Information, *i.e.* ₹66.37 million ("**Material Creditors**").

The details of the total outstanding dues (trade payables) owed to micro, small and medium enterprises (as defined under Section 2 of the Micro, Small and Medium Enterprises Development Act, 2006), and other creditors as on March 31, 2026, is as set forth below:

Particulars	Number of creditors	Amount involved (₹ in million)
Dues to micro, small and medium enterprises	28	40.22
Dues to Material Creditors	2	189.44
Dues to other creditors	245	1,097.83
Total	275	1,327.49

As certified by VASG & Associates, Chartered Accountants (FRN: 006070S), pursuant to their certificate dated September 28, 2026.

As of March 31, 2026, there are 2 Material Creditors towards whom our Company has dues amounting to ₹189.44 million and there is no overdue amounting payable to Material Creditors.

The details pertaining to net outstanding dues towards our material creditors are available on the website of our Company at https://technopaints.in/investor-relations#offer-documents. It is clarified that such details available on our website do not form a part of this DRHP and should not be deemed to be incorporated by reference. Anyone placing reliance on any source of information including our Company's website at https://technopaints.in/ would be doing so at their own risk.

Material developments

Except as disclosed in "*Management's Discussion and Analysis of Financial Condition and Results of Operations – Significant Developments after March 31, 2026*" on page 469 and as otherwise disclosed in this Draft Red Herring Prospectus, no circumstances have arisen since March 31, 2026, the date of the last Restated Financial Information disclosed in this Draft Red Herring Prospectus, which may materially and adversely affect, or are likely to affect our profitability, our operations, the value of our assets or our ability to pay our material liabilities within the next 12 months.

Other confirmations

There are no findings/observations of any inspections by SEBI or any other regulators that are material, and which need to be disclosed or non-disclosure of which may have bearing on the investment decision.

GOVERNMENT AND OTHER APPROVALS

*Our business requires various licenses, registrations and approvals issued by relevant governmental, statutory and regulatory authorities under applicable rules and regulations. We have set out below an indicative list of such licenses, registrations, and approvals obtained by our Company which are considered material and necessary ("**Material Approvals**") and except as disclosed herein, we have obtained all Material Approvals for undertaking the current business activities and operations of our Company.*

In view of the Material Approvals listed below, our Company can undertake this Offer, and our Company can undertake its business and operations, as currently conducted and disclosed in this Draft Red Herring Prospectus. In addition, certain Material Approvals may have lapsed or expired or may lapse in their ordinary course of business, from time to time, and we have either already made applications to the appropriate authorities for renewal of such Material Approvals or are in the process of making such renewal applications, in accordance with applicable law and requirements and procedure. Unless otherwise stated, these Material Approvals are valid as of the date of this Draft Red Herring Prospectus.

For details in connection with the regulatory and legal framework within which we operate, see the section titled "Key Regulations and Policies in India" on page 299. For details of risks associated with not obtaining or delay in obtaining the requisite approvals, please see the section titled "Risk Factors – We require certain licenses, permits and approvals in the ordinary course of business, and failure to obtain or renew them in a timely manner or at all could have a material adverse effect on our business and results of operations." on page 42.

Material Approvals in relation to our Company

I. Authorisation in relation to the Offer

For details regarding the approvals and authorisation obtained by our Company in relation to the Offer, see "*Other Regulatory and Statutory Disclosures – Authority for the Offer*" on page 485.

II. Incorporation details of our Company

1. Certificate of incorporation dated April 23, 2008, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad, to our Company, in its former name, being 'Fortune Paint Products (India) Private Limited'.

2. Fresh certificate of incorporation dated April 13, 2011, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad, to our Company consequent upon change of name of our Company from 'Fortune Paint Products (India) Private Limited' to 'Fortune Paints Private Limited'.

3. Fresh certificate of incorporation dated January 13, 2025, issued by the Registrar of Companies, Central Processing Centre, to our Company pursuant to change of name of our Company from 'Fortune Paints Private Limited' to 'Technopaints and Chemicals Private Limited'.

4. Fresh certificate of incorporation dated April 19, 2025, issued by the Registrar of Companies, Central Processing Centre, to our Company consequent upon conversion of our Company to a public company, and consequent change in the name of our Company from 'Technopaints and Chemicals Private Limited' to 'Technopaints and Chemicals Limited'.

5. Our Company has been allotted the corporate identity number U20220TG2008PLC058787.

For details regarding the incorporation of our Company, see "*History and Certain Corporate Matters – Brief history of our Company*" on page 309.

III. Tax related approvals obtained in relation to our Company

1. The permanent account number of our Company is AABCF3171B, issued by the Income Tax Department, Government of India.

2. The tax deduction account number of our Company is HYDF00999F, issued by the Income Tax Department, Government of India.

3. GST registrations of our Company under applicable central and state goods and services tax legislations in Gujarat, Karnataka, Andhra Pradesh, Delhi and Telangana.

4. Professional tax registrations and enrollments under the applicable state-specific laws obtained by our Company.

IV. Labour and employment related approvals obtained by our Company

We are required to obtain registrations under applicable labour law legislations including the Employees' Provident Fund Organisation under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952; Employee State Insurance Corporation of relevant states under the Employees' State Insurance Act, 1948; Contract Labour (Regulation and Abolition) Act, 1970; shops and establishment legislations for the Registered and Corporate Office and the branches of our Company. Our Company has obtained the registrations and approvals required under the aforesaid labour law legislations, as applicable.

V. Material Approvals in relation to the business of our Company

We require various approvals, licenses and registrations under regulatory bodies, central and several state-level acts, rules and regulations to carry on our business activities and operations in India. Our Company has obtained the following Material Approvals pertaining to their respective businesses and operations, as applicable:

1. Factory license under the Factories Act, 1948, for our manufacturing facility at Cheriyal, i.e., Unit I.

2. Factory license under the Factories Act, 1948, for our manufacturing facility at Pashamylaram, i.e., Unit II.

3. Consent for establishment bearing order number SRD-641/PCB/ZO/RCP/CFE/2021-MED024004267004, dated November 18, 2021, issued by the Telangana State Pollution Control Board for Unit I.

4. Consent for establishment bearing order number SRD-925/PCB/ZO/RCP/CFE/2026-260126636319, dated June 23, 2026, issued by the Telangana Pollution Control Board for Unit II.

5. Consent for operations bearing order number TGPCB/ZO/RCP/SRD/641/CFO/2025-250525741899, dated August 23, 2025, issued by the Telangana Pollution Control Board for Unit I.

6. Consent for operations bearing order number TGPCB/ZO/RCP/SRD/925/CFO/2026-260526760960, dated September 5, 2026, issued by the Telangana Pollution Control Board for Unit II.

7. Trade license bearing number 0979-322-0052 issued by the Greater Hyderabad Municipal Corporation.

8. Trade license bearing number GTL-1786092182165, issued by the Municipal Corporation of Delhi.

9. Consent for establishment bearing order number 1852-RR-I/TGPCB/ZO-HYD/CFE/TG-iPASS/2026-1053 (as further amended by order number 1852-RR-I/TGPCB/ZO-HYD/CFE/2026-1072), issued by the Telangana State Pollution Control Board for the establishment of the Proposed Greenfield Project.

10. No objection certificate bearing number 236/74/TSGWER-23/GWD/SRD/2025-2026 issued by the Ground Water Department, Government of Telangana, for ground water extraction at Unit I.

11. Legal entity identifier code of our Company is 98450053EC904661B353, issued by Legal Entity Identified India Limited.

VI. Pending Material Approvals in relation to the business of our Company:

A. *Material Approvals in relation to the business applied for but not received*:

Except as disclosed below, as on the date of this Draft Red Herring Prospectus, there are no Material Approvals for which our Company has made applications to the appropriate authorities but have not been received:

Sr. No.	State in which the office/manufacturing facility/storage facility is located	Category of approval	Application number	Authority	Date of Application
1.	Karnataka	Trade license for the manufacture of paint, lacquers and shellac at the storage facility	N26271607143 4742	Bruhat Bengaluru Mahanagara Palike	July 16, 2026
2.	Telangana	Revised consent to establish for the capacity enhancement of Unit I*	LRG024004214 8783	Commissioner of Industries, Hyderabad	September 14, 2026
3.	Telangana	Revised consent to establish for the capacity enhancement of Unit II*	SML024004414 8786	Commissioner of Industries, Hyderabad	September 14, 2026

* *Upon receipt of the consent to establish for enhancement of capacity, the CTO shall be applied for.*

B. *Approvals in relation to the Proposed Greenfield Project applied for but not received*

As on the date of this Draft Red Herring Prospectus, our Company has made applications for the following approvals in relation to the Proposed Greenfield Project, which have not yet been received:

Sr. No.	State in which the office/manufacturing facility/storage facility is located	Category of approval	Application number / Transaction number	Authority	Date of Application
1.	Telangana	Building plan approval for the Proposed Greenfield Project	114733476228	Commissioner of Industries, Hyderabad	August 12, 2026
2.	Telangana	Factory plan approval for the Proposed Greenfield Project	114733476228	Commissioner of Industries, Hyderabad	August 12, 2026

C. *Material Approvals in relation to our business which have expired and not applied for renewal:*

As on the date of this Draft Red Herring Prospectus, there are no Material Approvals in relation to our Company's businesses which has expired and for which our Company has not applied for renewal.

D. *Material Approvals required for our business but not obtained nor applied for:*

As on the date of this Draft Red Herring Prospectus, there are no Material Approvals which our Company were required to apply for, for which applications have not been made.

VII. Intellectual Property

As on the date of this Draft Red Herring Prospectus, our Company uses the following seven registered trademarks:

Particulars/ Registered Trademark	Registered number / Trademark number	Type	Class	Validity
	5088744*	Device mark	2	August 14, 2031
TECHNOPAINTS	6045136	Word	2	July 31, 2033
TECHNOPAINTS	6045137	Word	35	July 31, 2033
TECHNOPAINTS	6045138	Word	37	July 31, 2033
	6054837	Device mark	2	August 7, 2033
	6054838*	Device mark	2	August 7, 2033
	6054836*	Device mark	2	August 7, 2033

** As on the date of this Draft Red Herring Prospectus, the online records of the Trade Marks Registry reflect our Company's name as 'Fortune Paints Private Limited'. Applications were submitted on August 27, 2026, to record the change of name from 'Fortune Paints Private Limited' to 'Technopaints and Chemicals Limited' with the Trade Marks Registry.*

Further, our Company has applied for the following intellectual properties, the applications for which are currently pending or under opposition or objection:

Particulars	Application number	Type	Class	Application date	Status
	6052678	Device mark	2	August 4, 2023	Opposed[#]
	6052679	Device mark	2	August 4, 2023	Opposed[#]
	6052680	Device mark	2	August 4, 2023	Opposed[#]
	6054833	Device mark	2	August 7, 2023	Opposed
	6054834	Device mark	2	August 7, 2023	Opposed
	6054835[*]	Device mark	2	August 7, 2023	Opposed
రంగుల్లో రైట్ చాయిస్ Right choice in colours	6054839	Device mark	2	August 7, 2023	Opposed

Particulars	Application number	Type	Class	Application date	Status
	7251184	Device mark	2	September 22, 2025	Opposed
	7251185	Device mark	35	September 22, 2025	Opposed
	7251186	Device mark	37	September 22, 2025	Opposed
	7251187	Device mark	2	September 22, 2025	Opposed
	7251188	Device mark	35	September 22, 2025	Opposed
	7251189	Device mark	37	September 22, 2025	Opposed

[*] *As on the date of this Draft Red Herring Prospectus, the online records of the Trade Marks Registry in respect of this application reflect our Company's name as 'Fortune Paints Private Limited'. An application was submitted on August 26, 2025 to record the change in name from 'Fortune Paints Private Limited' to 'Technopaints and Chemicals Limited' with the Trade Marks Registry.*

[#] *Our Company has filed applications dated September 22, 2026, with the Registrar of Trademarks for withdrawal of these trademark applications. The withdrawal applications are currently pending before the Registrar of Trademarks and the formal orders of withdrawal are awaited as on the date of this Draft Red Herring Prospectus.*

For risks associated with intellectual property, please see *"Risk Factors – We may be unable to adequately obtain, maintain, protect and enforce our intellectual property rights. We may also be subject to intellectual property infringement claims, which may be expensive to defend and may disrupt our business and operations."* on page 58.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Offer

The Offer has been authorised by a resolution of our Board dated September 9, 2026, and the Fresh Issue has been authorised by a special resolution of our Shareholders dated September 17, 2026, in terms of the provisions of Section 62(1)(c) Companies Act. Further, our Board has taken on record the consent and authorisation of the Selling Shareholders to participate in the Offer for Sale pursuant to resolutions passed at its meetings held on September 9, 2026 and September 28, 2026.

The Board has approved this Draft Red Herring Prospectus pursuant to their resolution dated September 28, 2026. The Draft Abridged Prospectus has been approved by our Board pursuant to the resolution dated September 28, 2026.

Authorisation by the Selling Shareholders

Each of the Selling Shareholders, severally and not jointly, confirm that its respective portion of the Offered Shares have been held by it for a period of at least one year prior to the filing of this Draft Red Herring Prospectus with SEBI and are eligible for being offered in the Offer for Sale in accordance with Regulation 8 of the SEBI ICDR Regulations.

Each of the Selling Shareholders, severally and not jointly, authorised its respective participation in the Offer for Sale to the extent of its respective portion of the Offered Shares pursuant to its respective consent letter and board approval/ corporate authorisation, as set out below:

Name of the Selling Shareholder	Maximum Number of Offered Shares	Date of consent letter
Promoter Selling Shareholders		
Akuri Srinivasa Reddy	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹900.00 million	September 8, 2026
A Sandhya	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹300.00 million	September 8, 2026
Promoter Group Selling Shareholders		
Akuri Sakesh Reddy	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹50.00 million	September 8, 2026
Akuri Deepthi	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹50.00 million	September 8, 2026
K Sivareddy	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹40.00 million	September 8, 2026
Individual Selling Shareholder		
Satyanarayana Reddy Akuri	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹120.00 million	September 8, 2026
Anil Kondoth	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹120.00 million	September 8, 2026
Dantuluri Krishna Harish Varma	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹112.00 million	September 21, 2026
Venkata Lakshmi Narasimha Murthy Chilla	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹40.00 million	September 8, 2026
Arjun Nagulapally	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹10.00 million	September 8, 2026
Ambati Sreedhar	Up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹8.00 million	September 8, 2026

In-principle listing approvals

Our Company has received in-principle approvals from BSE and NSE for the listing of the Equity Shares pursuant to letters dated [●] and [●], respectively.

Prohibition by SEBI, RBI or other Governmental Authorities

Our Company, our Promoters, our Directors, the members of the Promoter Group, or each of the Selling Shareholders

severally and not jointly, confirm that they have not been prohibited from accessing or operating in the capital markets or restrained from buying, selling or dealing in securities under any order or direction passed by the SEBI or any securities market regulator in any jurisdiction or any other authority/court.

Our Company, Promoters, Promoter Group, Directors and Selling Shareholders severally and not jointly, confirm that they have not been debarred from accessing the capital markets by the SEBI.

Our Directors and Promoters are not director or promoter of any other company which has been debarred from accessing the capital markets by the SEBI.

Our Company, Promoters or Directors have neither been declared as Wilful Defaulters or Fraudulent Borrowers by any bank or financial institution or consortium thereof in accordance with the Reserve Bank of India (Treatment of Wilful Defaulters and Large Defaulters) Directions, 2024.

Compliance with the Companies (Significant Beneficial Ownership) Rules, 2018

Our Company, our Promoters and the members of the Promoter Group confirm that they are in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as amended, to the extent applicable, as on the date of this Draft Red Herring Prospectus.

Each of the Selling Shareholders, severally and not jointly, confirms that it is in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as amended, to the extent applicable to them as on the date of this Draft Red Herring Prospectus.

Directors associated with the securities market

None of our Directors are associated with securities market related business, in any manner. There have been no outstanding actions initiated by SEBI against any of our Directors in the five years preceding the date of this Draft Red Herring Prospectus.

Eligibility for the Offer

Our Company is eligible for the Offer in accordance with the eligibility criteria provided in Regulation 6(1) of the SEBI ICDR Regulations, and is in compliance with the conditions specified therein in the following manner:

1. Our Company has had net tangible assets of at least ₹30 million, calculated on a restated basis, in each of the preceding three full years (of 12 months each) i.e. as on and for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024.

2. As of March 31, 2026, the restated monetary assets of our Company were ₹893.45 million and the restated net tangible assets were ₹1298.96 million, and accordingly, the restated monetary assets of our Company were 68.78% of our restated net tangible assets. The same were held towards cash in hand, balances with banks in current account and bank deposits, all of which has been utilised in the ordinary course of our business during the current financial year. Accordingly, in compliance with the proviso to Regulation 6(1)(a) of the SEBI ICDR Regulations, our Company confirms that it has utilised the excess restated monetary assets for business purposes;

3. Our Company has an average operating profit of at least ₹150 million, calculated on a restated basis, during the preceding three years (of 12 months each) i.e. as on and for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024, with operating profit in each of these preceding three years;

4. Our Company has a net worth of at least ₹10 million in each of the preceding three full years (of 12 months each) i.e. as on and for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024, calculated on a restated and consolidated basis; and

5. Our Company has not changed its name in the last one year, other than the deletion of the word "Private" from the name of our Company pursuant to our conversion from a private limited company into a public limited company. Our Company has not undertaken any new activity pursuant to such change in name.

Our Company's net tangible assets, monetary assets, monetary assets as a percentage of the net tangible assets, operating profits and net worth, derived from the Restated Financial Information included in this Draft Red Herring Prospectus, as at and for the Fiscals ended March 31, 2026, March 31, 2025, and March 31, 2024, are set forth below:

Description	As of March 31		
	2026	2025	2024
Restated Net Tangible Assets [(1)] (*₹ in million*)	1,298.96	796.99	248.24
Restated Monetary Assets [(2)] (*₹ in million*)	893.45	168.29	35.81
% of Restated Monetary Assets to Restated Net Tangible Assets (%)^[(6)]	68.78	21.12	14.43
Restated Operating profit [(3)]	570.83	314.01	204.20
Average Operating Profit [(4)]	363.01		
Restated Net-worth [(5)]	1,365.00	840.60	303.19

^ The monetary assets held are more than fifty percent of net tangible assets for the financial year ended March 31, 2026. Such monetary assets held in excess of fifty percent of net tangible assets as on March 31, 2026 has been utilised by the Company for its business subsequent to March 31, 2026.

(1) "Net tangible assets" means the sum of all net assets of the Company as per the Restated Financial Information excluding Intangible Assets (as per IND AS -26 or IND AS- 38), as defined under the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015.

(2) "Monetary Assets" means cash in hand, balance with bank in current and deposit account (net of bank deposits not considered as cash and cash equivalent)

(3) "Restated Operating Profit" means the profit before finance costs, other income and tax expenses

(4) "Average Operating Profit" is computed as the sum of operating profit for the last three years and divided by the number of years.

(5) *"Net worth" means the aggregate value of paid-up share capital and other equity created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, derived from the Restated Financial Information, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.*

(6) "Monetary Assets as restated as a percentage of the Net Tangible Assets" means Monetary Assets as restated divided by Net Tangible Assets, as restated, expressed as a percentage.

Our Company has operating profits in each of Fiscal 2026, 2025 and 2024 based on our Restated Financial Information. Our average operating profit, as restated, for Fiscals 2026, 2025 and 2024 is ₹ 363.01 million.

Our Company confirms that it is in compliance with the conditions specified in Regulation 7(1) of the SEBI ICDR Regulations, to the extent applicable, and will ensure compliance with the conditions specified in Regulation 7(2) of the SEBI ICDR Regulations, to the extent applicable.

Further, our Company confirms that it is not ineligible to make the Offer in terms of Regulations 5 and 7(1) of the SEBI ICDR Regulations, to the extent applicable. The details of our compliance with Regulations 5 and 7(1) of the SEBI ICDR Regulations are as follows:

1. Our Company, Promoters, members of our Promoter Group, Directors or any of the Selling Shareholders are not debarred from accessing the capital markets by SEBI.

2. None of our Promoters or Directors are promoters or directors of companies which are debarred from accessing the capital markets by SEBI.

3. None of our Company, our Promoters or Directors is a Wilful Defaulter or a Fraudulent Borrower.

4. None of our Promoters or Directors has been declared a Fugitive Economic Offender.

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

6. Other than as disclosed in "*Capital Structure*" on page 95, there are no outstanding convertible securities of our Company or any other right which would entitle any person with any option to receive Equity Shares as on the date of filing of this Draft Red Herring Prospectus.

7. Our Company, along with Registrar to the Offer, has entered into tripartite agreements each dated July 7, 2026 with NSDL and CDSL, for dematerialisation of the Equity Shares.

8. All the Equity Shares are fully paid-up and there are no partly paid-up Equity Shares as on the date of filing of this Draft Red Herring Prospectus.

9. All the Equity Shares held by our Promoters, Selling Shareholders, Directors, Key Managerial Personnel, employees, Senior Management and members of Promoter Group, to the extent applicable, are held in dematerialised form.

10. There is no requirement for us to make firm arrangements of finance under Regulation 7(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue and existing identifiable accruals.

Further, in accordance with Regulation 49(1) of the SEBI ICDR Regulations, our Company shall ensure that the number of Allottees under the Offer shall not be less than 1,000, and should our Company fail to do so, the Bid Amounts received by our Company shall be refunded to the Bidders, in accordance with the SEBI ICDR Regulations and applicable law.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THIS DRAFT RED HERRING PROSPECTUS TO SEBI SHOULD NOT, IN ANY WAY, BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE OFFER IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THIS DRAFT RED HERRING PROSPECTUS. THE BOOK RUNNING LEAD MANAGER, BEING ANAND RATHI ADVISORS LIMITED, HAVE CERTIFIED THAT THE DISCLOSURES MADE IN THIS DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED OFFER.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THIS DRAFT RED HERRING PROSPECTUS, THE BOOK RUNNING LEAD MANAGER IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER HAS FURNISHED TO SEBI, A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 28, 2026, IN THE FORMAT PRESCRIBED UNDER SCHEDULE V (A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED.

THE FILING OF THIS DRAFT RED HERRING PROSPECTUS DOES NOT, HOWEVER, ABSOLVE THE COMPANY FROM ANY LIABILITIES UNDER THE COMPANIES ACT, 1956 AND/OR 2013 OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY AND/OR OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE PROPOSED OFFER. SEBI FURTHER RESERVES THE RIGHT TO TAKE UP, AT ANY POINT OF TIME, WITH THE BOOK RUNNING LEAD MANAGER, ANY IRREGULARITIES OR LAPSES IN THIS DRAFT RED HERRING PROSPECTUS.

The filing of this Draft Red Herring Prospectus and the Red Herring Prospectus also does not absolve the Selling Shareholders from any liabilities to the extent of the statements specifically made or confirmed by themselves in respect of themselves and of their respective Offered Shares, under Section 34 or Section 36 of Companies Act.

All applicable legal requirements pertaining to this Offer will be complied with at the time of filing of the Red Herring

Prospectus with the RoC in terms of Section 32 of the Companies Act. All applicable legal requirements pertaining to this Offer will be complied with at the time of filing of the Prospectus with the RoC in terms of Sections 26, 30, 32, 33(1) and 33(2) of the Companies Act.

Disclaimer from our Company, our Promoters, our Directors, the Selling Shareholders and the BRLM

Our Company, our Promoters, our Directors, the Selling Shareholders and the BRLM accept no responsibility for statements made otherwise than in this Draft Red Herring Prospectus or in the advertisements or any other material issued by or at our Company's instance and anyone placing reliance on any other source of information, including our Company's website at https://technopaints.in/ or the respective websites (as applicable) of Promoter Group entities, Group Company, any affiliate of our Company or the BRLM, would be doing so at his or her own risk. Each Selling Shareholder and their respective affiliates, trustees, and associates accept or undertake no responsibility for any statements, disclosures or undertakings other than those specifically undertaken or confirmed by such Selling Shareholder in relation to itself and the Equity Shares being offered by it in the Offer.

The BRLM accept no responsibility, save to the limited extent as provided in the Offer Agreement and as will be provided for in the Underwriting Agreement to be entered into between the Underwriters, the Selling Shareholders and our Company.

All information to the extent required in relation to the Offer shall be made available by our Company, our Promoters, the Selling Shareholders, severally and not jointly (to the extent that the information pertain to themselves and their respective portions of the Offered Shares through the Offer Documents), and the BRLM to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever, including at road show presentations, in research or sales reports, at Bidding Centres or elsewhere.

Bidders who Bid in the Offer will be required to confirm and will be deemed to have represented to our Company, our Promoters, the Selling Shareholders, Underwriters, BRLM and their respective directors, officers, agents, affiliates, and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares and will not issue, sell, pledge, or transfer the Equity Shares to any person who is not eligible under any applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares. Our Company, the Selling Shareholders, Underwriters, BRLM and their respective directors, officers, agents, affiliates, and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares.

The BRLM and their respective associates and affiliates in their capacity as principals or agents may engage in transactions with, and perform services for, our Company, the Promoters, members of the Promoter Group, Subsidiary, Group Company, affiliates or associates or third parties the Selling Shareholders and their respective directors and officers, group companies, affiliates, partners, trustees or associates or third parties in the ordinary course of business and have engaged, or may in the future engage, in commercial banking and investment banking transactions with our Company, the Promoters, members of the Promoter Group, the Selling Shareholders and their respective officers, group companies, affiliates or associates or third parties, for which they have received, and may in the future receive, compensation. As used herein, the term 'affiliate' means any person or entity that controls or is controlled by or is under common control with another person or entity.

Disclaimer in respect of Jurisdiction

Any dispute arising out of the Offer will be subject to the jurisdiction of appropriate court(s) in Telangana, India only.

The Offer is being made in India to persons resident in India including Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorised to invest in equity shares, multilateral and bilateral development financial institutions, domestic Mutual Funds registered with the SEBI, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under applicable trust law and who are authorised under their constitution to hold and invest in shares, state industrial development corporations, permitted insurance companies registered with IRDAI, public financial institutions as specified in Section 2(72) of the Companies Act, permitted provident funds (subject to applicable law) and permitted pension funds (subject to applicable law), National Investment Fund, insurance funds set up and managed by the army and navy or air force of Union of

India and insurance funds set up and managed by the Department of Posts, India, systemically important NBFCs registered with the RBI and permitted Non-Residents including FPIs and Eligible NRIs, AIFs and other eligible foreign investors, if any, provided that they are eligible under all applicable laws and regulations to purchase the Equity Shares.

This Draft Red Herring Prospectus does not constitute an invitation to subscribe to or purchase the Equity Shares in the Offer in any jurisdiction, including India. Invitations to subscribe to or purchase the Equity Shares in the Offer will be made only pursuant to the Red Herring Prospectus if the recipient is in India or the preliminary offering memorandum for the Offer, which comprises the Red Herring Prospectus and the preliminary international wrap for the Offer, if the recipient is outside India. **No person outside India is eligible to Bid for Equity Shares in the Offer unless that person has received the preliminary offering memorandum for the Offer, which contains the selling restrictions for the Offer outside India.**

This Draft Red Herring Prospectus does not constitute an offer to sell or an invitation to subscribe to Equity Shares offered hereby, in any jurisdiction to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Draft Red Herring Prospectus comes is required to inform himself or herself about, and to observe, any such restrictions.

No action has been or will be taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that this Draft Red Herring Prospectus and Draft Abridged Prospectus has been filed with SEBI for its observations. Accordingly, the Equity Shares represented hereby may not be offered or sold, directly or indirectly, and this Draft Red Herring Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Draft Red Herring Prospectus nor the offer of the Offered Shares shall, under any circumstances, create any implication that there has been no change in the affairs of our Company or the Selling Shareholders since the date of this Draft Red Herring Prospectus or that the information contained herein is correct as of any time subsequent to this date.

Eligibility and Transfer Restrictions

The Equity Shares offered in the Offer have not been and will not be registered, listed or otherwise qualified in any jurisdiction except India and may not be offered or sold to persons outside of India except in compliance with the applicable laws of each such jurisdiction. In particular, the Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") or the securities laws of any state of the United States and may not be offered or sold in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares offered in the Offer are being offered and sold only outside the United States in "offshore transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act ("**Regulation S**").

Each purchaser of the Equity Shares in the Offer who does not receive a copy of the preliminary offering memorandum for the Offer shall be deemed to:

- Represent and warrant to our Company, the Selling Shareholders and members of the Syndicate that its Bid did not exceed investment limits or the maximum number of Equity Shares that can be held by it under applicable law.

- Acknowledge that the Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or the laws of any state of the United States and are being offered and sold to it in reliance on Regulation S.

- Represent and warrant to our Company, Selling Shareholders and the members of the Syndicate that it was outside the United States (as defined in Regulation S) at the time the offer of the Equity Shares offered in the Offer was made to it and it was outside the United States (as defined in Regulation S) when its buy order for the Equity Shares offered in the Offer was originated.

- Represent and warrant to our Company, the Selling Shareholders and the members of the Syndicate that it did not purchase the Equity Shares offered in the Offer as result of any "directed selling efforts" (as defined in Regulation S).

- Represent and warrant to our Company, the Selling Shareholders and the members of the Syndicate that it bought the Equity Shares for investment purposes and not with a view to the distribution thereof. If in the future it decides to offer, resell, pledge or otherwise transfer any of the Equity Shares offered in the Offer, it agrees that it will not offer, sell, pledge or otherwise transfer any of the Equity Shares except in a transaction complying with Rule 903 or Rule 904 of Regulation S or pursuant to any other available exemption from registration requirements under the U.S. Securities Act and in accordance with all applicable securities laws of the states of the United States and any other jurisdiction, including India.

- Agree to indemnify and hold our Company, the Selling Shareholders and the members of the Syndicate harmless from any and all costs, claims, liabilities and expenses (including legal fees and expenses) arising out of or in connection with any breach of these representations, warranties or agreements. It agrees that the indemnity set forth in this paragraph shall survive the resale of the Equity Shares purchased in the Offer.

- Represent and warrant to our Company, the Selling Shareholders and the members of the Syndicate that if it acquired any of the Equity Shares offered in the Offer as fiduciary or agent for one or more investor account(s), it has sole investment discretion with respect to each such account and that it has full power to make the foregoing representations, warranties, acknowledgements and agreements on behalf of each such account.

- Represent and warrant to our Company, the Selling Shareholders and the members of the Syndicate that if it acquired any of the Equity Shares offered in the Offer for one or more managed account(s), that it was authorised in writing by each such managed account to subscribe to the Equity Shares offered in the Offer for each managed account and to make (and it hereby makes) the representations, warranties, acknowledgements and agreements herein for and on behalf of each such account, reading the reference to "it" to include such accounts.

- Acknowledge that our Company, Selling Shareholders, the members of the Syndicate and others will rely upon the truth and accuracy of the foregoing representations, warranties, acknowledgements and agreements.

Disclaimer Clause of BSE

As required, a copy of this Draft Red Herring Prospectus along with the Draft Abridged Prospectus will be submitted to BSE. The disclaimer clause as intimated by BSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus and the Prospectus prior to the RoC filing.

Disclaimer Clause of NSE

As required, a copy of this Draft Red Herring Prospectus along with the Draft Abridged Prospectus will be submitted to NSE. The disclaimer clause as intimated by NSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus and the Prospectus prior to the RoC filing.

Listing

The Equity Shares issued pursuant to the Red Herring Prospectus, and the Prospectus are proposed to be listed on BSE and NSE. [●] will be the Designated Stock Exchange with which the Basis of Allotment will be finalised. Applications will be made to the BSE and NSE for obtaining their permission for the listing and trading of the Equity Shares.

If the permission to deal in and for an official quotation of the Equity Shares is not granted by the Stock Exchanges, our Company shall forthwith repay, without interest, all monies received from the applicants in pursuance of the Red Herring Prospectus in accordance with applicable law.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading of the Equity Shares at the Stock Exchanges are taken within three Working Days from the Bid / Offer Closing Date or within such other period as may be prescribed. Each Selling Shareholder, severally and jointly, confirms that they shall extend reasonable support and co-operation (to the extent of its portion of the Offered Shares) as required by law for the completion of the necessary formalities for listing and commencement of trading of the Equity Shares at the Stock Exchanges within three Working Days from the Bid / Offer Closing Date, or within such other period as may be prescribed.

If our Company does not allot Equity Shares pursuant to the Offer within three Working Days from the Bid / Offer Closing Date, or within such timeline as prescribed by SEBI, it shall repay without interest all monies received from Bidders, failing which interest shall be due to be paid to the Bidders at the rate of 15% per annum for the delayed period or such other rate of interest as may be prescribed under applicable law. Each of the Selling Shareholders shall reimburse, severally and not jointly, and only to the extent of the respective portion of their Offered Shares, and as mutually agreed and in accordance with applicable law, any expenses and interest incurred by our Company on behalf of the Selling Shareholders for any delays in making refunds as required under the Companies Act and any other applicable law, provided that the Selling Shareholders shall not be responsible or liable for payment of any expenses or interest, unless such delay is solely and directly attributable to an act or omission of such Selling Shareholder in relation to its respective portion of the Offered Shares.

Consents

Consents in writing of each of the Selling Shareholders, our Directors, our Company Secretary and Compliance Officer, the Statutory Auditors, the practicing company secretary, the Independent Chartered Engineer, legal counsel to the Company as to Indian law, Banker(s) to our Company, the BRLM, the Registrar to the Offer, CRISIL have been obtained; and consents in writing of the Monitoring Agency, Syndicate Members, Public Offer Account Bank, Sponsor Bank(s), Escrow Collection Bank(s) and Refund Bank(s) to act in their respective capacities, will be obtained and filed along with a copy of the Red Herring Prospectus with the RoC as required under Sections 26 and 32 of the Companies Act, and such consents that have been obtained have not be withdrawn as on the date of this Draft Red Herring Prospectus.

Experts to the Offer

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

Our Company has received written consent dated September 28, 2026, from VASG & Associates, Chartered Accountants, to include their name as required under section 26 of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of (i) the examination report dated relating to the Restated Financial Information; (ii) statement on special tax benefits available to our Company and its Shareholders under the direct and indirect tax laws dated September 28, 2026; and (iii) the certificates issued in relation to the Offer, included in this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 25, 2026, from the Independent Chartered Engineer, K B Chandra Sekhar, to include his name as required under Section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations, in this Draft Red Herring Prospectus as an "expert" as defined under Section 2(38) of the Companies Act, 2013, in respect of (i) certificate dated September 25, 2026, certifying, among others, the installed capacity, actual production and capacity utilization of the manufacturing facilities of our Company, manufacturing operations, manufacturing process and the products manufactured and description; and (ii) certificate dated September 25, 2026, certifying cumulative painted area, painted area in Telangana and number of projects completed. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received a written consent dated September 27, 2026, from KVSS & CO. LLP, Practicing Company Secretary, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the certificates issued by them in their capacity as a practicing company secretary to our Company, and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 28, 2026, from Goldrush Capital Services Private Limited, to include their name as required under Section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations, in this Draft Red Herring Prospectus as an "expert" as defined under Section 2(38) of the Companies

Act, 2013, in respect of the detailed project report dated September 28, 2026, for setting up the Proposed Greenfield Project in Rangareddy, Telangana. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received a written consent dated September 28, 2026, from Bizrights IP Partners LLP, independent IPR consultant, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the certificate issued by them in their capacity as an independent IPR consultant to our Company, and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Particulars regarding public or rights issues by our Company during the last five years

Except as disclosed in "*Capital Structure - Share Capital History of our Company*" on page 96, our Company has not made any rights issues (as defined under the SEBI ICDR Regulations) during the five years preceding the date of this Draft Red Herring Prospectus.

Further, our Company has not made any public issue of Equity Shares during the five years immediately preceding the date of this Draft Red Herring Prospectus.

Performance *vis-à-vis* objects – public or rights issues by our Company during the last five years

Except as disclosed in "*Capital Structure - Share Capital History of our Company*" on page 96, our Company has not undertaken any public issue or rights issue in the five years preceding the date of this Draft Red Herring Prospectus.

Performance *vis-à-vis* objects – Last one public/ rights issue of listed subsidiaries/Promoters of our Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any listed subsidiaries or Promoters.

Underwriting commission, brokerage and selling commission paid on previous issues of the Equity Shares in the last five years

Since this is the initial public issue of Equity Shares, no sum has been paid or is payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of the Equity Shares in the five years preceding the date of this Draft Red Herring Prospectus.

Capital issue during the previous three years by our Company

Other than as disclosed in "*Capital Structure*" on page 95, our Company has not undertaken a capital issue in the last three years preceding the date of this Draft Red Herring Prospectus.

Capital issue during the previous three years by listed group companies, subsidiaries or associates of our Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any listed group companies, subsidiaries or associates.

Price information of past issues handled by the BRLM

Anand Rathi Advisors Limited

A. **Price information of past issues handled by Anand Rathi Advisors Limited *(during the current Fiscal and two Fiscals preceding the current Fiscal)*:**

Sr. No.	Issue Name	Issue Size (₹Mn.)	Issue Price(₹)	Listing date	Opening Price on Listing Date (₹)	+/- % change in closing price,[+/- % change in closing benchmark]- 30th calendar days from listing	+/- % change in closing price,[+/- % change in closing benchmark]- 90th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]- 180th calendar days fromlisting
1.	Unimech Aerospace and Manufacturing Limited*	5,000.00	785.00	December31,2024	1,491.00	+65.87% [-2.06%]	+23.08% [-0.93%]	+67.39% [+7.58%]
2.	Crizac Limited*	8,600.00	245.00	July 09, 2025	280.00	+22.90% [-3.49%]	+15.59% [-2.09%]	+15.45% [+2.66%]
3.	Anand Rathi Share & Stock Brokers Limited#	7,450.00	414.00	September 30, 2025	432.00	+24.03% [+5.86%]	+52.00% [+5.82%]	+5.98% [-7.28%]
4.	Excelsoft Technologies Limited*	5,000.00	120.00	November 26, 2025	135.00	-26.33% [-0.23%]	-31.06% [-2.70%]	-17.91% [-11.91%]
5.	Lalithaa Jewellery Mart Limited*	17,000.00	201.00	August 24, 2026	265.30	+67.16% [-3.67%]	N.A.	N.A.
6.	SS Retail Limited#	5,000.00	424.00	September 23, 2026	624.00	N.A.	N.A.	N.A.
7.	National Stock Exchange of India Limited*	225,615.74	1,785.00	September 24, 2026	1,800.00	N.A.	N.A.	N.A.

Source: www.bseindia.com; www.nseindia.com for price information and prospectus/basis of allotment for issue details.

**BSE as the designated stock exchange*

#NSE as the designated stock exchange

Note:

1. *Opening price information as disclosed on the website of the Designated Stock Exchange.*
2. *Change in closing price over the issue/offer price as disclosed on Designated Stock Exchange.*
3. *Change in closing price over the closing price as on the listing date, BSE SENSEX and NIFTY 50 is considered as the Benchmark Index as per the Designated Stock Exchange disclosed by the respective Issuer at the time of the issue, as applicable.*
4. *In case of reporting dates falling on a trading holiday, values for the trading day immediately preceding the trading holiday have been considered.*
5. *30th calendar day has been taken as listing date plus 29 calendar days; 90th calendar day has been taken as listing date plus 89 calendar days.*
6. *NA means Not Applicable, Period not completed.*
7. *Unimech Aerospace and Manufacturing's 90 day return is calculated as on March 28, 2025 as March 30, 2025 is a non-working day and 180 day return is calculated as on June 27, 2025 as June 28, 2025 was a non-working day.*
8. *Excelsoft Technologies Limited's 30 day return is calculated as on December 24, 2025 as December 25, 2025 was a non-working day.*
9. *Anand Rathi Share & Stock Brokers Limited's 90 day return is calculated as on December 26, 2025 as December 28, 2025 was a non-working day.*
10. *Crizac Limited's 180 day return is calculated as on January 2, 2026 as January 4, 2026 was a non-working day.*

11. Anand Rathi Share & Stock Brokers Limited's 180 day return is calculated as on March 27, 2026 as March 28, 2026 was a non-working day.
12. Excelsoft Technologies Limited's 180 day return is calculated as on May 22, 2026 as May 24, 2026 was a non-working day.

B. **Summary statement of price information of past issues *(during the current Fiscal and two Fiscals preceding the current Fiscal)* handled by Anand Rathi Advisors Limited:**

Fiscal	Total no.of IPOs	Total amount of funds raised (₹ Mn.)	No. of IPOs trading at discount - 30th calendar days fromlisting			No. of IPOs trading at premium - 30th calendar days fromlisting			No. of IPOs trading atdiscount - 180th calendar days fromlisting			No. of IPOs trading at premium - 180th calendar days fromlisting		
			Over 50%	Betw een 25-50%	Less than 25%	Over 50%	Betw een 25-50%	Less than 25%	Over 50%	Betw een 25-50%	Less than 25%	Over 50%	Betw een 25-50%	Less than 25%
2026-27*	3	247,615.74	-	-	-	1	-	-	-	-	-	-	-	-
2025-26	3	21,050.00	-	1	-	-	-	2	-	-	1	-	-	2
2024-25	1	5,000.00	-	-	-	1	-	-	-	-	-	1	-	-

**The information is as on the date of this Offer Document*
The information for each of the financial years is based on issues listed during such financial year.

Track record of past issues handled by the BRLM

For details regarding the track record of the BRLM, as specified in the SEBI circular dated January 10, 2012, bearing reference number CIR/MIRSD/1/2012, please see the websites of the BRLM indicated in the table below:

S. No.	Name of the BRLM	Website	QR Code
1.	Anand Rathi Advisors Limited	www.anandrathiib.com/	

Stock Market Data for Equity Shares

This being an initial public offer of the Equity Shares of our Company, the Equity Shares are not listed on any stock exchange, and accordingly, no stock market data is available for Equity Shares.

Mechanism for Redressal of Investor Grievances in the Offer

The agreement between the Registrar to the Offer, our Company and the Selling Shareholders provides for retention of records with the Registrar to the Offer for a period of at least eight years from the last date of dispatch of the letters of allotment and demat credit to enable the investors to approach the Registrar to the Offer for redressal of their grievances. The Registrar to the Offer shall obtain the required information from the SCSBs for addressing any clarifications or grievances of ASBA Bidders.

Bidders can contact the Company Secretary and Compliance Officer and/or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all Offer related queries and for redressal of complaints, Bidders may also write to the BRLM or the Registrar to the Offer, in the manner provided below.

All Offer-related grievances, other than of Anchor Investors, may be addressed to the Registrar to the Offer, with a copy to the relevant Designated Intermediary, with whom the ASBA Form was submitted, quoting the full name of the sole or first Bidder, ASBA Form number, Bidders' DP ID, Client ID, UPI ID, PAN, address of the Bidder, number of Equity Shares applied for, date of ASBA Form, name and address of the relevant Designated Intermediary, where the Bid was submitted and ASBA Account number in which the amount equivalent to the Bid Amount was blocked or the UPI ID (for UPI Bidders who make the payment of Bid Amount). Further, the Bidder shall enclose the Acknowledgement Slip or provide the acknowledgement number received from the Designated Intermediaries in addition to the documents/information mentioned hereinabove. All grievances relating to Bids submitted through Registered Brokers may be addressed to the Stock Exchanges with a copy to the Registrar to the Offer. For Offer related grievances, investors may contact the BRLM, details of which are given in "*General Information – Book Running Lead Manager*" on page 88.

All grievances relating to Bids submitted with Registered Brokers may be addressed to the Stock Exchanges with a copy to the Registrar to the Offer. All grievances of the Anchor Investors may be addressed to the Registrar to the Offer, giving full details such as the name of the sole or First Bidder, ASBA Form number, Bidders' DP ID, Client ID, PAN, date of the ASBA Form, address of the Bidder, number of the Equity Shares applied for, Bid Amount paid on submission of the ASBA Form and the name and address of the BRLM with whom the ASBA Form was submitted by the Anchor Investor.

In case of any delay in unblocking of amounts in the ASBA Accounts exceeding two Working Days from the Bid / Offer Closing Date, in accordance with the SEBI ICDR Master Circular, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher, for the entire duration of delay exceeding two Working Days from the Bid / Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

In terms of the SEBI ICDR Master Circular, and subject to applicable law, any ASBA Bidder whose Bid has not been considered for Allotment, due to failure on the part of any SCSB, shall have the option to seek redressal of the

same by the concerned SCSB within three months of the date of listing of the Equity Shares. SCSBs are required to resolve these complaints within 15 days, failing which the concerned SCSB would have to pay interest at the rate of 15% per annum for any delay beyond this period of 15 days. Further, the investors shall be compensated by the SCSBs in accordance with UPI Circulars and the SEBI RTA Master Circular in the events of delayed unblock for cancelled/withdrawn/deleted applications, blocking of multiple amounts for the same UPI application, blocking of more amount than the application amount, delayed unblocking of amounts for non-allotted/partially-allotted applications, for the stipulated period.

The following compensation mechanism shall be applicable for investor grievances in relation to Bids made through the UPI Mechanism, for which the relevant SCSBs shall be liable to compensate the investor:

Scenario	Compensation amount	Compensation period
Delayed unblock for cancelled / withdrawn / deleted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the date on which the request for cancellation / withdrawal / deletion is placed on the bidding platform of the Stock Exchanges till the date of actual unblock
Blocking of multiple amounts for the same Bid made through the UPI Mechanism	Instantly revoke the blocked funds other than the original application amount; and ₹100 per day or 15% per annum of the total cumulative blocked amount except the original Bid Amount, whichever is higher	From the date on which multiple amounts were blocked till the date of actual unblock
Blocking more amount than the Bid Amount	Instantly revoke the difference amount, i.e., the blocked amount less the Bid Amount; and ₹100 per day or 15% per annum of the difference amount, whichever is higher	From the date on which the funds to the excess of the Bid Amount were blocked till the date of actual unblock
Delayed unblock for non – Allotted / partially Allotted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the Working Day subsequent to the finalization of the Basis of Allotment till the date of actual unblock

In an event there is a delay in redressal of the investor grievance in relation to unblocking of amounts, the post-Offer, BRLM shall also compensate the investors at the rate higher of ₹100 or 15% per annum of the Bid Amount for the period of such delay. Further, in terms of SEBI ICDR Master Circular, the payment of processing fees to the SCSBs shall be undertaken pursuant to an application made by the SCSBs to the BRLM, and such application shall be made only after (i) unblocking of application amounts for each application received by the SCSB has been fully completed, and (ii) applicable compensation relating to investor complaints has been paid by the SCSB. Further, in accordance with circulars prescribed by SEBI, from time to time, the payment of processing fees to the SCSBs shall be undertaken pursuant to an application made by the SCSBs to the BRLM, and such application shall be made only after (i) unblocking of application amounts for each application received by the SCSB has been fully completed, and (ii) applicable compensation relating to investor complaints has been paid by the SCSB.

Our Company, the BRLM, each of the Selling Shareholders and the Registrar to the Offer, accept no responsibility for errors, omissions, commission or any acts of SCSBs including any defaults in complying with its obligations under the applicable provisions of SEBI ICDR Regulations.

Further, the Bidder shall also enclose a copy of the Acknowledgment Slip duly received from the concerned Designated Intermediary in addition to the information mentioned hereinabove.

For helpline details of the BRLM pursuant to the SEBI ICDR Master Circular, see "*General Information – Book Running Lead Manager*" on page 88.

The Selling Shareholders have, severally and not jointly, authorized the Company Secretary and Compliance Officer of our Company, and the Registrar to the Offer to redress, on their behalf, any complaints or investor grievances received from Bidders in respect of their respective portion of the Offered Shares.

Disposal of Investor Grievances by our Company

In terms of SEBI RTA Master Circular, companies intending to get listed must submit a declaration that a draft red herring prospectus has been submitted to SEBI in order to obtain SCORES authentication. Our Company shall,

after filing this Draft Red Herring Prospectus, obtain authentication on the SCORES in compliance with the SEBI circular bearing reference number SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023, in relation to redressal of investor grievances through SCORES.

Our Company has also constituted a Stakeholders' Relationship Committee comprising Akuri Srinivasa Reddy, Anil Kondoth, Venkata Lakshmi Narasimha Murthy Chilla and Bokkisam Sureshkumar, to review and redress the shareholders and investor grievances such as transfer of Equity Shares, non-recovery of balance payments, declared dividends, approve subdivision, consolidation, transfer and issue of duplicate shares. For details of our Stakeholders' Relationship Committee, see "*Our Management – Committees of our Board*" on page 323.

Our Company has appointed Deevi Madhavi Latha, Company Secretary of our Company, as the Compliance Officer. For details, "*General Information – Company Secretary and Compliance Officer*" on page 87. Each of the Selling Shareholders, severally and not jointly, has authorised the Company Secretary and Compliance Officer of our Company, and the Registrar to the Offer to deal with, on their behalf, any investor grievances received in the Offer in relation to their respective portion of the Offered Shares.

Our Company has not received any investor complaint during the three years preceding the date of this Draft Red Herring Prospectus.

Further, no investor complaint in relation to our Company is pending as on the date of this Draft Red Herring Prospectus.

Our Company estimates that the average time required by our Company or the Registrar to the Offer or the relevant Designated Intermediary, for the redressal of routine investor grievances shall be 10 Working Days from the date of receipt of the complaint provided; however, in relation to complaints pertaining to blocking / unblocking of funds, investor complaints shall be resolved on the date of receipt of the complaint. In case of non- routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Exemptions from complying with any provision of securities laws, if any, granted by SEBI

Our Company has not applied for or received any exemption from the SEBI from complying with any provisions of securities laws including the SEBI ICDR Regulations, as on the date of this Draft Red Herring Prospectus.

Other confirmations

No person connected with the Offer shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any person for making an application in the initial public offer, except for fees or commission for services rendered in relation to the Offer.

There has been no instance of issuance of equity shares in the past by the Company or entities forming part of the Promoter Group to more than 49 or 200 investors in violation of:

(a) Section 67(3) of Companies Act, 1956; or
(b) relevant section(s) of Companies Act, 2013, including Section 42 and the rules notified thereunder; or
(c) The SEBI ICDR Regulations; or
(d) The SEBI (Disclosure and Investor Protection) Guidelines, 2000, as applicable

SECTION VIII: OFFER RELATED INFORMATION

TERMS OF THE OFFER

The Equity Shares being offered, Allotted and transferred pursuant to the Offer shall be subject to the provisions of the Companies Act, the SEBI ICDR Regulations, SCRA, SCRR, SEBI Listing Regulations, our Memorandum of Association and Articles of Association, the terms of the Red Herring Prospectus, the Prospectus, the Draft Abridged Prospectus, the Abridged Prospectus, Bid cum Application Form, the Revision Form, the CAN and other terms and conditions as may be incorporated in the Allotment Advice and other documents or certificates that may be executed in respect of this Offer. The Equity Shares shall also be subject to applicable laws, guidelines, rules, notifications and regulations relating to the issue of capital, offer for sale, and listing and trading of securities issued from time to time by SEBI, the Government of India, the Stock Exchanges, the RoC, the RBI, and/or other authorities, as in force on the date of the Offer and to the extent applicable or such other conditions as may be prescribed by such governmental, regulatory or statutory authority while granting its approval for the Offer.

The Offer

The Offer comprises a Fresh Issue by our Company and an Offer for Sale by the Selling Shareholders. Expenses for the Offer shall be incurred in the manner specified in "*Objects of the Offer – Offer related Expenses*" on page 148.

Ranking of the Equity Shares

The Equity Shares being offered and Allotted/ transferred in the Offer shall be subject to the provisions of the Companies Act, SEBI ICDR Regulations, SEBI Listing Regulations, SCRA, SCRR, Memorandum of Association and Articles of Association and shall rank *pari passu* with the existing Equity Shares in all respects including voting, right to receive dividends and other corporate benefits, if any, declared by our Company after the date of Allotment. For details, see "*Description of Equity Shares and Terms of the Articles of Association*" on page 537.

Mode of Payment of Dividend

Our Company shall pay dividends, if declared, to the Shareholders in accordance with the provisions of the Companies Act, the Memorandum of Association and Articles of Association, dividend distribution policy of our Company, and provisions of the SEBI Listing Regulations and any other guidelines or directions which may be issued by the Government in this regard or any other applicable law. All dividends, if any, declared by our Company after the date of Allotment (including pursuant to the transfer of Equity Shares from the Offer for Sale), will be payable to the Bidders who have been Allotted Equity Shares in the Offer, for the entire year, in accordance with applicable laws. For details, in relation to dividends, see "*Dividend Policy*" and "*Description of Equity Shares and Terms of the Articles of Association*" on pages 342 and 537, respectively.

Face Value, Offer Price, Floor Price and Price Band

The face value of each Equity Share is ₹5 and the Offer Price at the lower end of the Price Band is ₹[●] per Equity Share of face value of ₹ 5 each and at the higher end of the Price Band is ₹[●] per Equity Share of face value of ₹ 5 each. The Offer Price is ₹[●] per Equity Share of face value of ₹5 each. The Anchor Investor Offer Price is ₹[●] per Equity Share of face value of ₹ 5 each.

The Offer Price, Price Band and the minimum Bid Lot size for the Offer will be decided by our Company, in consultation with the BRLM, and advertised in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper and [●] editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located), each with wide circulation, at least two Working Days prior to the Bid/ Offer Opening Date along with the relevant financial ratios calculated at the Floor Price and at the Cap Price, and shall be made available to the Stock Exchanges for the purpose of uploading the same on their websites. The Price Band, along with the relevant financial ratios calculated at the Floor Price and at the Cap Price, shall be pre-filled in the Bid cum Application Forms available on the respective websites of the Stock Exchanges. The Offer Price shall be determined by our Company, in consultation with the BRLM, after the Bid/ Offer Closing Date on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process.

At any given point of time, there shall be only one denomination for the Equity Shares unless otherwise permitted by law.

Compliance with disclosure and accounting norms

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

Rights of the Equity Shareholders

Subject to applicable laws, rules, regulations and guidelines and the provisions of the Articles of Association, our Shareholders shall have the following rights:

- Right to receive dividends, if declared;
- Right to attend general meetings and exercise voting rights, unless prohibited by law;
- Right to vote on a poll either in person or by proxy or "e-voting", in accordance with the provisions of the Companies Act;
- Right to receive offers for rights shares and be allotted bonus shares, if announced;
- Right to receive surplus on liquidation, subject to any statutory and preferential claim being satisfied;
- Right of free transferability of their Equity Shares, subject to applicable laws including any RBI rules and regulations; and
- Such other rights, as may be available to a shareholder of a listed public company under the Companies Act, the SEBI Listing Regulations and the Articles of Association.

For a detailed description of the main provisions of the Articles of Association relating to voting rights, dividend, forfeiture and lien, transfer, transmission, consolidation or sub-division, see "*Description of Equity Shares and Terms of the Articles of Association*" on page 537.

Allotment only in dematerialised form

Pursuant to Section 29 of the Companies Act, and the SEBI ICDR Regulations, the Equity Shares shall be Allotted only in dematerialised form. Hence, the Equity Shares offered through the Red Herring Prospectus can be applied for in dematerialised form only. As per the SEBI ICDR Regulations and SEBI Listing Regulations, the trading of the Equity Shares shall only be in dematerialised form on the Stock Exchanges. In this context, our Company has entered into the following agreements with the respective Depositories and Registrar to the Offer:

- Tripartite agreement dated July 7, 2026, amongst our Company, NSDL and Registrar to the Offer; and
- Tripartite agreement dated July 7, 2026, amongst our Company, CDSL and Registrar to the Offer.

For details in relation to the Basis of Allotment, see "*Offer Procedure*" on page 511.

Market Lot and Trading Lot

Since trading of the Equity Shares on the Stock Exchanges will be in dematerialised form, the tradable lot is one Equity Share. Allotment in the Offer will be only in dematerialised and electronic form in multiples of one Equity Share subject to a minimum Allotment of [●] Equity Shares of face value of ₹5 each. For details on the Basis of Allotment, see "*Offer Procedure*" on page 511.

Joint Holders

Subject to the provisions contained in our Articles of Association, where two or more persons are registered as the holders of the Equity Shares, they will be deemed to hold such Equity Shares as joint tenants with benefits of survivorship.

Jurisdiction

Exclusive jurisdiction for the purpose of the Offer is with the competent courts/authorities in Telangana, India.

Period of operation of subscription list

See "– *Bid/Offer Programme*" on page 501.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Nomination facility to Bidders

In accordance with Section 72 of the Companies Act, read with the Companies (Share Capital and Debentures) Rules, 2014, as amended, the sole or First Bidder along with other joint Bidders, may nominate any one person in whom, in the event of the death of sole Bidder or in case of joint Bidders, death of all the Bidders, as the case may be, the Equity Shares Allotted, if any, shall vest to the exclusion of all other persons, unless the nomination is modified or cancelled in the prescribed manner. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale/transfer/alienation of Equity Share(s) by the person nominating. A nomination may be cancelled or modified by nominating any other person in place of the present nominee, by the holder of the Equity Shares who made the nomination, by giving a notice of such cancellation or variation to our Company. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered and Corporate Office or to the Registrar and Share 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 the production of such evidence as may be required by our Board, elect either:

a) to register himself or herself as the holder of the Equity Shares; or
b) to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, our Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, the Board may thereafter withhold payment of all dividends, interests, 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 Offer will be made only in dematerialised mode, there is no need to make a separate nomination with our Company. Nominations registered with respective Collecting Depository Participant of the Bidder would prevail. If the Bidder wish to change their nomination, they are requested to inform their respective Collecting Depository Participant.

Bid/Offer Programme

BID/OFFER OPENS ON	**[●]**[(1)]
BID/OFFER CLOSES ON	**[●]**[(2)(3)]

(1) Our Company, in consultation with the BRLM, may consider participation by Anchor Investors. 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.

(2) Our Company, in consultation with the BRLM, may consider closing the Bid/Offer Period for QIBs one day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations.

(3) UPI mandate end time and date shall be at 5:00 pm IST on Bid/ Offer Closing Date, i.e. [●].

An indicative timetable in respect of the Offer is set out below:

Event	Indicative Date
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about [●]
Initiation of refunds (if any, for Anchor Investor)/unblocking of funds from ASBA Account*	On or about [●]
Allotment of Equity Shares/ Credit of Equity Shares to dematerialized accounts of Allottees	On or about [●]
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about [●]

** In case of (i) any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/Offer Closing Date for cancelled/ withdrawn/ deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate ₹100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked till the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked till the date of actual unblock; (iv) any delay in unblocking of non-allotted/ partially allotted Bids, exceeding two Working Days from the Bid/Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher for the entire duration of delay exceeding two Working Days from the Bid/ Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidders shall be compensated in the manner specified in the SEBI ICDR Master Circular, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable, issued by SEBI, and any other applicable law in case of delays in resolving investor grievances in relation to blocking/unblocking of funds. The processing fees for applications made by UPI Bidders using the UPI Mechanism*

may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation in accordance with SEBI ICDR Master Circular and any subsequent circulars or notifications issued by SEBI in this regard.

The above timetable other than the Bid/Offer Closing Date, is indicative and does not constitute any obligation or liability on our Company, each of the Selling Shareholders or the BRLM.

Any circulars or notifications from the SEBI after the date of this Draft Red Herring Prospectus may result in changes to the above-mentioned timelines. Further, the offer procedure is subject to change to any revised circulars issued by the SEBI to this effect.

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 Exchanges are taken within three Working Days of the Bid/Offer Closing Date or such other period as may be prescribed by SEBI, the timetable may be extended due to various factors, such as extension of the Bid/Offer Period by our Company, in consultation with the BRLM, revision of the Price Band or any delay in receiving the final listing and trading approval from the Stock Exchanges and delay in respect of final certificates from SCSBs. The commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchanges and in accordance with the applicable laws. Subject to applicable law, each of the Selling Shareholders confirm that they shall extend reasonable cooperation in relation to their respective portion of the Offered Shares required by our Company and the BRLM for completion of the necessary formalities for listing and commencement of trading of the Equity Shares at the Stock Exchanges within the time period as may be prescribed by SEBI.

The Registrar to the Offer shall submit the details of cancelled/withdrawn/deleted applications to the SCSBs on daily basis within 60 minutes of the Bid closure time from the Bid/ Offer Opening Date till the Bid/Offer Closing Date by obtaining the same from the Stock Exchanges. The SCSBs shall unblock such applications by the closing hours of the Working Day and submit confirmation to the BRLM and the Registrar on the daily basis. To avoid duplication, the facility of re-initiation provided to Syndicate Members shall preferably be allowed only once per bid/batch and as deemed fit by the Stock Exchanges, after closure of the time for uploading Bids.

SEBI vide circular SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 has reduced the post issue timeline for initial public offerings. The revised timeline of T+3 days has been made applicable in two phases, i.e., voluntary for all public issues opening on or after September 1, 2023 and mandatory on or after December 1, 2023. Accordingly, the Offer will be made under UPI Phase III on mandatory basis, subject to the timing of the Offer and any circulars, clarification or notification issued by the SEBI from time to time, including with respect to the SEBI ICDR Master circular.

In terms of the UPI Circulars, in relation to the Offer, the BRLM will be required to submit reports of compliance with timelines and activities prescribed by SEBI in connection with the allotment and listing procedure within three Working Days from the Bid/ Offer Closing Date or such other time as may be prescribed by SEBI, identifying non-adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it.

Any circulars or notifications from SEBI after the date of this Draft Red Herring Prospectus may result in changes to the above-mentioned timelines. Further, the offer procedure is subject to change to any revised SEBI circulars to this effect.

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

Bid/Offer Period (except the Bid/Offer Closing Date)	
Submission and revision in Bids	Only between 10.00 a.m. and 5.00 p.m. IST
Bid/Offer Closing Date*	
Submission of electronic applications (online ASBA through 3-in-1 accounts) for RIBs and Eligible Employees Bidding in the Employee Reservation Portion	Only between 10.00 a.m. and up to 5.00 p.m. IST
Submission of electronic application (bank ASBA through online channels like internet banking, mobile banking and syndicate ASBA applications through UPI as a payment mechanism where Bid Amount is up to ₹0.50 million)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of electronic applications (syndicate non-retail, non-individual applications of QIBs and NIBs)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST

Submission of physical applications (syndicate non-retail, non-individual applications where Bid Amount is more than ₹0.50 million)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/Revision/cancelled of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Bidders categories[#]	Only between 10.00 a.m. and up to 4.00 p.m. IST on Bid/ Offer Closing Date
Upward or downward Revision of Bids or cancellation of Bids by RIBs and Eligible Employees Bidding in the Employee Reservation Portion	Only between 10.00 a.m. and up to 5.00 p.m. IST

[*] *UPI mandate end time shall be 5:00 p.m. on the Bid/ Offer Closing Date*

[#] *QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids*

On the Bid/ Offer Closing Date, the Bids shall be uploaded until:

(i) 4.00 p.m. IST in case of Bids by QIBs and Non-Institutional Bidders, and
(ii) until 5.00 p.m. IST or such extended time as permitted by the Stock Exchanges, in case of Bids by RIBs and Eligible Employees Bidding in the Employee Reservation Portion.

On Bid/Offer Closing Date, extension of time may be granted by Stock Exchanges only for uploading Bids received RIBs and Eligible Employees Bidding in the Employee Reservation Portion, after taking into account the total number of Bids received and as reported by the BRLM to the Stock Exchanges.

It is clarified that Bids shall be processed only after the application monies are blocked in the ASBA Account and Bids not uploaded on the electronic bidding system or in respect of which the full Bid Amount is not blocked by SCSBs, or not blocked under the UPI Mechanism in the relevant ASBA Account, as the case may be, would be rejected.

To avoid duplication, the facility of re-initiation provided to Syndicate Member(s) shall preferably be allowed only once per bid/batch and as deemed fit by the Stock Exchanges, after closure of the time for uploading Bids.

Due to limitation of time available for uploading the Bids on the Bid/Offer Closing Date, Bidders are advised to submit their Bids one day prior to the Bid/Offer Closing Date and in any case no later than 12:00 p.m. IST on the Bid/Offer Closing Date. Any time mentioned in this Draft Red Herring Prospectus is IST. Bidders are cautioned that, in the event a large number of Bids are received on the Bid/Offer Closing Date, some Bids may not get uploaded due to lack of sufficient time. Such Bids that cannot be uploaded will not be considered for allocation under the Offer. Bids and any revision in Bids will be accepted only during Working Days during the Bid/ Offer Period and revision shall not be accepted on Saturdays and public holidays. The Designated Intermediaries shall modify select fields uploaded in the Stock Exchange Platform during the Bid/Offer Period till 5.00 pm on the Bid/Offer Closing Date after which the Stock Exchange(s) send the bid information to the Registrar to the Offer for further processing. Bidders may please note that as per letter no. List/SMD/SM/2006 dated July 3, 2006 and letter no. NSE/IPO/25101-6 dated July 6, 2006 issued by BSE and NSE, respectively. Bids by ASBA Bidders shall be uploaded by the relevant Designated Intermediary in the electronic system to be provided by the Stock Exchanges. None among our Company, each of the Selling Shareholders or any member of the Syndicate is liable for any failure in (i) uploading the Bids due to faults in any software/ hardware system or otherwise; and (ii) the blocking of Bid Amount in the ASBA Account on receipt of instructions from the Sponsor Bank on account of any errors, omissions or non-compliance by various parties involved in, or any other fault, malfunctioning or breakdown in, or otherwise, in the UPI Mechanism.

Our Company, in consultation with the BRLM, reserves the right to revise the Price Band during the Bid/Offer Period, in accordance with the SEBI ICDR Regulations. 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 but the Floor Price shall not be less than the Face Value of the Equity Shares. In all circumstances, the Cap Price shall be at least 105% of the Floor Price and less than or equal to 120% of the Floor Price.

In case of revision in the Price Band, the Bid/Offer Period shall be extended for at least three Working Days after such revision, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company, in consultation with the BRLM, for reasons to be recorded in writing, may extend the Bid/Offer Period for a minimum of one Working Day, 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 Exchanges, by issuing a public announcement and also by indicating the change on the respective websites of the BRLM

and at the terminals of the Syndicate Members and by intimation to the Designated Intermediaries and the Sponsor Bank(s), as applicable. In case of revision of Price Band, the Bid Lot shall remain the same.

In case of discrepancy in data entered in the electronic book vis-vis data contained in the Bid cum Application Form for a particular Bidder, the details as per the Bid file received from the Stock Exchanges shall be taken as the final data for the purpose of Allotment.

Minimum Subscription

The requirement of minimum subscription is not applicable to the Offer for Sale in accordance with the SEBI ICDR Regulations. In the event our Company does not receive (i) the minimum subscription of 90% of the Fresh Issue, on the Bid/ Offer Closing Date; or (ii) minimum subscription in the Offer as specified under Rule 19(2)(b) of the SCRR, including through devolvement of Underwriters, if any, in accordance with applicable law, or if the subscription level falls below the thresholds mentioned above after the Bid/Offer Closing Date, on account of withdrawal of applications or after technical rejections, or if the listing or trading permission is not obtained from the Stock Exchanges for the Equity Shares being issued or offered under the Red Herring Prospectus, the Selling Shareholders, to the extent applicable, and our Company shall forthwith refund the entire subscription amount received in accordance with applicable law including the SEBI ICDR Master Circular and SEBI RTA Master Circular. If there is a delay beyond two days after our Company becomes liable to pay the amount, our Company and our Directors, who are officers in default, shall pay interest at the rate of 15% per annum or such other interest rate as prescribed under applicable law, including SEBI ICDR Master Circular and SEBI RTA Master Circular.

In the event of under-subscription in the Offer, i.e. in the event valid Bids are received for less than the total Offer size, subject to receiving valid Bids for the minimum subscription amount, i.e., for 90% of the Fresh Issue and compliance with Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, the Allotment for the valid Bids will be made in the following order of priority: (i) such number of Equity Shares will first be Allotted by our Company such that 90% of the Fresh Issue portion is subscribed; (ii) upon (i), all the Equity Shares held by the Selling Shareholders and offered for sale in the Offer for Sale will be Allotted (in proportion to the Offered Shares being offered by each Selling Shareholder); and (iii) once Equity Shares have been Allotted as per (i) and (ii) above, such number of Equity Shares will be Allotted by our Company towards the balance 10% of the Fresh Issue portion.

Each Selling Shareholder shall reimburse, severally and not jointly, and only to the extent of the Equity Shares offered by such Selling Shareholder in the Offer, any expenses and interest incurred by our Company on behalf of such Selling Shareholder for any delays in making refunds as required under the Companies Act and any other applicable law, provided that such Selling Shareholder shall not be responsible or liable for payment of such expenses or interest, unless such delay is solely and directly attributable to an act or omission of such Selling Shareholder in relation to its portion of the Offered Shares.

Under subscription, if any, in any category except the QIB Portion, would be met with spill-over from the other categories at the discretion of our Company in consultation with the BRLM and subject to applicable law, and the Designated Stock Exchange. Further, in terms of Regulation 49(1) of the SEBI ICDR Regulations, our Company shall ensure that the number of Bidders to whom the Equity Shares will be Allotted will be not less than 1,000 failing which the entire application money shall be unblocked in the respective ASBA Accounts of the Bidders. In case of delay, if any, in unblocking the ASBA Accounts within such timeline as prescribed under applicable laws, our Company shall be liable to pay interest on the application money in accordance with applicable laws.

No liability to make any payment of interest or expenses shall accrue to any Selling Shareholder unless the delay in making any of the payments/refund hereunder or the delay in obtaining listing or trading approvals or any other approvals in relation to the Offer is caused solely by, and is directly attributable to, an act or omission of such Selling Shareholder and to the extent of its portion of the Offered Shares.

Arrangements for Disposal of Odd Lots

There are no arrangements for disposal of odd lots since our Equity Shares will be traded in dematerialised form only and market lot for our Equity Shares will be one Equity Share.

Restrictions, if any on transfer and transmission of Equity Shares

Except for lock-in of the pre-Offer Equity Shares, lock-in of our Promoters' minimum contribution under the SEBI ICDR Regulations and the Anchor Investor lock-in as provided in "*Capital Structure*" on page 95 and except as provided under the Articles of Association and under SEBI ICDR Regulations, there are no restrictions on

transfer of the Equity Shares. Further, there are no restrictions on transmission of any shares of our Company and on their consolidation or splitting, except as provided in the Articles of Association. For details, see "*Description of Equity Shares and Terms of the Articles of Association"* on page 537.

New financial instruments

Our Company is not issuing any new financial instruments through this Offer.

Option to receive Equity Shares in Dematerialized Form

Allotment of Equity Shares to successful Bidders will only be in the dematerialized form. Bidders will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only in the dematerialized segment of the Stock Exchanges. However, Allotees may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.

Withdrawal of the Offer

The Offer shall be withdrawn in the event the requirement of the minimum subscription as prescribed under Regulation 45 of the SEBI ICDR Regulations is not fulfilled. Our Company, in consultation with the BRLM, reserves the right not to proceed with the Fresh Issue and the Selling Shareholders, reserve the right not to proceed with the Offer for Sale, in whole or in part thereof, to the extent of the Offered Shares, after the Bid/ Offer Opening Date but before the Allotment. In such an event, our Company would issue a public notice in the newspapers in which the pre-Offer advertisements were published, within two days of the Bid/ Offer Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Offer and inform the Stock Exchanges promptly on which the Equity Shares are proposed to be listed. The BRLM, through the Registrar to the Offer, shall notify the SCSBs and the Sponsor Bank(s) (in case of UPI Bidders), to unblock the bank accounts of the ASBA Bidders within one Working Day from the date of receipt of such notification and also inform the Bankers to the Offer to process refunds to the Anchor Investors, as the case may be. The notice of withdrawal will be issued in the same newspapers where the pre-Offer advertisements have appeared, and the Stock Exchanges will also be informed promptly. In terms of the UPI Circulars, in relation to the Offer, the BRLM will submit reports of compliance with T+3 listing timelines and activities, identifying non-adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it. Further, in case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/ Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher, for the entire duration of delay exceeding two Working Days from the Bid/ Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

If our Company and the Selling Shareholders, in consultation with the BRLM, withdraws the Offer after the Bid/ Offer Closing Date and thereafter determines that it will proceed with a public offering of the Equity Shares, our Company shall file a fresh draft red herring prospectus with SEBI. Notwithstanding the foregoing, the Offer is also subject to obtaining (i) the final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment and within three Working Days of the Bid/ Offer Closing Date or such other time period as prescribed under applicable law; and (ii) the filing of the Prospectus with the RoC. 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.

OFFER STRUCTURE

The Offer is of up to [●] Equity Shares of face value of ₹5 each for cash at a price of ₹[●] per Equity Share (including a share premium of ₹[●] per Equity Share) aggregating up to ₹5,000.00 million comprising a Fresh Issue of up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹3,250.00 million and an Offer for Sale of up to [●] Equity Shares of face value of ₹5 each aggregating up to ₹1,750.00 million by the Selling Shareholders.

The Offer includes a reservation of up to [●] Equity Shares of face value of ₹5 each, aggregating up to ₹[●] million, for subscription by Eligible Employees. The Employee Reservation Portion shall not exceed 5% of our post-Offer paid-up Equity Share capital. The Offer less the Employee Reservation Portion is the Net Offer. The face value of each Equity Share is ₹5 each.

The Offer and Net Offer shall constitute [●]% and [●]% of the post-Offer paid-up Equity Share capital of our Company, respectively.

Our Company, in consultation with the BRLM, may consider a Pre-IPO Placement of specified securities aggregating up to ₹650.00 million, as may be permitted under applicable law, at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

In terms of Rule 19(2)(b) of the SCRR, the Offer is being made through the Book Building Process, in compliance with Regulations 6(1) and 31 of the SEBI ICDR Regulations.

Particulars	Eligible Employees[#]	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
Number of Equity Shares available for Allotment/allocation[*] [(2)]	Up to [●] Equity Shares of face value of ₹5 each	Not more than [●] Equity Shares of face value of ₹5 each	Not less than [●] Equity Shares of face value of ₹5 each available for allocation or Net Offer less allocation to QIB Bidders and RIBs	Not less than [●] Equity Shares of face value of ₹5 each available for allocation or Net Offer less allocation to QIB Bidders and Non-Institutional Bidders
Percentage of Offer Size available for Allotment/allocation	The Employee Reservation Portion shall constitute up to [●]% of the post-Offer paid-up Equity Share capital of our Company	Not more than 50% of the Net Offer shall be available for allocation to QIB Bidders. However, up to 5% of the Net QIB Portion shall be available for allocation on a proportionate basis 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	Not less than 15% of the Net Offer less allocation to QIBs and RIBs subject to the following: One third of the Non-Institutional Portion shall be reserved for applicants with an application size of more than ₹0.20 million and up to ₹1.00 million; and two third of the Non-Institutional Portion shall be reserved for applicants with application size of	Not less than 35% of the Net Offer or the Net Offer less allocation to QIB Bidders and Non-Institutional Bidders

Particulars	Eligible Employees[#]	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
		added to the Net QIB Portion	more than ₹1.00 million, provided that the unsubscribed portion in either the sub-categories mentioned above may be allocated to applicants in the other sub-category of Non-Institutional Bidders	
Basis of Allotment/ allocation if respective category is oversubscribed[*]	Proportionate[#]; unless the Employee Reservation Portion is undersubscribed, the value of allocation to an Eligible Employee shall not exceed ₹0.20 million *(net of employee discount, if any)* In the event of undersubscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees for a value exceeding ₹0.20 million *(net of employee discount, if any)*, subject to total Allotment to an Eligible Employee not exceeding ₹0.50 million *(net of employee discount, if any)*.	Proportionate as follows (excluding the Anchor Investor Portion): a) up to [●] Equity Shares of face value of ₹5 each shall be available for allocation on a proportionate basis to Mutual Funds only; and b) up to [●] Equity Shares of face value of ₹5 each shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Up to 60% of the QIB Portion of up to [●] Equity Shares of face value of ₹5 each may be allocated on a discretionary basis to Anchor Investors of which 40% of such Anchor Investor Portion shall be reserved, following manner (i) 33.33% shall be reserved for domestic Mutual Funds; and (ii) 6.67% shall be reserved for Life Insurance Companies and Pension Funds, subject to valid Bids being received from domestic Mutual Funds, Life Insurance Companies and Pension Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations	The Equity Shares available for allocation to NIBs under the Non-Institutional Portion, shall be subject to the following: a) one third of the portion available to NIBs being [●] Equity Shares of face value of ₹5 each are reserved for Bidders Biddings more than ₹0.20 million and up to ₹1.00 million; and b) two third of the portion available to NIBs being [●] Equity Shares of face value of ₹5 each are reserved for Bidders Bidding more than ₹1.00 million. Provided that the unsubscribed portion in either of the categories specified in (a) or (b) above, may be allocated to Bidders in the other category. The allotment of specified securities to each Non-Institutional Bidder shall not be less than the minimum application size, subject to availability in the Non-Institutional Portion, and the remainder, if	The allotment to each RIB 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 "*Offer Procedure*" on page 511.

Particulars	Eligible Employees[#]	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
			any, shall be allotted on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI ICDR Regulations. For details, see "*Offer Procedure*" on page 511.	
Mode of Bidding[^]	Only through the ASBA process (except for Anchor Investors). In case of UPI Bidders, ASBA process will include the UPI mechanism. In case of Non-Institutional Bidders, ASBA process (including the UPI Mechanism), to the extent of Bids up to ₹0.50 million.			
Minimum Bid	[●] Equity Shares of face value of ₹5 each	[●] Equity Shares of face value of ₹5 each in multiples of [●] Equity Shares of face value of ₹5 each such that the Bid Amount exceeds ₹0.20 million.	Such number of Equity Shares of face value of ₹5 each in multiples of [●] Equity Shares of face value of ₹5 each such that the Bid Amount exceeds ₹0.20 million.	[●] Equity Shares of face value of ₹5 each and in multiples of [●] Equity Shares of face value of ₹5 each thereafter
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹5 each, so that the maximum Bid Amount by each Eligible Employee in Eligible Employee Portion does not exceed ₹0.50 million, if any	Such number of Equity Shares of face value of ₹5 each in multiples of [●] Equity Shares of face value of ₹5 each not exceeding the size of the Offer, (excluding the Anchor portion) subject to applicable limits to each Bidder	Such number of Equity Shares of face value of ₹5 each in multiples of [●] Equity Shares of face value of ₹5 each not exceeding the size of the Offer, (excluding the QIB portion) subject to limits applicable to the Bidder	Such number of Equity Shares of face value of ₹5 each in multiples of [●] Equity Shares of face value of ₹5 each so that the Bid Amount does not exceed ₹0.20 million.
Bid Lot	[●] Equity Shares of face value of ₹5 each and in multiples of [●] Equity Shares of face value of ₹5 each thereafter			
Mode of allotment	Compulsorily in dematerialised form			
Allotment Lot	A minimum of [●] Equity Shares of face value of ₹5 each and in multiples of [●] Equity Share thereafter of face value ₹5 each.			
Trading Lot	One Equity Share			
Who can apply[(3)(4)(5)(6)]	Eligible Employees	Public financial institutions as specified in Section 2(72) of the Companies Act, scheduled commercial banks, Mutual Funds, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, FVCIs registered with SEBI, multilateral and bilateral development	Resident Indian individuals, Eligible NRIs, HUFs (in the name of the karta), companies, corporate bodies, scientific institutions, societies, trusts, family offices and FPIs who are individuals, corporate bodies and family offices which are re-categorised as	Resident Indian individuals, Eligible NRIs and HUFs (in the name of the karta)

Particulars	Eligible Employees[#]	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
		financial institutions, state industrial development corporation, insurance companies registered with IRDAI, provident funds (subject to applicable law) with minimum corpus of ₹250.00 million, pension funds with minimum corpus of ₹250.00 million, registered with the Pension Fund Regulatory and Development Authority established under sub-section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013, National Investment Fund set up by the GoI through resolution F. No.2/3/2005-DD-II dated November 23, 2005, the insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs, in accordance with applicable laws.	Category II FPIs and registered with SEBI.	
Terms of Payment	**In case of Anchor Investors**: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids[(4)] **In case of all other Bidders**: Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank(s) through the UPI Mechanism (for RIBs or individual investors bidding under the Non – Institutional Portion for an amount of more than ₹0.20 million and up to ₹0.50 million, using the UPI Mechanism), that is specified in the ASBA Form at the time of submission of the ASBA Form.			

* *Assuming full subscription in the Offer.*

[#] *Eligible Employees Bidding in the Employee Reservation Portion can Bid up to a Bid Amount of ₹0.50 million. However, a Bid by an Eligible Employee in the Employee Reservation Portion will be considered for allocation, in the first instance, for a Bid Amount of up to ₹0.20 million (net of employee discount, if any). In the event of under-subscription in the Employee Reservation Portion the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹0.20 million (net of employee discount, if any), subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹0.50 million (net of employee discount, if any). Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Non-Institutional Portion or Retail Portion and such Bids will not be treated as multiple Bids subject to applicable limits. The undersubscribed portion, if any, in the Employee Reservation Portion shall be added back to the Net Offer. In case of under-subscription in the Net Offer, spill-over to the extent of such under-subscription shall be permitted from the Employee Reservation Portion.*

^ *As per SEBI ICDR Master Circular, ASBA applications in public issues shall be processed only after the application monies are blocked in the bank accounts of the investors. Accordingly, Stock Exchanges shall, for all categories of investors viz. QIBs, NIBs and RIBs and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.*

[(1)] *Our Company, in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Offer Price, on a discretionary basis subject to there being (a) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is up to ₹2,500.00 million, subject to a minimum Allotment of ₹50.00 million per Anchor*

Investor; and (b) in case of allocation above ₹2,500.00 million under the Anchor Investor Portion, a minimum of five Anchor Investors and a maximum of 15 Anchor Investors for allocation up to ₹2,500.00 million, and an additional 15 Anchor Investors for every additional ₹2,500.00 million, subject to minimum Allotment of ₹50.00 million per Anchor Investor. 40% of the Anchor Investor Portion will be reserved for allocation as follows (i) 33.33% to domestic Mutual Funds and (ii) 6.67% to Life Insurance Companies and Pension Funds subject to valid Bids being received from domestic Mutual Funds, Life Insurance Companies and Pension Funds at or above the Anchor Investor Allocation Price. Any undersubscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds.

(2) *Subject to valid Bids being received at or above the Offer Price. This Offer is made in accordance with the Rule 19(2)(b) of the SCRR and is being made through the Book Building Process, in compliance with Regulation 6(1) of the SEBI ICDR Regulations.*

(3) *In the event that a Bid is submitted in joint names, the relevant Bidders should ensure that the depository account is also held in the same joint names and the names are in the same sequence in which they appear in the Bid cum Application Form. The Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such First Bidder would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders.*

(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. For details of terms of payment of applicable to Anchor Investors, see General Information Document available on the website of the Stock Exchanges and the BRLM. Anchor Investors are not permitted to participate in the Offer through the ASBA process.*

(5) *Bids by FPIs with certain structures as described under "Offer Procedure –Bids by FPIs" on page 520 and having the same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with the same PAN) may be proportionately distributed.*

(6) *Bidders will be required to confirm and will be deemed to have represented to our Company, each of the Selling Shareholders, the Underwriters, their respective directors, officers, designated partners, partners, trustees, associates, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.*

Eligible Employees Bidding in the Employee Reservation Portion at a price within the Price Band can make payment based on Bid Amount, at the time of making a Bid. Eligible Employees Bidding in the Employee Reservation Portion at the Cut-Off Price have to ensure payment at the Cap Price, at the time of making a Bid.

Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company, in consultation with the BRLM, and the Designated Stock Exchange, on a proportionate basis. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. For details, see "*Terms of the Offer*" on page 499.

In case of any revision in the Price Band, the Bid/ Offer Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar unforeseen circumstances, our Company in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of one Working Day, subject to the Bid/ Issue Period not exceeding 10 Working Days, in compliance with the SEBI ICDR Regulations. Any revision in the Price Band, and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a public announcement and also by indicating the change on the websites of the BRLM and at the terminals of the members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank(s), as applicable. In case of revision of price band, the Bid lot shall remain the same.

In case of discrepancy in the data entered in the electronic book *vis-à-vis* the data contained in the physical Bid cum Application Form for a particular Bidder, the details as per the Bid file received from the Stock Exchanges may be taken as the final data for the purpose of Allotment.

OFFER PROCEDURE

All Bidders should read the General Information Document for investing in public offers prepared and issued in accordance with the circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 and the UPI Circulars (the "General Information Document") which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, the SCRA, the SCRR and the SEBI ICDR Regulations which is part of the Abridged Prospectus accompanying the Bid cum Application Form. The General Information Document is 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. The bidders should note that the details and process provided in the General Information Document should be read along with this section.

Additionally, all Bidders may refer to the General Information Document for information in relation to (i) category of bidders eligible to participate in the Offer; (ii) maximum and minimum Bid size; (iii) price discovery and allocation; (iv) payment instructions for ASBA Bidders/Applicants; (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 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.

Pursuant to the SEBI ICDR Master Circular, certain additional measures for streamlining the process of initial public offers and redressing investor grievances have been introduced. The provisions of these circulars are deemed to form part of this Draft Red Herring Prospectus. The provisions of the circular issued by the NSE having reference no. 25/2022 dated August 3, 2022, and the circular issued by BSE having reference no. 20220803-40 dated August 3, 2022, are also deemed to form part of this Draft Red Herring Prospectus. Further, the processing fees for applications made by Retail Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with the SEBI ICDR Master Circular. The Offer shall be undertaken pursuant to the processes and procedures as notified in the T+3 Notification, as applicable, subject to any circulars, clarification or notification issued by SEBI from time to time, including any circular, clarification or notification which may be issued by SEBI. The SEBI ICDR Master Circular has consolidated and rescinded the aforementioned circulars, to the extent they relate to the SEBI ICDR Regulations. The SEBI ICDR Master Circular has prescribed certain additional measures for streamlining the process of initial public offers and redressing investor grievances. Further, the provisions of the SEBI RTA Master Circular, which prescribe certain additional measures for streamlining the process of initial public offers and redressing investor grievances, are deemed to form part of this Draft Red Herring Prospectus.

Further, pursuant to SEBI RTA Master Circular and SEBI ICDR Master Circular, applications made using the ASBA facility in initial public offerings shall be processed only after application monies are blocked in the bank accounts of investors (all categories).

In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/Offer Closing Date, in accordance with the SEBI ICDR Master Circular, the Bidder shall be compensated at a uniform rate of ₹100 or 15% per annum of the Bid Amount, whichever is higher, per day for the entire duration of delay exceeding two Working Days from the Bid/Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in its sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. Further, in accordance with the T+3 Notification, the reduced timelines for refund of Application money have been made two days. The BRLM shall be the nodal entity for any issues arising out of public issuance process.

*SEBI vide its circular no. SEBI/HO/CFD/CFD-TPD-1/P/CIR/2024/55 dated May 24, 2024 ("**AV Circular**") (as incorporated in and to the extent not rescinded by the SEBI ICDR Master Circular) has introduced the disclosure of audiovisual presentation of disclosures made in offer documents. Pursuant to the SEBI ICDR Master Circular, investors are advised not to rely on any other document, content or information provided in respect to the public issue on the internet/online websites/social media platforms/micro-blogging platforms by finfluencers. Further, investors are advised to rely only on the information contained in the Offer document and Price Band Advertisement for making investment decision.*

Our Company, the Selling Shareholders and the BRLM, members of the Syndicate do not accept any responsibility for the completeness and accuracy of the information stated in this section and the GID and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Red Herring

Prospectus. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of the Equity Shares that can be held by them under applicable law or as specified in the Red Herring Prospectus and the Prospectus, when filed.

Further, our Company, the Selling Shareholders and the members of the Syndicate are not liable for any adverse occurrences consequent to the implementation of the UPI Mechanism for application in the Offer.

Pursuant to NSDL circular number NSDL/CIR/II/28/2023 dated August 8, 2023, and CDSL circular no. CDSL/OPS/RTA/POLCY/2023/161 dated August 8, 2023, our Company may request the Depositories to suspend/ freeze the ISIN in depository system till listing/ trading effective date. Pursuant to the aforementioned circulars, our Company may request the Depositories to suspend/ freeze the ISIN in depository system from or around the date of the Red Herring Prospectus till the listing and commencement of trading of our Equity Shares. The shareholders who intend to transfer the pre-Offer shares may request our Company and/ or the Registrar for facilitating transfer of shares under suspended/ frozen ISIN by submitting requisite documents to our Company and/ or the Registrar. Our Company and/ or the Registrar would then send the requisite documents along with applicable stamp duty and corporate action charges to the respective depository to execute the transfer of shares under suspended ISIN through corporate action. The transfer request shall be accepted by the Depositories from our Company till one day prior to Bid/ Offer Opening Date.

Book Building Procedure

This Offer is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process and is in compliance with Regulation 6(1) of the SEBI ICDR Regulations, wherein in terms of Regulation 32(1) of the SEBI ICDR Regulations, not more than 50% of the Net Offer shall be allocated on a proportionate basis to QIBs, provided that our Company, in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Allocation Price on a discretionary basis in accordance with the SEBI ICDR Regulations, of which 40% of the Anchor Investor Portion shall be reserved for allocation as follows (i) 33.33% to domestic Mutual Funds and (ii) 6.67% to Life Insurance Companies and Pension Funds, subject to valid Bids being received from domestic Mutual Funds, Life Insurance Companies and Pension Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations. Any under-subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds. In the event of under-subscription, or non-allotment in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, subject to availability of Equity Shares in the respective categories, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders out of which (a) one third of such portion shall be reserved for applicants with application size of more than ₹0.20 million and up to ₹1.00 million; and (b) two third of such portion shall be reserved for applicants with application size of more than ₹1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to RIBs in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, up to [●] Equity Shares of face value of ₹5 each, aggregating up to ₹[●] million shall be made available for allocation on a proportionate basis only to Eligible Employees Bidding in the Employee Reservation Portion, subject to valid Bids being received at or above the Offer Price, if any.

Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill over from any other category or combination of categories of Bidders at the discretion of our Company, in consultation with the BRLM, and the Designated Stock Exchange subject to receipt of valid Bids received at or above the Offer Price. Under-subscription, if any, in the QIB Portion, would not be allowed to be met with spill-over from any other category or a combination of categories.

Further, in the event of an under-subscription in the Employee Reservation Portion, such unsubscribed portion may be Allotted on a proportionate basis to Eligible Employees Bidding in the Employee Reservation Portion, for a value in excess of ₹0.20 million (net of employee discount, if any), subject to the total Allotment to an Eligible Employee not exceeding ₹0.50 million (net of employee discount, if any). The unsubscribed portion, if any, in the Employee Reservation Portion shall be added to the Net Offer.

Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and March 30, 2022, read with press release dated March 28, 2023.

The Equity Shares, on Allotment, shall be traded only in the dematerialized segment of the Stock Exchanges.

Bidders should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialised form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, PAN and UPI ID (for UPI Bidders Bidding through the UPI Mechanism), shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.

Phased implementation of UPI for Bids by RIB(s) as per the UPI Circulars.

SEBI has issued the UPI Circulars in relation to streamlining the process of public issue of, *inter alia*, equity shares. Pursuant to the UPI Circulars, the UPI Mechanism has been introduced in a phased manner as a payment mechanism (in addition to mechanism of blocking funds in the account maintained with SCSBs under ASBA) for applications by RIBs through Designated Intermediaries with the objective to reduce the time duration from public issue closure to listing from six Working Days to up to three Working Days. Considering the time required for making necessary changes to the systems and to ensure complete and smooth transition to the UPI payment mechanism, the UPI Circulars have introduced the UPI Mechanism in three phases in the following manner:

Phase I: This phase was applicable from January 1, 2019 until March 31, 2019 or floating of five main board public issues, whichever was later. Subsequently, the timeline for implementation of Phase I was extended till June 30, 2019. Under this phase, an RIB had the option to submit the ASBA Form with any of the Designated Intermediary and use his/ her UPI ID for the purpose of blocking of funds. The time duration from public issue closure to listing continued to be six Working Days.

Phase II: This phase became 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. SEBI vide its circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019 has decided to extend the timeline for implementation of UPI Phase II until March 31, 2020. Subsequently, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 extended the timeline for implementation of UPI Phase II until further notice. Under this phase, submission of the ASBA Form by RIBs through Designated Intermediaries (other than SCSBs) to SCSBs for blocking of funds was discontinued and replaced by the UPI Mechanism. However, the time duration from public issue closure to listing continued to be six Working Days during this phase.

Phase III: This phase became applicable on a voluntary basis for all issues opening on or after September 1, 2023 and on a mandatory basis for all issues opening on or after December 1, 2023, vide the T+3 Notification. In this phase, the time duration from public issue closure to listing has been reduced to three Working Days. The Offer shall be undertaken pursuant to the processes and procedures as notified in the T+3 Notification as applicable, subject to any circulars, clarification or notification issued by SEBI from time to time, including any circular, clarification or notification which may be issued by SEBI.

The Offer will be made under UPI Phase III of the UPI Circular (on mandatory basis). The Offer will be advertised in all editions of [●], a widely circulated English national daily newspaper, in all editions of [●], a widely circulated Hindi national daily newspaper, [●] editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located), each with wide circulation on or prior to the Bid/Offer Opening Date and such advertisement shall also be made available to the Stock Exchange for the purpose of uploading on their websites.

Pursuant to the UPI Circulars, SEBI has set out specific requirements for redressal of investor grievances for applications that have been made through the UPI Mechanism. The requirements of the UPI Circulars include, appointment of a nodal officer by the SCSB and submission of their details to SEBI, the requirement for SCSBs to send SMS alerts for the blocking and unblocking of UPI mandates, the requirement for the Registrar to submit details of cancelled, withdrawn or deleted applications, and the requirement for the bank accounts of unsuccessful Bidders to be unblocked no later than one Working Day from the date on which the Basis of Allotment is finalised. Failure to unblock the accounts within the timeline and submit confirmation of the unblock to the BRLM and Registrar to the Offer within the prescribed timelines would result in the SCSBs being penalised under the relevant

securities law. Additionally, if there is any delay in the redressal of investors' complaints, the relevant SCSB as well as the post–Offer BRLM will be required to compensate the concerned investor.

All SCSBs offering facility of making application in public offers shall also provide facility to make application using UPI. Our Company will be required to appoint SCSBs as the Sponsor Bank(s) to act as conduits between the Stock Exchanges and NPCI in order to facilitate collection of requests and / or payment instructions of the UPI Bidders.

The Sponsor Bank(s) shall host a web portals for intermediaries (closed user group) from the date of Bid/Offer Opening Date until the date of listing of the Equity Shares with details of statistics of mandate blocks/unblocks, performance of apps and UPI handles, down-time/network latency (if any) across intermediaries and any such processes having an impact/bearing on the Offer Bidding process.

The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the SCSBs only after such banks provide a written confirmation, in compliance with the SEBI ICDR Master Circular, in compliance with circulars prescribed by SEBI and applicable law.

Pursuant to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 ("**UPI Streamlining Circular**"), SEBI has set out specific requirements for redressal of investor grievances for applications that have been made through the UPI Mechanism. The requirements of the UPI Streamlining Circular include, appointment of a nodal officer by the SCSB and submission of their details to SEBI, the requirement for SCSBs to send SMS alerts for the blocking and unblocking of UPI mandates, the requirement for the Registrar to submit details of cancelled, withdrawn or deleted applications, and the requirement for the bank accounts of unsuccessful Bidders to be unblocked no later than one Working Day from the date on which the Basis of Allotment is finalised. Failure to unblock the accounts within the timeline would result in the SCSBs being penalised under the relevant securities law.

Further, in terms of the UPI Circulars, the payment of processing fees to the SCSBs shall be undertaken pursuant to an application made by the SCSBs to the BRLM, and such application shall be made only after (i) unblocking of application amounts for each application received by the SCSB has been fully completed, and (ii) applicable compensation relating to investor complaints has been paid by the SCSB.

SEBI through its circular SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, prescribed that all individual bidders applying in initial public offerings opening on or after May 1, 2022, where the application amount is up to ₹ 0.50 million, shall use UPI. Individual investors bidding under the Non-Institutional Portion bidding for more than ₹ 0.20 million and up to ₹ 0.50 million, using the UPI Mechanism, shall provide their UPI ID in the Bid cum-Application Form for Bidding through Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

Investors must ensure that their PAN is linked with Aadhaar and are in compliance with the notification issued by Central Board of Direct Taxes on February 13, 2020, and press release dated June 25, 2021 and September 17, 2021, CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023, read with subsequent circulars issued in relation thereto.

For details, refer to the General Information Document available on the websites of the Stock Exchanges and the BRLM.

Further, pursuant to the SEBI ICDR Master Circular, all UPI Bidders shall 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 stockbroker 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); or
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).

Bid cum Application Form

Copies of the Bid cum Application Form (other than for Anchor Investors) and the Abridged Prospectus will be available with the Designated Intermediaries at the Bidding Centres, and our Registered and Corporate Office. An electronic copy of the Bid cum Application Form will also be available for download on the websites of the Stock Exchanges (www.nseindia.com and www.bseindia.com) at least one day prior to the Bid/ Offer Opening Date. Further, Bid cum Application Form will have the QR code and link to access the Abridged Prospectus and Offer Documents.

Copies of the Anchor Investor Application Form, the Bid cum 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, which shall include the UPI Mechanism in case of UPI Bidders. Anchor Investors are not permitted to participate in the Offer through the ASBA process.

UPI Bidders bidding using the UPI Mechanism must provide the valid UPI ID in the relevant space provided in the Bid cum Application Form and the Bid cum Application Forms that do not contain the UPI ID are liable to be rejected.

Bidders (other than Anchor Investors and UPI Bidders Bidding using the UPI Mechanism) must provide either (i) the bank account details and authorisation to block funds in their respective ASBA Accounts, 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 to be rejected. Applications made using third party bank account or using third party linked bank account UPI ID are liable for rejection. UPI Bidders using the UPI Mechanism may also apply through the mobile applications using the UPI handles as provided on the website of the SEBI.

Since the Offer is made under Phase III of the UPI Circulars, ASBA Bidders may submit the ASBA Form in the manner below:

(i) RIBs (other than UPI Bidders) 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), provided by certain brokers.
(ii) UPI Bidders using 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 Non-Institutional Bidders (other than Non-Institutional Bidders using UPI Mechanism) may submit their ASBA Forms with SCSBs, Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs.

For all IPOs opening on or after September 1, 2022, as specified in SEBI ICDR Master Circular, all the ASBA applications in public offers shall be processed only after the application monies are blocked in the bidder's bank accounts. Stock Exchanges shall accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked. The circular is applicable for all categories of bidders viz. Retail, QIB and NIB and also for all modes through which the applications are processed. The ASBA Bidders, including UPI Bidders, shall ensure that they have sufficient balance in their bank accounts to be blocked through ASBA for their respective Bid as the application made by a Bidder shall only be processed after the Bid amount is blocked in the ASBA account of the Bidder.

Non-Institutional Bidders bidding through UPI Mechanism must provide the UPI ID in the relevant space provided in the Bid cum Application Form.

ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the Designated Intermediary, submitted at the Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stamp are liable to be rejected. UPI Bidders, may submit their ASBA Forms, including details of their UPI IDs, with the Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs. RIBs authorising an SCSB to block the Bid Amount in the ASBA Account may submit their ASBA Forms with the SCSBs (except UPI Bidders). ASBA Bidders must ensure that the ASBA Account has sufficient credit balance such that an amount equivalent to the full Bid Amount can be blocked by the SCSB or the Sponsor Bank(s), as applicable at the time of submitting the Bid.

UPI Bidders bidding through UPI Mechanism must provide the UPI ID in the relevant space provided in the Bid cum Application Form.

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 with the BRLM.

The prescribed colour of the Bid cum Application Form for the various categories is as follows:

Category	Colour of Bid cum Application Form*
Resident Indians, including resident QIBs, Non-Institutional Bidders, Retail Individual Bidders and Eligible NRIs applying on a non-repatriation basis	[●]
Non-Residents including Eligible NRIs applying on a repatriation basis, FPIs or FVCIs, registered multilateral and bilateral development financial institutions applying on a repatriation basis	[●]
Anchor Investors	[●]
Eligible Employees Bidding in the Employee Reservation Portion	[●]

* *Excluding electronic Bid cum Application Forms*

***Notes**:*

a. Electronic Bid cum Application forms and the Abridged Prospectus will also be available for download on the websites of the Stock Exchanges (www.nseindia.com and www.bseindia.com).

b. Bid cum Application Forms for Anchor Investors shall be available at the offices of the BRLM.

c. Bid cum Application Forms for Eligible Employees shall be available at the Registered and Corporate Office of our Company

In case of ASBA forms, the relevant Designated Intermediaries (other than SCSBs) shall submit/deliver the Bid cum Application Form to the respective SCSB, where the Bidder has a bank account and shall not submit it to any non-SCSB bank or any Escrow Bank. Further, SCSBs shall upload the relevant Bid details (including UPI ID in case of ASBA Forms under the UPI Mechanism) in the electronic bidding system of the Stock Exchanges and the Stock Exchanges validate the electronic bids with the records of the CDP for DP ID/Client ID and PAN, on a real time basis and bring inconsistencies to the notice of the relevant Designated Intermediaries, for rectification and re-submission within the time specified by Stock Exchanges. The Stock Exchanges shall accept the ASBA applications in their electronic bidding system only with a mandatory confirmation on application monies blocked. For UPI Bidders, the Stock Exchanges shall allow modification of either DP ID/Client ID or PAN ID, bank code and location code in the Bid details already uploaded.

For UPI Bidders using UPI Mechanism, the Stock Exchanges shall share the Bid details (including UPI ID) with the Sponsor Banks on a continuous basis through API integration to enable the Sponsor Banks to initiate UPI Mandate Request to RIBs for blocking of funds. The Sponsor Bank(s) shall initiate request for blocking of funds through NPCI to UPI Bidders, who shall accept the UPI mandate request for blocking of funds on their respective mobile applications associated with UPI ID linked bank account. In accordance with BSE Circular No: 20220803-40 and NSE Circular No: 25/2022, each dated August 3, 2022, for all pending UPI Mandate Requests, the Sponsor Banks 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 Bidding through the UPI Mechanism should accept UPI mandate requests for blocking of funds prior to the Cut-Off Time and all pending UPI mandate requests at the Cut-Off Time shall lapse. For ensuring timely information to bidders, SCSBs shall send SMS alerts as specified in SEBI ICDR Master Circular. 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 Banks, NPCI or the bankers to an offer) at whose end the lifecycle of the transaction has come to a halt. The NPCI shall share the audit trail of all disputed transactions/ bidder complaints to the Sponsor Bank(s) and the Bankers to the Offer. The Sponsor Banks and Bankers to the Offer shall provide the audit trail to the BRLM for analysing the same and fixing liability. For ensuring timely information to investors, SCSBs shall send SMS alerts as specified in the SEBI ICDR Master Circular.

The processing fees for applications made by the UPI Bidders using the UPI Mechanism may be released to the SCSBs only after such SCSBs provide written confirmation in compliance with the SEBI RTA Master Circular, in a format prescribed by SEBI or applicable law and such payment of processing fees to the SCSBs shall be made in compliance with circulars prescribed by SEBI and applicable law.

The Sponsor Banks will undertake a reconciliation of Bid requests received from Stock Exchanges and sent to NPCI and will also ensure that all the responses received from NPCI are sent to the Stock Exchanges platform with detailed error code and description, if any. Sponsor Banks and issuer banks shall download UPI settlement files and raw data files from the NPCI portal after every settlement cycle and do a three-way reconciliation with Banks UPI switch data, CBS data and UPI raw data. NPCI is to coordinate with issuer banks and Sponsor Banks on a continuous basis. The Sponsor Banks will also ensure that all the responses received from NPCI are sent to the Stock Exchanges platform with detailed error code and description, if any. Further, the Sponsor Banks will

undertake final reconciliation of all Bid requests and responses throughout their lifecycle on daily basis and share consolidated reports with the BRLM in the format and within the timelines as specified under the UPI Circulars.

The Sponsor Banks shall host web portals for intermediaries (closed user group) from the date of Bid / Offer Opening Date till the date of listing of the Equity Shares with details of statistics of mandate blocks/unblocks, performance of apps and UPI handles, down-time/network latency (if any) across intermediaries and any such processes having an impact / bearing on the Offer Bidding process.

Pursuant to NSE circular dated August 3, 2022, the following is applicable to all initial public offers opening on or after September 1, 2022:

a) Cut-off time for acceptance of UPI Mandate shall be up to 5:00 pm on the Bid/Offer Closing Date and existing process of UPI bid entry by syndicate members, Registrar to the Offer and Depository Participants shall continue till further notice.
b) There shall be no T+1 mismatch modification session for PAN-DP mismatch and bank/ location code on T+1 day for already uploaded bids. The dedicated window provided for mismatch modification on T+1 day shall be discontinued.
c) Bid entry and modification/ cancellation (if any) shall be allowed in parallel to the regular bidding period up to 5:00 pm on the Bid/Offer Closing Date.
d) Exchanges shall display bid details of only successful ASBA blocked applications i.e. application with latest status as RC100 – Block Request Accepted by Investor/ Client.

Electronic registration of Bids

a) The Designated Intermediary may register the Bids using the on-line facilities of the Stock Exchanges. The Designated Intermediaries can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line data file into the on-line facilities for Book Building on a regular basis before the closure of the Offer, subject to applicable laws.

b) On the Bid/Offer Closing Date, the Designated Intermediaries may upload the Bids until such time as may be permitted by the Stock Exchanges and as disclosed in the Red Herring Prospectus.

c) Only Bids that are uploaded on the Stock Exchanges Platform are considered for allocation/Allotment. The Designated Intermediaries are given until 5:00 pm IST for Retail Individual Bidders and Eligible Employees and 4:00 pm for Non-Institutional Bidders and QIBs, on the Bid/Offer Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/Offer Period after which the Stock Exchange(s) send the bid information to the Registrar to the Offer for further processing.

d) QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids.

Participation by Promoters and Promoter Group of our Company, the BRLM associates and affiliates of the BRLM and the Syndicate Member(s) and the persons related to the Promoters/Promoter Group/the BRLM and the Syndicate Member(s)

The BRLM and the Syndicate Members shall not be allowed to purchase Equity Shares in this Offer in any manner, except towards fulfilling their underwriting obligations. However, the associates and affiliates of the BRLM and the Syndicate Members may Bid for Equity Shares in the Offer, either in the QIB Portion or in the Non-Institutional Portion as may be applicable to such Bidders, where the allocation is on a proportionate basis or in any other manner as introduced under applicable laws and such subscription may be on their own account or on behalf of their clients. All categories of bidders, including associates or affiliates of the BRLM and Syndicate Members, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

The BRLM or any associates of the BRLM (except Mutual Funds sponsored by entities which are associates of the BRLM or insurance companies promoted by entities which are associate of BRLM or AIFs sponsored by the entities which are associate of the BRLM or FPIs other than individuals, corporate bodies and family offices which are associates of the BRLM) or pension funds with minimum corpus of ₹250.00 million and registered with the Pension Fund Regulatory and Development Authority established under Section 3(1) of the Pension Fund Regulatory and Development Authority Act, 2013, and sponsored by entities which are associates of the BRLM shall not apply in the Offer under the Anchor Investor Portion.

Further, the Promoter and members of their respective Promoter Groups, except to the extent of their respective Offered Shares, shall not participate by applying for Equity Shares in the Offer. Further, persons related to our Promoters and Promoter Group shall not apply in the Offer under the Anchor Investor Portion.

For the purposes of the above, a QIB who has the following rights will be deemed to be a person related to our Promoters or Promoter Group:

(i) rights under a shareholders' agreement or voting agreement entered into with our Promoters or Promoter Group;

(ii) veto rights; or

(iii) right to appoint any nominee director on the Board.

Further, an Anchor Investor shall be deemed to be an associate of the BRLM, if: (i) either of them controls, directly or indirectly through its subsidiary or holding company, not less than 15% of the voting rights in the other; or (ii) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other; or (iii) there is a common director, excluding a nominee director, amongst the Anchor Investor and the BRLM.

Bids by Mutual Funds

With respect to Bids by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserve the right to reject any Bid without assigning any reason thereof, subject to applicable law. Bids made by asset management companies or custodians of Mutual Funds shall specifically state names of the concerned schemes for which such Bids are made.

In case of a Mutual Fund, a separate Bid can be made in respect of each scheme of the Mutual Fund registered with SEBI and such Bids in respect of more than one scheme of the Mutual Fund will not be treated as multiple Bids provided that the Bids clearly indicate the scheme concerned for which the Bid has been made.

No Mutual Fund scheme shall bid 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 case of index funds or sector or industry specific schemes. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

Bids by Eligible Employees

The Bid must be for a minimum of [●] Equity Shares of face value of ₹5 each and in multiples of [●] Equity Shares of face value of ₹5 each thereafter so as to ensure that the Bid Amount payable by the Eligible Employee does not exceed ₹0.50 million.

However, the initial allocation to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹0.20 million. Allotment in the Employee Reservation Portion will be as detailed in the section "*Offer Structure*" on page 506.

However, Allotments to Eligible Employees in excess of ₹0.20 million *(net of employee discount, if any)* shall be considered on a proportionate basis, in the event of under-subscription in the Employee Reservation Portion, subject to the total Allotment to an Eligible Employee not exceeding ₹0.50 million *(net of employee discount, if any)*. Subsequent under-subscription, if any, in the Employee Reservation Portion shall be added back to the Net Offer.

Eligible Employees Bidding in the Employee Reservation Portion may Bid at the Cut-off Price.

Bids under the Employee Reservation Portion by Eligible Employees shall be:

(i) Made only in the prescribed Bid cum Application Form or Revision Form (i.e. [●] colour form).
(ii) Only Eligible Employees (excluding such other persons not eligible under applicable laws, rules, regulations and guidelines) would be eligible to apply in this Offer under the Employee Reservation Portion.
(iii) In case of joint bids, the Sole Bidder or the First Bidder shall be the Eligible Employee.

(iv) Bids by Eligible Employees may be made at Cut-off Price.
(v) Only those Bids, which are received at or above the Offer Price would be considered for allocation under this portion.
(vi) The Bids must be for a minimum of [●] Equity Shares of face value of ₹5 each and in multiples of [●] Equity Shares of face value of ₹5 each thereafter so as to ensure that the Bid Amount payable by the Eligible Employee subject to a maximum Bid Amount of ₹0.50 million.
(vii) Eligible Employees bidding in the Employee Reservation Portion can Bid through the UPI mechanism
(viii) If the aggregate demand in this portion is less than or equal to [●] Equity Shares of face value of ₹5 each at or above the Offer Price, full allocation shall be made to the Eligible Employees to the extent of their demand.
(ix) Bids by Eligible Employees in the Employee Reservation Portion and in the Net Offer portion shall not be treated as multiple Bids. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids in any or all categories.
(x) Eligible Employees should mention their employee number at the relevant place in the Bid cum Application Form or Revision Form.

In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹0.20 million *(net of employee discount, if any)*, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹0.50 million *(net of employee discount, if any)*.

If the aggregate demand in this portion is greater than [●] Equity Shares of face value of ₹5 each at or above the Offer Price, the allocation shall be made on a proportionate basis. For the method of proportionate basis of Allotment, see "*Offer Procedure*" on page 511.

Bids by Eligible NRIs

Eligible NRIs Bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents ([●] in colour). Eligible NRIs Bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents ([●] in colour). Only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment.

Non-resident Indian applicants may please note that only such applications as are accompanied by payment in free foreign exchange shall be considered for allotment under the reserved category. The non-resident Indians who intend to make payment through Non-Resident Ordinary accounts shall use the form meant for Resident Indians and shall not use the forms meant for reserved category.

Eligible NRIs may obtain copies of Bid cum Application Form from the Designated Intermediaries. Eligible NRI Bidders Bidding on a repatriation basis by using the Non-Resident Forms should authorise their respective SCSB (if they are Bidding directly through the SCSB) or confirm or accept the UPI Mandate Request (in case of UPI Bidders) to block their Non- Resident External ("**NRE**") accounts, or FCNR accounts, and eligible NRI Bidders Bidding on a non-repatriation basis by using Resident Forms should authorize their respective SCSBs (if they are Bidding directly through SCSB) or confirm or accept the UPI Mandate Request (in case of UPI Bidders) to block their Non-Resident Ordinary ("**NRO**") accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. Eligible NRIs applying on a non-repatriation basis in the Offer through the UPI Mechanism are advised to enquire with their relevant bank, whether their account is UPI linked, prior to submitting a Bid cum Application Form.

Participation of Eligible NRIs in the Offer shall be subject to compliance with the FEMA NDI Rules. In accordance with the FEMA NDI Rules, the total holding by any individual NRI, on a repatriation basis, shall not exceed 5% of the total paid-up Equity Share capital on a fully diluted basis or shall not exceed 5% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrant. Provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the general body of the Indian company. Pursuant to the special resolution dated August 8, 2026 passed by our Shareholders, the aggregate ceiling of 10% was raised to 24%.

NRIs will be permitted to apply in the Offer through Channel I or Channel II (as specified in the UPI Circulars). Further, subject to applicable law, NRIs may use Channel IV (as specified in the UPI Circulars) to apply in the Offer, provided the UPI facility is enabled for their NRE/ NRO accounts.

For details of restrictions on investment by NRIs, see "*Restrictions on Foreign Ownership of Indian Securities*" on page 535.

Participation of Eligible NRIs in the Offer shall be subject to the FEMA NDI Rules. Only Bids accompanied by payment in Indian rupees or fully converted foreign exchange will be considered for Allotment.

Bids by HUFs

Bids by Hindu Undivided Families or HUFs should be made, in the individual name of the Karta. The Bidder/Applicant should specify that the Bid is being made in the name of the HUF in the Bid cum Application Form/Application Form as follows: "Name of sole or first Bidder/Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Bids/Applications by HUFs may be considered at par with Bids/Applications from individuals.

Bids by FPIs

An FPI may purchase or sell equity shares of an Indian company which is listed or to be listed on a recognised stock exchange in India, and/or may purchase or sell securities other than equity instruments.

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.

In terms of the SEBI FPI Regulations, the investment in Equity Shares by a single FPI or an investor group (which means multiple entities registered as FPIs and directly or indirectly having common ownership of more than 50% or common control) must be below 10% of our total paid-up Equity Share capital on a fully diluted basis. Further, in terms of the FEMA NDI Rules, the total holding by each FPI (or a group) shall be less than 10% of the total paid-up Equity Share capital of our Company on a fully diluted basis and the aggregate limit for FPI investments shall be sectoral caps applicable to our Company, which is 100% of the total paid-up Equity Share capital of our Company on a fully diluted basis.

In terms of the FEMA Non-debt Instruments Rules, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

In case the total holding of an FPI increases beyond 10% of the total paid-up Equity Share capital, on a fully diluted basis or 10% or more of the paid-up value of any series of debentures or preference shares or share warrants issued that may be issued by our Company, the total investment made by the FPI will be re-classified as FDI subject to the conditions as specified by SEBI and the RBI in this regard and our Company and the bidder will be required to comply with applicable reporting requirements.

In case of Bids made by FPIs, a certified copy of the certificate of registration issued under the SEBI FPI Regulations is required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid without assigning any reason. FPIs who wish to participate in the Offer are advised to use the Bid cum Application Form for Non-Residents ([●] in colour).

As specified in the General Information Document, it is hereby clarified that bids received from FPIs bearing the same PAN shall be treated as multiple Bids and are liable to be rejected, except for Bids from FPIs that utilize the multiple investment manager structure in accordance with the Operational Guidelines for Foreign Portfolio Investors and Designated Depository Participants issued to facilitate implementation of SEBI FPI Regulations ("**MIM Structure**"), provided such Bids have been made with different beneficiary account numbers, Client IDs and DP IDs. Accordingly, it should be noted that multiple Bids received from FPIs, who do not utilize the MIM Structure, and bear the same PAN, are liable to be rejected. In order to ensure valid Bids, FPIs making multiple Bids using the same PAN, and with different beneficiary account numbers, Client IDs and DP IDs, are required to provide a confirmation along with each of their Bid cum Application Forms that the relevant FPIs making multiple Bids utilize the MIM Structure and indicate the name of their respective investment managers in such confirmation. In the absence of such confirmation from the relevant FPIs, such multiple Bids are liable to be rejected. Further, in the following cases, the bids by FPIs will not be considered as multiple Bids: involving (i) the MIM Structure and indicating the name of their respective investment managers in such confirmation; (ii) offshore derivative instruments ("**ODI**") which have obtained separate FPI registration for ODI and proprietary derivative investments; (iii) sub funds or separate class of investors with segregated portfolio who obtain separate FPI registration; (iv) FPI registrations granted at investment strategy level/sub fund level where a collective investment scheme or fund has multiple investment strategies/sub-funds with identifiable differences and managed by a single investment manager; (v) multiple branches in different jurisdictions of foreign bank

registered as FPIs; (vi) Government and Government related investors registered as Category 1 FPIs; and (vii) Entities registered as Collective Investment Scheme having multiple share classes.

To ensure compliance with the above requirement, SEBI, pursuant to the master circular with reference number SEBI/HO/AFD-2/CIR/P/2022/175 dated December 19, 2022, has directed that at the time of finalisation of the Basis of Allotment, the Registrar shall (i) use the PAN issued by the Income Tax Department of India for checking compliance for a single FPI; and (ii) obtain validation from Depositories for the FPIs who have bid in the Offer to ensure there is no breach of the investment limit, within the timelines for offer procedure, as prescribed by SEBI from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 21 of the SEBI FPI Regulations, an FPI, may issue, subscribe to or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by a FPI against securities held by it in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only by persons registered as Category I FPIs; (ii) such offshore derivative instruments are issued only to persons eligible for registration as Category I FPIs; (iii) such offshore derivative instruments are issued after compliance with 'know your client' norms; and (iv) such other conditions as may be specified by SEBI from time to time.

An FPI issuing offshore derivative instruments is also required to ensure that any transfer of offshore derivative instruments issued by or on its behalf, is carried out subject to *inter alia* the following conditions:

(a) such offshore derivative instruments are transferred only to persons in accordance with Regulation 21(1) of the SEBI FPI Regulations; and
(b) prior consent of the FPI is obtained for such transfer, except when the persons to whom the offshore derivative instruments are to be transferred to are pre-approved by the FPI.

Participation of FPIs in the Offer shall be subject to the FEMA NDI Rules.

Please note that in terms of the General Information Document, the maximum Bid by any Bidder including QIB Bidder should not exceed the investment limits prescribed for them under applicable laws. Further, MIM Bids by an FPI Bidder utilising the MIM Structure shall be aggregated for determining the permissible maximum Bid. Further, please note that as disclosed in the Draft Red Herring Prospectus read with the General Information Document, Bid Cum Application Forms are liable to be rejected in the event that the Bid in the Bid cum Application Form "*exceeds the Offer size and/or investment limit or maximum number of the Equity Shares that can be held under applicable laws or regulations or maximum amount permissible under applicable laws or regulations, or under the terms of the Red Herring Prospectus*."

FPI must ensure that any Bid by a single FPI and/ or an investor group (which means the same multiple entities having common ownership directly or indirectly of more than 50% or common control) (collective, the "**FPI Group**") shall be below 10% of the total paid-up Equity Share capital of our Company on a fully diluted basis. Any Bids by FPIs and/ or the FPI Group (including but not limited to (a) FPIs Bidding through the MIM Structure; or (b) FPIs with separate registrations for offshore derivative instruments and proprietary derivative instruments) for 10% or more of our total paid-up post Offer Equity Share capital shall be liable to be rejected.

In terms of paragraph 3(b) of Schedule I of the FEMA NDI Rules, our Company is categorised as a company that undertakes 'other financial services', and is not regulated by any financial sector regulator(s). Accordingly, in terms of the FEMA NDI Rules and the FDI Policy, FDI in our Company is permitted up to 100% of the paid-up share capital of our Company under the government approval route, subject to compliance with certain prescribed conditions. Accordingly, participation of Non Residents in the Offer are restricted to (i) FPIs under Schedule II of the FEMA NDI Rules, subject to the limit of the individual holding of an FPI being below 10% of the post-Offer paid-up capital of our Company and the aggregate limit for FPI investment not exceeding 100% (being the sectoral limit); and (ii) and Eligible NRIs under Schedule IV of the FEMA NDI Rules only on a non-repatriation basis, each in accordance with and subject to the FEMA NDI Rules. For details see – "*Restrictions on Foreign Ownership of Indian Securities*" on page 535.

Bids under Power of Attorney

In case of Bids made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, eligible FPIs, AIFs, Mutual Funds, insurance companies, insurance finds set up by the army, navy or air force of India, insurance funds set up by the Department of Posts, India or the National Investment Fund and

provident funds with a minimum corpus of ₹250.00 million and pension funds with a minimum corpus of ₹250.00 million, registered with the Pension Fund Regulatory and Development Authority established under sub-section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013 (in each case, subject to applicable law and in accordance with their respective constitutional documents), a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws, as applicable must be lodged along with the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to accept or reject any Bid in whole or in part, in either case, without assigning any reasons thereof.

Our Company, in consultation with the BRLM, in their absolute discretion, reserve the right to relax the above condition of simultaneous lodging of the power of attorney along with the Bid cum Application Form, subject to such terms and conditions that our Company, in consultation with the BRLM, may deem fit, without assigning any reasons thereof.

Bids by SEBI registered VCFs, AIFs and FVCIs

The SEBI FVCI Regulations *inter alia*, prescribe the investment restrictions on VCFs, and FVCIs registered with SEBI. Further, the SEBI AIF Regulations prescribe, amongst others, the investment restrictions on AIFs. Accordingly, the holding in any company by any individual VCF or FVCI registered with SEBI should not exceed 25% of the corpus of the VCF or FVCI. Further, subject to FEMA NDI Rules, VCFs and FVCIs can invest only up to 33.33% of the investible funds in various prescribed instruments, including in public offerings.

Category I AIFs and Category II AIFs cannot invest more than 25% of the investible funds in an investee company directly or through investment in the units of other AIF. A Category III AIFs cannot invest more than 10% of the investible funds in an investee company directly or through investment in the units of other AIF. A VCF registered as a Category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than one-third of its investible funds by way of subscription to an initial public offering of a venture capital undertaking. Pursuant to the repeal of the SEBI VCF Regulations, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the SEBI VCF Regulations until the existing fund or scheme managed by the fund is wound up and such fund shall not launch any new scheme after the notification of the SEBI AIF Regulations. Our Company, the Selling Shareholders, severally and not jointly, and the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

Participation of VCFs, AIFs or FVCIs in the Offer shall be subject to the FEMA NDI Rules.

All non-resident bidders should note that refunds (in case of Anchor Investors), dividends and other distributions, if any, will be payable in Indian Rupees only and net of bank charges and commission.

Our Company or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

Bids by limited liability partnerships

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof.

Bids by banking companies

In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended ("**Banking Regulation Act**"). and the Master Direction - Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, as amended, is 10% of the paid-up share capital of the investee company, not being its subsidiary engaged in non-financial services, or 10% of the banking company's own paid-up share capital and reserves, whichever is less. Further, the aggregate investment by a banking company in subsidiaries and other entities engaged in financial and non-financial services company cannot exceed 20% of the bank's paid-up share capital and reserves. However, a banking company would be permitted to invest in excess

of 10% but not exceeding 30% of the paid-up share capital of such investee company, subject to prior approval of the RBI, if (i) the investee company is engaged in non-financial activities permitted for banking companies in terms of Section 6(1) of the Banking Regulation Act; (ii) the additional acquisition is through restructuring of debt, or to protect the banking company's interest on loans/investments made to a company; (iii) hold along with its subsidiaries, associates or joint ventures or entities directly or indirectly controlled by the bank; and mutual funds managed by asset management companies controlled by the bank, more than 20% of the investee company's paid up share capital engaged in non-financial services. However, this cap doesn't apply to the cases mentioned in (i) and (ii) above.

Further, the aggregate investment by a banking company in all its subsidiaries and other entities engaged in financial services and non-financial services, including overseas investments, cannot exceed 20% of the banking company's paid up share capital and reserves.

The banking company 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 investment in a (i) subsidiary or a financial services company that is not a subsidiary (with certain exceptions prescribed); and (ii) non-financial services company in excess of 10% of such investee company's paid-up share capital as stated in para 5(a)(v)(c)(i) of the Master Direction - Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, as amended.

Bids by SCSBs

SCSBs participating in the Offer are required to comply with the terms of the SEBI ICDR Master Circular issued by SEBI. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public offers and clear demarcated funds should be available in such account for such applications.

Bids by Insurance Companies

In case of Bids made by insurance companies registered with the IRDAI, a certified copy of certificate of registration issued by IRDAI must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof, subject to applicable law.

- The exposure norms for insurers are prescribed under the Insurance Regulatory and Development Authority of India (Actuarial, Finance and Investment) Regulations, 2024, read with the Master Circular on Insurance Regulatory and Development Authority of India (Actuarial, Finance and Investment) Regulations, 2024, each as amended ("**IRDAI Investment Regulations**") are broadly set forth below: equity shares of a company: the lower of 10%* of the outstanding equity shares (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 or health insurer;
- 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 health insurer or 15% of the investment assets in all companies belonging to the group, whichever is lower; and
- the industry sector in which the investee company operates: not more than 15% of the fund of a life insurer or a general insurer or a reinsurer or health insurer 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 the investment assets of a life insurer or general insurer and the amount calculated under (a), (b) and (c) above, as the case may be.

** The above limit of 10% shall stand substituted as 15% of outstanding equity shares (face value) for insurance companies with investment assets of ₹2,500,000 million or more and 12% of outstanding equity shares (face value) for insurers with investment assets of ₹500,000 million or more but less than ₹2,500,000 million.*

Insurance companies participating in the Offer are advised to refer to the IRDAI Investment Regulations for specific investment limits applicable to them and shall comply with all applicable regulations, guidelines and circulars issued by IRDAI from time to time.

Bids by provident funds/ pension funds

In case of Bids made by provident funds/pension funds with minimum corpus of ₹250.00 million, registered with the Pension Fund Regulatory and Development Authority established under sub-section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013, subject to applicable law, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid, without assigning any reason thereof.

Bids by Systemically Important Non-Banking Financial Companies

In case of Bids made by Systemically Important NBFCs registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, (ii) certified copy of its last audited financial statements on a standalone basis, (iii) a net worth certificate from its statutory auditor, and (iv) such other approval as may be required by the Systemically Important NBFCs, are required to be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof, subject to applicable law. Systemically Important NBFCs participating in the Offer shall comply with all applicable regulations, guidelines and circulars issued by RBI from time to time. The investment limit for Systemically Important NBFCs shall be as prescribed by RBI from time to time.

Bids by Anchor Investors

In accordance with the SEBI ICDR Regulations, in addition to details and conditions mentioned in this section, the key terms for participation by Anchor Investors are provided below:

1. Anchor Investor Application Forms will be made available for the Anchor Investor Portion 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 exceeds ₹100.00 million. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of ₹100.00 million.

3. 40% of the Anchor Investor Portion will be reserved for allocation as follows (i) 33.33% to domestic Mutual Funds and (ii) 6.67% to life insurance companies and pension funds. In case of any under-subscription under clause (ii), the allocation shall be made to domestic Mutual Funds.

4. Bidding for Anchor Investors will open one Working Day before the Bid/Offer Opening Date, and will be completed on the same day.

5. Our Company, in consultation with the BRLM, will finalize allocation to the Anchor Investors on a discretionary basis, provided that the minimum number of Allottees in the Anchor Investor Portion will not be less than: (a) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is up to ₹2,500.00 million, subject to a minimum Allotment of ₹50.00 million per Anchor Investor; and (b) in case of allocation above ₹2,500.00 million under the Anchor Investor Portion, a minimum of five Anchor Investors and a maximum of 15 Anchor Investors for allocation up to ₹2,500.00 million, and an additional 15 Anchor Investors for every additional ₹2,500.00 million, subject to minimum Allotment of ₹50.00 million per Anchor Investor.

6. Allocation to Anchor Investors will be completed on the Anchor Investor Bidding Date. The number of Equity Shares allocated to Anchor Investors and the price at which the allocation is made, will be made available in the public domain by the BRLM before the Bid/Offer Opening Date, through intimation to the Stock Exchanges.

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 between the Offer Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors on the Anchor Investor Pay-in Date specified in the CAN. 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. 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 90 days from the date of Allotment, while the remaining 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 30 days from the date of Allotment.

10. Neither the BRLM nor any associate of the BRLM (except Mutual Funds sponsored by entities which are associates of the BRLM or insurance companies promoted by entities which are associate of BRLM or AIFs sponsored by the entities or pensions funds sponsored by entities which are associate of the BRLM or FPIs, other than individuals, corporate bodies and family offices which are associate of the and BRLM or pension funds with minimum corpus of ₹250.00 million and registered with the Pension Fund Regulatory and Development Authority established under Section 3(1) of the Pension Fund Regulatory and Development Authority Act, 2013, and sponsored by entities which are associates of the BRLM) can apply in the Offer under the Anchor Investor Portion.

11. Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

For more information, please read the General Information Document.

The information set out above is given for the benefit of the Bidders. Our Company, the Selling Shareholders, severally and not jointly and the Book Running Lead Manager are not liable for any amendments or modification or changes to applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of the Equity Shares that can be held by them under applicable law or regulations, or as will be specified in the Red Herring Prospectus and the Prospectus.

Information for Bidders

The relevant Designated Intermediary will enter a maximum of three Bids at different price levels opted in the Bid cum Application Form and such options are not considered as multiple Bids. It is the Bidder's responsibility to obtain the acknowledgment slip from the relevant Designated Intermediary. The registration of the Bid by the Designated Intermediary does not guarantee that the Equity Shares shall be allocated/Allotted. Such Acknowledgement Slip will be non-negotiable and by itself will not create any obligation of any kind. When a Bidder revises his or her Bid, he /she shall surrender the earlier Acknowledgement Slip and may request for a revised acknowledgment slip from the relevant Designated Intermediary as proof of his or her having revised the previous Bid.

In relation to electronic registration of Bids, the permission given by the Stock Exchanges to use their network and software of the electronic bidding system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company, the Selling Shareholders and/or the BRLM is cleared or approved by the Stock Exchanges; nor does it in any manner warrant, certify or endorse the correctness or completeness of compliance with the statutory and other requirements, nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Draft Red Herring Prospectus or the Red Herring Prospectus; nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges

General Instructions

QIB Bidders and Non-Institutional Bidders are not allowed to withdraw their Bid(s) or lower the size of their Bid(s) (in terms of quantity of Equity Shares or the Bid Amount) at any stage. Anchor Investors are not allowed to withdraw their Bids after the Anchor Investor Bidding Date. RIBs and Eligible Employees Bidding in the Employee Reservation Portion can revise their Bids during the Bid/ Offer Period and withdraw their Bids until Bid/ Offer Closing Date.

***Do's*:**

1. Check if you are eligible to apply as per the terms of the Red Herring Prospectus and under applicable law, rules, regulations, guidelines and approvals. 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 in the case of Anchor Investors) have mentioned the correct details of ASBA Account (i.e. bank account number) in the Bid cum Application Form if you are not an UPI Bidder in the Bid cum Application Form and if you are an UPI Bidder 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. UPI Bidders through the SCSBs and mobile applications shall ensure that the name of the bank appears in the list of SCSBs which are live on UPI, as displayed on the SEBI website. UPI Bidders shall ensure that the name of the app and the UPI handle which is used for making the application appears in Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/COR/P/2019/85 dated July 26, 2019;

6. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the relevant Bidding Centre (except in case of electronic Bids) within the prescribed time. Bidders (other than Anchor Investors) shall submit the Bid cum Application Form in the manner set out in the GID;

7. Ensure that you mandatorily have funds equal to or higher than the Bid Amount in the ASBA Account maintained with the SCSB before submitting the ASBA Form to the relevant Designated Intermediaries;

8. If the First Bidder is not the bank account holder, ensure that the Bid cum Application Form is signed by the account holder. Ensure that you have an account with an SCSB and have mentioned the correct bank account number in the Bid cum Application Form (for all ASBA Bidders other than UPI Bidders);

9. Ensure that the signature of the First Bidder in case of joint Bids, is included in the Bid cum Application Forms;

10. Ensure that you request for and receive a stamped acknowledgement counterfoil or acknowledgment specifying the application number as a proof of having accepted Bid cum Application Form for all your Bid options from the concerned Designated Intermediary;

11. The ASBA bidders shall ensure that bids above ₹0.50 million, are uploaded only by the SCSBs;

12. 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 only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. Ensure that the signature of the First Bidder is included in the Bid cum Application Forms;

13. UPI Bidders Bidding in the Offer to ensure that they shall use only their own ASBA Account or only their own bank account linked UPI ID to make an application in the Offer and not ASBA Account or bank account linked UPI ID of any third party;

14. Bidders not using the UPI Mechanism, should submit their Bid cum Application Form directly with SCSBs and/or the designated branches of SCSBs or the relevant Designated Intermediary, as applicable;

15. UPI Bidders in the Offer to ensure that they shall use only their own ASBA Account or only their own bank account linked UPI ID which is UPI 2.0 certified by NPCI to make an application in the Offer and not ASBA Account or bank account linked UPI ID of any third party;

16. Ensure that you submit the revised Bids to the same Designated Intermediary, through whom the original Bid was placed and obtain a revised acknowledgment;

17. 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 Banks, 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, ensure that you authorise the UPI Mandate Request, including in case of any revision of Bids, raised by the Sponsor Banks for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment;

18. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of the SEBI circular no. MRD/Dop/Cir-20/2008 dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, (ii) submitted by bidders 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 a SEBI circular no. MRD/DoP/SE/Cir- 8 /2006 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 IT Act. The exemption for the Central or the State Government and officials appointed by the courts and for bidders residing in the State of Sikkim is subject to (a) the Demographic Details received from the respective depositories confirming the exemption granted to the beneficial 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;

19. Ensure that the Demographic Details are updated, true and correct in all respects;

20. 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;

21. Ensure that the category and the bidder 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;

22. Ensure that in case of Bids under power of attorney or by limited companies, corporates, trust, etc., relevant documents including a copy of the power of attorney, if applicable, are submitted;

23. Ensure that Bids submitted by any person resident outside India is in compliance with applicable foreign and Indian laws;

24. UPI Bidders who wish to Bid should submit Bid with the Designated Intermediaries, pursuant to which the UPI Bidder should ensure acceptance of the UPI Mandate Request received from the Sponsor Bank(s) to authorise blocking of funds equivalent to the revised Bid Amount in the UPI Bidder's ASBA Account;

25. Since the Allotment will be in demat form only, ensure that the Bidder's depository account is active, the correct DP ID, Client ID, the PAN, UPI ID, if applicable, are mentioned in their Bid cum Application Form and that the name of the Bidder, the DP ID, Client ID, the PAN and UPI ID, if applicable, 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, PAN and UPI ID, if applicable, available in the Depository database;

26. RIBs who wish to revise their Bids using the UPI Mechanism, should submit the revised Bid with the Designated Intermediaries, pursuant to which RIBs should ensure acceptance of the UPI Mandate Request received from the Sponsor Banks to authorise blocking of funds equivalent to the revised Bid Amount in the RIB's ASBA Account;

27. Ensure that you have accepted the UPI Mandate Request received from the Sponsor Banks prior to 12:00 p.m. IST of the Working Day immediately after the Bid/ Offer Closing Date;

28. Anchor Investors should submit the Anchor Investor Application Forms to the BRLM;

29. FPIs making MIM Bids using the same PAN, and different beneficiary account numbers, Client IDs and

DP IDs, are required to submit a confirmation that their Bids are under the MIM structure and indicate the name of their investment managers in such confirmation which shall be submitted along with each of their Bid cum Application Forms. In the absence of such confirmation from the relevant FPIs, such MIM Bids shall be rejected;

30. Bids by Eligible NRIs for a Bid Amount of less than ₹0.20 million would be considered under the retail portion for the purposes of allocation and Bids for a Bid Amount exceeding ₹0.20 million would be considered under the non-institutional portion for allocation in the Offer;

31. UPI Bidders shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. Upon the authorisation of the mandate using his/her UPI PIN, an 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 authorised the Sponsor Banks to block the Bid Amount mentioned in the Bid Cum Application Form;

32. Ensure that while Bidding through a Designated Intermediary, the Bid cum Application Form (other than for Anchor Investors and UPI Bidders) 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 www.sebi.gov.in);

33. Bidders (except UPI Bidders) should instruct their respective banks to release the funds blocked in the ASBA account under the ASBA process. In case of RIBs, once the Sponsor Bank(s) issues the Mandate Request, the RIBs 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;

34. UPI Bidders who have revised their Bids subsequent to making the initial Bid should also approve the revised UPI Mandate Request generated by the Sponsor Bank(s) to authorize blocking of funds equivalent to the revised Bid Amount and subsequent debit of funds in case of Allotment in a timely manner; and

35. Ensure that your PAN is linked with Aadhaar and you are in compliance with the notification of the Central Board of Direct Taxes dated February 13, 2020 and press release dated June 25, 2021.

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 pay the Bid Amount in cheques, demand drafts or by cash, money order, postal order or by stock invest;

3. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;

4. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);

5. Do not instruct your respective banks to release the funds blocked in the ASBA Account under the ASBA process;

6. Do not submit the Bid for an amount more than funds available in your ASBA account;

7. Do not submit Bids on plain paper or on incomplete or illegible Bid cum Application Forms or on Bid cum Application Forms in a colour prescribed for another category of a Bidder;

8. In case of ASBA Bidders, do not submit more than one ASBA Form ASBA Account;

9. If you are an UPI Bidder, do not submit more than one Bid cum Application Form for each UPI ID;

10. Anchor Investors should not Bid through the ASBA process;

11. Do not submit the ASBA Forms to any Designated Intermediary that is not authorised to collect the relevant ASBA Forms or to our Company;

12. Do not Bid on a Bid cum Application Form that does not have the stamp of the relevant Designated Intermediary;

13. Do not submit the General Index Register (GIR) number instead of the PAN;

14. Do not submit incorrect details of the DP ID, Client ID, 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;

15. 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;

16. 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);

17. Do not submit a Bid/revise a Bid Amount, with a price less than the Floor Price or higher than the Cap Price;

18. Do not submit a Bid using UPI ID, if you are not a UPI Bidder;

19. Do not Bid on another Bid cum Application Form or the Anchor Investor Application Form, as the case may be, after you have submitted a Bid to any of the Designated Intermediaries;

20. Do not Bid for Equity Shares more than what is specified for each category;

21. If you are a QIB, do not submit your Bid after 3 p.m. IST on the QIB Bid/Offer Closing Date (for online applications) and after 12:00 p.m. on the Bid/ Offer Closing Date (for physical applications);

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 bidding limit or maximum number of the Equity Shares that can be held under applicable laws or regulations or maximum amount permissible under applicable laws or regulations, or under the terms of the Red Herring Prospectus;

23. 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. RIBs or Eligible Employees Bidding in the Employee Reservation Portion can revise or withdraw their Bids on or before the Bid/ Offer Closing Date;

24. Do not submit Bids to a Designated Intermediary at a location other than the Bidding Centres. If you are UPI Bidder, do not submit the ASBA Form directly with SCSBs;

25. If you are an UPI Bidder which is submitting the ASBA Form with any of the Designated Intermediaries and using your UPI ID for the purpose of blocking of funds, do not use any third party bank account or third party linked bank account UPI ID;

26. Do not Bid if you are an OCB;

27. UPI Bidders using the incorrect UPI handle or using a bank account of an SCSB and/ or mobile applications which is not mentioned in the list provided on the SEBI website is liable to be rejected;

28. Do not submit the Bid cum Application Forms to any non-SCSB bank;

29. Do not submit a Bid cum Application Form with third party ASBA Bank Account or UPI ID (in case of Bids submitted by UPI Bidder);

30. Do not Bid for a Bid Amount exceeding ₹0.20 million (for Bids by Retail Individual Bidders and Eligible Employees Bidding in the Employee Reservation Portion);

31. 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; and

32. In case of ASBA Bidders (other than 3 in 1 Bids) Syndicate Members shall ensure that they do not upload any bids above ₹0.50 million.

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 list available on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 and updated from time to time and at such other websites as may be prescribed by SEBI from time to time is liable to be rejected.

Grounds for technical rejection

In addition to the grounds for rejection of Bids on technical grounds as provided in the GID, Bidders are requested to note that Bids maybe rejected on the following additional technical grounds:

1. Bids submitted without instruction to the SCSBs to block the entire Bid Amount;

2. Bids which do not contain details of the Bid Amount and the bank account details in the ASBA Form;

3. Bids submitted on a plain paper;

4. Bids submitted by UPI Bidders through an SCSBs and/or using a mobile application or UPI handle, not listed on the website of SEBI;

5. Bids under the UPI Mechanism submitted by UPI Bidders using third-party bank accounts or using a third-party linked bank account UPI ID (subject to availability of information regarding third-party account from Sponsor Bank(s));

6. Anchor Investors should submit Anchor Investor Application Form only to the BRLM;

7. 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;

8. ASBA Form by the UPI Bidders using third party bank accounts or using third party linked bank account UPI IDs;

9. ASBA Form submitted to a Designated Intermediary does not bear the stamp of the Designated Intermediary;

10. Bids submitted without the signature of the First Bidder or Sole Bidder;

11. The ASBA Form not being signed by the account holders, if the account holder is different from the Bidder;

12. Bids by persons for whom PAN details have not been verified and whose beneficiary accounts are "suspended for credit" in terms of SEBI circular CIR/MRD/DP/ 22 /2010 dated July 29, 2010;

13. GIR number furnished instead of PAN;

14. Bids by RIBs with Bid Amount of a value of more than ₹0.20 million;

15. Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals;

16. Bids accompanied by stock invest, money order, postal order, or cash; and

17. Bids uploaded by QIBs after 4.00 pm on the QIB Bid/Offer Closing Date and by Non-Institutional Bidders uploaded after 4.00 p.m. on the Bid/Offer Closing Date, and Bids by RIBs and Eligible Employees Bidding in the Employee Reservation Portion uploaded after 5.00 p.m. on the Bid/Offer Closing Date, unless extended by the Stock Exchanges. On Bid/Offer Closing Date, extension of time may be granted by Stock Exchanges only for uploading Bids received by RIBs and Eligible Employees Bidding in the Employee Reservation Portion, after taking into account the total number of Bids received and as reported by the BRLM to the Stock Exchanges.

Further, in case of any pre-Offer or post-Offer related issues regarding share certificates/ demat credit/refund orders/unblocking etc., bidders can reach out to our Company Secretary and Compliance Officer. For details of our Company Secretary and Compliance Officer, see "*General Information*" and "*Our Management*" on pages 87 and 316, respectively.

In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/ Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% p.a. of the Bid Amount, whichever is higher for the entire duration of delay exceeding two Working Days from the Bid/ Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The Book Running Lead Manager shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. Further, Bidders shall be entitled to compensation in the manner specified in the SEBI ICDR Master Circular (to the extent applicable) in case of delays in resolving investor grievances in relation to blocking/unblocking of funds.

The BRLM shall be the nodal entity for any issues arising out of public issuance process. In terms of Regulation 23(5) and Regulation 52 of SEBI ICDR Regulations, the timelines and processes mentioned in SEBI RTA Master Circular shall continue to form part of the agreements being signed between the intermediaries involved in the public issuance process and the BRLM shall continue to coordinate with intermediaries involved in the said process.

For details of grounds for technical rejections of a Bid cum Application Form, please see the General Information Document.

Names of entities responsible for finalising the basis of allotment in a fair and proper manner

The authorised employees of the Designated Stock Exchanges, along with the BRLM and the Registrar, shall ensure that the Basis of Allotment is finalised in a fair and proper manner in accordance with the procedure specified in SEBI ICDR Regulations.

Method of allotment as may be prescribed by SEBI from time to time

Our Company will not make any allotment in excess of the Equity Shares offered through the Offer through the Red Herring Prospectus and the Prospectus except in case of oversubscription for the purpose of rounding off to make allotment, in consultation with the Designated Stock Exchange. Further, upon oversubscription, an allotment of not more than 1% of the Offer may be made for the purpose of making allotment in minimum lots.

The allotment of Equity Shares to applicants other than to the RIBs, Non-Institutional Bidders and Anchor Investors shall be on a proportionate basis within the respective bidder categories and the number of securities allotted shall be rounded off to the nearest integer, subject to minimum allotment being equal to the minimum application size as determined and disclosed. The Allotment of Equity Shares to Anchor Investors shall be on a discretionary basis.

The allotment of Equity Shares to each RIBs shall not be less than the minimum bid lot, subject to the availability of shares in RIB category, and the remaining available shares, if any, shall be allotted on a proportionate basis. Not less than 15% of the Offer shall be available for allocation to NIBs. The Equity Shares available for allocation to NIBs under the Non -Institutional Portion, shall be subject to the following: (i) one-third of the portion available to NIBs shall be reserved for applicants with an application size of more than ₹0.20 million and up to ₹1.00 million, and (ii) two-third of the portion available to NIBs shall be reserved for applicants with an application size

of more than ₹1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to applicants in the other sub-category of NIBs. The allotment to each NIB shall not be less than ₹0.20 million, subject to the availability of Equity Shares in the Non -Institutional Portion, and the remaining Equity Shares if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI ICDR Regulations.

The allotment of Equity Shares to each RIB shall not be less than the minimum bid lot, subject to the availability of shares in RIB category, and the remaining available shares, if any, shall be allotted on a proportionate basis.

Payment into Anchor Investor Escrow Accounts

Our Company, in consultation with the BRLM, 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 Anchor Investor Escrow Account should be drawn in favour of:

(a) In case of resident Anchor Investors: "[●]"

(b) In case of Non-Resident Anchor Investors: "[●]"

Anchor Investors should note that the escrow mechanism is not prescribed by SEBI and has been established as an arrangement between our Company, the Selling Shareholders, the Syndicate, the Escrow Banks and the Registrar to the Offer to facilitate collections of Bid amounts from Anchor Investors.

Pre-Offer and Price Band advertisement

Subject to Section 30 of the Companies Act, our Company shall, after filing the Red Herring Prospectus with the RoC, publish a pre-Offer and Price Band advertisement, in the form prescribed under the SEBI ICDR Regulations, in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper and [●] editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located), each with wide circulation.

In the pre-Offer and Price Band advertisement, we shall state the Bid/ Offer Opening Date and the Bid/ Offer Closing Date. This advertisement, subject to the provisions of Section 30 of the Companies Act, shall be in the format prescribed in Part A of Schedule X of the SEBI ICDR Regulations.

Allotment advertisement

The Allotment advertisement shall be uploaded on the websites of our Company, BRLM and Registrar to the Offer, before 9 p.m. IST, on the date of receipt of the final listing and trading approval from the Stock Exchanges where the equity shares of our Company are proposed to be listed, provided such final listing and trading approval from all the Stock Exchanges is received prior to 9:00 p.m. IST on that day. In an event, if final listing and trading approval from the Stock Exchanges is received post 9:00 p.m. IST on that date, then the Allotment Advertisement shall be uploaded on the websites of our Company, BRLM and Registrar to the Offer, following the receipt of final listing and trading approval from all the Stock Exchanges.

Our Company, the BRLM and the Registrar shall publish an allotment advertisement before commencement of trading, disclosing the date of commencement of trading in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper and [●] editions of [●], a Telugu daily newspaper (Telugu being the regional language of Telangana, where our Registered and Corporate Office is located), each with wide circulation

The information set out above is given for the benefit of the Bidders/Applicants. Our Company, the Selling Shareholders, severally and not jointly and the Book Running Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders/Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the prescribed limits under applicable laws or regulations.

Signing of the Underwriting Agreement and Filing with the RoC

(a) Our Company, the Selling Shareholders and the Underwriters intend to enter into an Underwriting Agreement after the finalisation of the Offer Price, but prior to filing of the Prospectus.

(b) After signing the Underwriting Agreement, a Prospectus will be filed with the RoC in accordance with applicable law. The Prospectus will contain details of the Offer Price, the Anchor Investor Offer Price, the Offer size, and underwriting arrangements and will be complete in all material respects.

Depository Arrangements

The Allotment of the Equity Shares in the Offer shall be only in a dematerialised form, (i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through the electronic mode). For more information, see "*Terms of the Offer*" on page 499.

Undertakings by our Company

Our Company undertakes the following:

i. adequate arrangements shall be made to collect all Bid cum Application Forms submitted by Bidders.
ii. the complaints received in respect of the Offer shall be attended to by our Company expeditiously and satisfactorily;
iii. all steps for completion of the necessary formalities for listing and commencement of trading at the Stock Exchanges where the Equity Shares are proposed to be listed shall be taken within three Working Days of the Bid/ Offer Closing Date or such other period as may be prescribed;
iv. if Allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be refunded/unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, the SEBI ICDR Regulations and applicable law for the delayed period;
v. the funds required for making refunds (to the extent applicable) as per the mode(s) disclosed shall be made available to the Registrar to the Offer by our Company;
vi. where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the unsuccessful Bidder within three Working Days from the Bid/ Offer Closing Date or such other prescribed under applicable law, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;
vii. that if our Company does not proceed with the Offer after the Bid/ Offer Closing Date but prior to Allotment, the reason thereof shall be given as a public notice within two Working Dats of the Bid/ Offer Closing Date. The public notice shall be issued in the same newspapers where the pre-Offer advertisements were published. The Stock Exchanges shall be informed promptly;
viii. that if the Offer is withdrawn after the Bid/ Offer Closing Date, our Company shall be required to file a fresh offer document with SEBI, in the event a decision is taken to proceed with the Offer subsequently;
ix. Except for the Pre-IPO Placement, no further issue of Equity Shares shall be made till the Equity Shares offered through the Red Herring Prospectus are listed or until the Bid monies are unblocked in ASBA Account/refunded on account of non-listing, under-subscription, etc.; and
x. Compliance with all disclosure and accounting norms as may be specified by SEBI from time to time.

Undertakings by the Selling Shareholders

Each Selling Shareholder undertakes, severally and not jointly, in respect of itself as a Selling Shareholder and its respective portion of the Offered Shares:

i. its portion of the Offered Shares are eligible for being offered in the Offer for Sale in terms of Regulation 8 of the SEBI ICDR Regulations;
ii. it shall deposit its portion of Offered Shares in an escrow demat account prior to filing of the Red Herring Prospectus in accordance with the terms of the Share Escrow Agreement;
iii. it is the legal and beneficial owner of its portion of the Offered Shares and that such Offered Shares shall be transferred in the Offer, free and clear from any encumbrances; and
iv. it shall not have recourse to the proceeds of the Offer for Sale until the final approval for listing and trading of the Equity Shares from the Stock Exchanges where listing is sought has been received.

Utilisation of Offer Proceeds

Our Company specifically confirms that (i) all monies received out of the Offer shall be credited/transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, (ii) details of all monies utilized out of the Fresh Issue shall be disclosed, and continue to be disclosed till the time any part of the Gross Proceeds remains unutilized, under an appropriate separate head in the balance sheet of our Company indicating the purpose for which such monies have been utilized; and (iii) details of all unutilized monies out of the Fresh Issue, if any shall be disclosed under an appropriate separate head in the balance sheet of our Company indicating the form in which such unutilized monies have been invested.

Impersonation

Attention of the Bidders 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 for action under Section 447."

The liability prescribed under Section 447 of the Companies Act for fraud involving an amount of at least ₹1.00 million or 1% of the turnover of the company, whichever is lower, includes imprisonment for a term which shall not be less than six months extending up to 10 years and fine of an amount not less than the amount involved in the fraud, extending up to three times such amount (provided that where the fraud involves public interest, such term shall not be less than three years.) Further, where the fraud involves an amount less than ₹1.00 million or 1% of the turnover of the company, whichever is lower, and does not involve public interest, any person guilty of such fraud shall be punishable with imprisonment for a term which may extend to five years or with fine which may extend to ₹5.00 million or with both.

RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and FEMA. While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of the Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The RBI and the concerned ministries / departments are responsible for granting approval for foreign investment. The Government of India has from time to time made policy pronouncements on FDI through press notes and press releases. The DPIIT, issued the Consolidated FDI Policy Circular of 2020 ("**FDI Policy**"), which, with effect from October 15, 2020, consolidated and supersedes all previous press notes, press releases, clarifications, circulars issued by the DPIIT, which were in force prior to October 15, 2020. The FDI Policy will be valid until the DPIIT issues an updated circular.

The transfer of shares between an Indian resident and a Non-Resident does not require the prior approval of the RBI, provided that: (i) the activities of the investee company are under the automatic route under the FDI Policy and transfer does not attract the provisions of the SEBI Takeover Regulations; (ii) the Non-Resident shareholding is within the sectoral limits under the FDI Policy; and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI / RBI.

On October 17, 2019, Ministry of Finance, Department of Economic Affairs, had notified the FEMA Rules, which had replaced the Foreign Exchange Management (Transfer and Issue of Security by a Person Resident Outside India) Regulations 2017. Foreign investment in this Offer shall be on the basis of the FEMA Rules. In terms of Press Note 3 of 2020, dated April 17, 2020 ("**Press Note**"), issued by the DPIIT, the FDI Policy and the FEMA (Non-debt Instruments) Rules has been amended to state that all investments under the foreign direct investment route by entities of a country which shares land border with India or where the beneficial owner of an investment into India is situated in or is a citizen of any such country will require prior approval of the Government of India. Subsequently, vide Press Note No. 2 (2026 Series), dated March 15, 2026 issued by the DPIIT, the FDI Policy has been further amended to, inter alia, define the expression "beneficial owner" and to provide that prior approval of the Government of India shall be required only where citizen(s) and/or entity(ies) of a country sharing a land border with India hold, directly or indirectly, individually or cumulatively, more than 10% of the shares, capital or profits of the investor entity, or exercise control over such investor entity, or exercise ultimate effective control over the investee entity. The amendments under Press Note No. 2 (2026 Series) shall come into effect from the date of notification of the corresponding amendments to the FEMA (Non-debt Instruments) Rules which is awaited as on the date of this Draft Red Herring Prospectus. Further, in the event of transfer of ownership of any existing or future foreign direct investment in an entity in India, directly or indirectly, resulting in the beneficial ownership falling within the aforesaid restriction/ purview, such subsequent change in the beneficial ownership will also require approval of the Government of India. Pursuant to the Foreign Exchange Management (Non-debt Instruments) (Fourth Amendment) Rules, 2020, a multilateral bank or fund, of which India is a member, shall not be treated as an entity of a particular country nor shall any country be treated as the beneficial owner of the investments of such bank of fund in India. Further, in accordance with the amendment to the Companies (Share Capital and Debentures) Rules, 2014 vide notification dated May 4, 2022 issued by Ministry of Corporate Affairs, a declaration shall be inserted in the share transfer form stipulating whether government approval shall be required to be obtained under Foreign Exchange Management (Non-debt Instruments) Rules, 2019 prior to transfer of shares, as applicable. Each Bidder should seek independent legal advice about its ability to participate in the Offer.

In the event such prior approval of the Government of India is required, and such approval has been obtained, the Bidder shall intimate our Company and the Registrar to the Offer in writing about such approval along with a copy thereof within the Offer Period.

As per the FDI Policy, foreign direct investment in companies engaged in the manufacturing sector is permitted up to 100% of the paid-up share capital of such company under the automatic route.

As per the existing policy of the Government of India, OCBs cannot participate in this Offer. For details, see "*Offer Procedure*" on page 511.

The above information is given for the benefit of the Bidders. Our Company and the BRLM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations, seek

independent legal advice about its ability to participate in the Offer and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.

SECTION IX: DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION

The Articles of Association have been approved pursuant to the provisions of Section 14 of the Companies Act, 2013 and by a shareholders' resolution passed at the Extraordinary General Meeting of our Company held on August 13, 2026. The Articles of Association have been adopted as the Articles of Association in substitution for and to the exclusion of all the existing Articles thereof.

No material clause of the Articles of Association that has bearing on the Offer and on the disclosure in this Draft Red Herring Prospectus has been excluded.

INCORPORATED

UNDER

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

TECHNOPAINTS AND CHEMICALS LIMITED

I. In these Articles:

Interpretation

(a) "The Act" means the Companies Act, 1956 / 2013, and every statutory modification or re-enactment thereof.
(b) "Applicable Law" means all laws, by-laws, rules, regulations, Secretarial Standards, orders, ordinances, protocols, codes, guidelines, policies, notices, directions, judgments, decrees or other requirements or official directive of any governmental authority or person acting under the authority of any Governmental Authority and/ or of any statutory authority in India, and specifically including, the Securities and Exchange Board of India and/ or of a Stock Exchange, as may be amended from time to time and as applicable on the Company.
(c) "The Articles", "these presents" or "clauses" mean the provisions contained in these Articles of Association as now framed or as altered from time to time.
(d) "Board" or "Board of Directors" means the board of directors of the Company for the time being of the Company and includes any committees thereof duly constituted from time to time
(e) "Company" means "**TECHNOPAINTS AND CHEMICALS LIMITED**" or any other name as altered from time to time, subject to the provisions of the Act.
(f) 'Debenture' includes debenture stock, bonds or any other instrument of a company evidencing a debt, whether constituting a charge on the assets of the company or not;
(g) "Depositories Act" means the Depositories Act, 1996, as amended and the rules framed thereunder or any statutory modification or re-enactment thereof for the time being in force.
(h) "Depository" means a depository as defined under clause (e) of sub-section (1) of Section 2 of the Depositories Act and includes a company registered under the Act, which has been granted a certificate of registration under sub-section 1(a) of section 12 of the Securities and Exchange Board of India Act, 1992, as amended.
(i) "Directors" means the Directors for the time being of the Company or as the case may be Directors assembled at a Board.
(j) "Dividend" means any dividend declared by the Company and includes any interim dividend.
(k) "Equity Share Capital" means in relation to the Company, its equity share capital within the meaning of Section 43 of the Act, as amended from time to time.
(l) "General Meeting" means either an extra-ordinary general meeting or the annual general meeting of the Members of the Company.
(m) "Lock in Period" means the period, in case of an initial public offering, for which the entire pre-issue capital of the Company, is locked-in in accordance with the SEBI ICDR Regulations

(n) "Members" or Shareholders" means the duly registered holders of shares issued by the Company, including the subscribers to the Memorandum of Association, as entered in the Register of Members of the Company.
(o) "Memorandum" or "Memorandum of Association" means the Memorandum of Association of the Company as amended or modified from time to time.
(p) "Month' and "Year" mean a calendar month and a calendar year, respectively.
(q) "Office" means the registered office for the time being of the Company.
(r) 'Ordinary Resolution' and 'Special Resolution' shall have the meaning assigned thereof by Section 114 of the Act;
(s) "Person" shall include any association, firm, partnership, trust, corporation or company as well as individuals as the context permits.
(t) "Postal Ballot" includes voting by Shareholders by postal or electronic mode in accordance with the provisions of Section 110 of the Act and the rules made thereunder.
(u) "Proxy" means an instrument through which a Member or a representative of a body corporate authorises any other individual who may or may not be a Member, to attend and vote instead of himself at a General Meeting on a poll.
(v) "Register" or "Register of Members" means the Register of Members of the Company required to be maintained under Section 88 of the Act.
(w) "Seal" means the common seal of the Company.
(x) "SEBI" means Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992, as amended.
(y) "SEBI ICDR Regulations" means the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended or re-enacted or replaced from time to time
(z) "SEBI LODR Regulations" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or re-enacted or replaced from time to time.
(aa) "Securities" shall have the meaning ascribed to the term "securities" in Section 2(h) of the Securities Contracts (Regulation) Act, 1956, as amended.
(ab) "Shareholder" or "shareholder" or "member" shall mean a person whose name is entered in the Register of Members of the company as the holder of any share in the capital of the company including equity shares or preference shares and whose name is entered as a beneficial owner in the records of a depository
(ac) "In writing" or "written" means and includes printing, typing, lithographing and other modes of reproducing words in a visible form.
(ad) Words importing the singular number include, where the context admits or requires, the plural number and vice versa.
(ae) Words importing the masculine gender include the feminine gender.
(af) The words and expressions contained in these Articles, but not defined herein, shall bear the same meaning as in the Act if not inconsistent with the subject or context of these Articles.
(ag) The marginal notes are inserted for convenience and shall not affect the construction of these Articles.

II. Application of Table F

The regulations contained in Table F of the First Schedule to the Act shall apply to this Company except so far as the Articles herein contained modify or exclude them or are repugnant thereto or provide otherwise. Wherever any of these Articles conflict with the provisions of the Companies Act, 2013 or, upon the Equity Shares and/or other Securities of the Company being proposed to be listed or listed on any recognised stock exchange in India, as per the provisions of the Depositories Act, 1996, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules, regulations, guidelines and directions for the time being in force, the provisions of such applicable laws shall prevail.

Share capital and variation of rights

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. Every person whose name is entered as a member in the Register of Members shall be entitled to receive share certificates in accordance with the provisions of the Companies Act, 2013, the applicable rules made thereunder and the applicable provisions of the Depositories Act, 1996 and the regulations framed thereunder. The Company shall comply with the applicable provisions relating to issuance, holding, transfer, transmission and dematerialisation of shares and other securities. 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. The Company shall cause to be kept a register and index of members in accordance with all applicable provisions of the Act and the Depositories Act with details of shares held in physical and dematerialised forms in any medium as may be permitted by law including in any form of electronic medium. The Company shall be entitled to keep in any State or Country outside India a branch Register of Members Resident in that State or Country.

4. 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.

5. If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate. The provisions of Articles (2) and (7) *shall mutatis mutandis* apply to debentures of the company.

Provided that notwithstanding what is stated above the Directors shall comply with such rules or regulation or requirements of any Stock Exchange or the rules made under the Act or rules made under Securities Contracts (Regulation) Act,1956 or any other Act, or rules applicable thereof in this behalf.

6. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

7. (*i*) The company may exercise the power of paying commissions conferred by sub-section (6) of section 40 of the Act, provided that the rate percent, or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.

(*ii)* The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40 of the Act.

(*iii*) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

8. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of Section 48 of the Act, and whether or not the company is being wound up, be varied with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class

(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

9. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking *pari passu* therewith.

10. Subject to the provisions of section 55 of the Act, 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

11. (i) The company shall have a first and paramount lien-

(a) on every share/debenture (other than fully paid-up shares/debentures), registered in the name of each member (whether solely or jointly with others) and upon the proceeds of sale thereof for all moneys (whether presently payable or not) called or payable at a fixed time in respect of such shares/debentures and no equitable interest in any share shall be created except upon the footing and condition that this Article will have full effect and such lien shall extend to all dividends and bonuses from time to time declared in respect of such shares/debentures. Unless otherwise agreed the registration of a transfer of shares/debentures shall operate as a waiver of the Company's lien if any, on such shares/debentures.; and

(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.

(c) The fully paid shares shall be free from all lien while in case of partly paid shares, the company's lien, if any, will be restricted to moneys called or payable at a fixed time in respect of such shares.

(ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

12. 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 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 line exists as is presently payable, has been given the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

13. (i) To give effect to any such sale, the Board may authorize some person to transfer the 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.

14. (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

15. (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 or premium) and not by the conditions of allotment thereof made payable at fixed times:

(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.

16. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.

17. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

18. (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 a actual payment at 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.

19. (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.

20. 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.

(c) While the amount paid up in advance of calls on any Equity Shares, may carry interest, it shall not in respect thereof confer a right to dividend or to participate in profits.

(d) The provisions of these Articles shall mutatis mutandis apply to the calls on debentures of the company.

(e) Further, member shall not be entitled to any voting rights in respect of the moneys so paid in advance until the same would, but for such payment, become presently payable.

Transfer of shares

21. (i) A common form of transfer shall be used and 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.

22. (i) The equity shares of the company shall be freely transferable, subject only to the provisions of the Act, the Securities Contracts (Regulation) Act, 1956, regulations issued by the Securities and Exchange Board of India and other Applicable Law.

(ii) the Board of Directors shall not refuse registration of transfer except on grounds permitted under Applicable Law.

23. The Board may decline to recognise any instrument of transfer unless –

(i) the instrument of transfer is in writing and in the form as prescribed under sub-section (1) of section 56 of the Act;

(ii) 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

(iii) the instrument of transfer is in respect of only one class of shares.

24. On giving not less than seven days' previous notice in accordance with section 91 of the Act 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

25. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

26. (i) Any person becoming entitled to a share in consequence of the death or insolvency, unsound mind / lunacy 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.

27. (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.

28. A person becoming entitled to a share by reason of the death or insolvency, unsound mind / lunacy of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

29. No fee shall be charged for registration of transfer, transmission, probate, succession certificate and Letters of administration, Certificate of Death or Marriage, Power of Attorney or similar other document.

30. Transmission shall be effected in accordance with the provisions of the Depositories Act, the bye-laws and rules of the relevant Depository, and other Applicable Law.

Nomination

31. Notwithstanding anything contained in the articles, every holder of securities of the Company may, at any time, nominate a person in whom his/her securities shall vest in the event of his/her death and the provisions of Section 72 of the Act read with rule 19 of the Companies (Share Capital and Debenture) Rules, 2014 as amended from time to time and the provisions of Depositories Act, 1996 shall apply in respect of such nomination.

32. No person shall be recognized by the Company as a nominee unless an intimation of the appointment of the said person as nominee has been given to the Company during the lifetime of the holder(s) of the securities of the Company in the manner specified under Section 72 of the Act, read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 and the Depositories Act, 1996.

33. The Company shall not be in any way responsible for transferring the securities consequent upon such nomination.

34. If the holder(s) of the securities survive(s) nominee, then the nomination made by the holder(s) shall be of no effect and shall automatically stand revoked.

Forfeiture of shares

35. 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 instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

36. 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.

37. 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.

38. (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.

39. (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.

40. (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 favor 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.

41. The provisions of these regulation as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, had been payable by virtue of a call duly made and notified.

Alteration of capital

42. 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.

43. Subject to the provisions of section 61 and section 64 of the Act, 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, provided that no consolidation and division of shares which results in changes in the voting percentage of shareholders shall take effect unless approved by the National Company Law Tribunal;

(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.

44. Where shares are converted into stock,-

(a) the holder of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:

Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.

45. The company may, by special resolution, subject to confirmation by the Tribunal and any other consent, approval or notification required by Applicable Law, reduce in any manner-

(a) its share capital;

(b) any capital redemption reserve account; or

(c) any share premium account.

46. Lock-in of pledged and post invocation securities

(i) Notwithstanding anything contained in these Articles, in case of the Company going for an initial public offering, where any equity shares of the Company held by persons other than promoters are required to be locked in under the SEBI ICDR Regulations and such lock-in cannot be created or

recorded by the Depository for any reason whatsoever including where such equity shares of the Company are subject to (a) pledge; or (b) under "freeze balance" or "safe-keep balance" on a day prior to the closure of the bid/offer closing date, the Company shall issue instructions to the Depository, prior to the date of allotment, directing them to record such equity shares of the Company as "Non-Transferrable" for the duration of the applicable lock-in period. Such equity shares of the Company shall be treated as locked-in for the applicable lock-in period as specified by SEBI from time to time.

(ii) In the event that a pledge on any such equity shares of the Company is invoked by a pledgee/lender or released back to the pledgor during the applicable lock-in period, whether in whole or in part, the equity shares of the Company so transferred/ received by the pledgee or the equity shares of the Company so released, shall continue to be subject to the lock-in for the remainder of the applicable lock-in period. The transfer of equity shares upon invocation of the pledge be treated as non-transferable by the Depository and not shall not exempt the securities from the applicable lock-in requirements.

(iii) No transfer of such locked-in equity shares shall be recognized by the Company or the registrar and transfer agent if such transfer violates the ICDR Regulations or this Article or applicable law.

(iv) Notwithstanding anything contained in these Articles, provisions of this Article shall override any other provisions in these Articles relating to the transfer and transmission of shares during the applicable lock-in period.

Capitalization of profits

47. 1. The company in general meeting may, upon the recommendation of the Board, resolve-

(a) that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and

(b) that such sum be accordingly set free for distribution in the manner specified in clause (i) and (ii) below

(i) 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 amount 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.

48. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall-

(a) make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issues of fully paid shares if any; and

(b) generally do all acts and things required to give effect thereto.

(ii) The Board shall have power-

(a) To make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(b) To authorize any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalization, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalized, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

49. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 of the Act 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

50. (a) General meeting of the Company may be convened and held by giving not less than twenty one days' or such lesser period notice in writing or prescribed electronic mode as may be prescribed by the Act any law for the time being in force or as amended from time to time.

(b) A General Meeting may be called after giving a shorter notice than specified under sub clause (a) if consent is accorded thereto in the case of Annual General Meeting by all the members entitled to vote there at and in the case of any other meeting by the members of the Company holding not less than 95 percent of such part of the paid up capital of the Company which gives rights to vote at the Meeting.

51. (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, an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

(iii) The Company may convene, hold and conduct general meetings through such electronic mode, video conferencing, other audio visual means or hybrid mode, and provide for attendance and voting through electronic means, in such manner as may be permitted under the Act and other Applicable Laws.

Proceedings at general meeting

52. (i) No business shall be transacted at any general meeting unless a quorum of members is present at 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 of the Act

53. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

54. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be chairperson of the meeting.

55. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

Adjournment of meeting

56. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time 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.

When a meeting is adjourned sine-die or for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

57. Subject to any rights or restrictions for the time being attached to any class or classes of shares,-

(a) on a show of hands, every member present in person shall have one vote; and

(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

58. A member may exercise his vote at a meeting by electronic means in accordance with the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended from time to time and shall vote only once.

59. 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 votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

60. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy,

61. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

62. No member shall be entitled to vote at any general meetings or postal ballot except as provided in the provisions of the Act and Section 110 of the Act in case of a listed company unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

63. (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 purpose.

(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

64. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarized copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

65. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105 of the Act.

66. (i) A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

(ii) A body corporate which is a member of the Company may, by a resolution of its board of directors or other governing body, authorise any person as it thinks fit to act as its representative at any meeting of the Company. The person so authorised shall be entitled to exercise the same rights and powers on behalf of the body corporate as that body corporate could exercise if it were an individual member of the Company

Board of directors

67. (i) There shall be a minimum of 3 (three) Directors and a maximum of 15 (fifteen) Directors. Provided that if the number of Directors exceeds 15 or the maximum number of Directors fixed by the Act, prior permission of the company by way of special resolution shall be obtained.

(ii) the Board may appoint any person, other than those who fails to get appointed as a director at a general meeting, as an additional director, who shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and in compliance with the provisions of Section 161 of the Act.

(iii)the board may appoint a person, not being a person holding any alternate Directorship for any other director in the company, or holding Directorship in the same company, to act as an alternate director for a director during his absence for a period of not less than three months from India and in compliance with the provisions of Section 161 of the Act.

(iv) the composition of the Board shall at all times be in compliance with the Act and Applicable Law, including requirements relating to independent directors, woman director and such other requirements as may be applicable to the Company from time to time.

(iv) A Director shall not be required to hold any qualification shares of the Company.

68. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them-

(a) In attending and returning from meetings of the board of directors or any committee thereof or general meetings of the company; or

(b) In connection with the business of the company.

(iii) (a) Subject to the provisions of the Act and Schedule V thereto, the Board may appoint one or more of its members as Managing Director or Whole-Time Director for a term not exceeding five years at a time, on such terms including remuneration as may be determined by the Board, subject to approval of members at the next general meeting.

(b) The remuneration of the Managing Director or Whole-Time Director shall be in accordance with Sections 197 and 198 of the Act and Schedule V, wherever applicable.

(c) The Managing Director or Whole-Time Director shall exercise such powers and duties as may be delegated by the Board and may receive remuneration by way of salary, commission, participation in profits, or combination thereof.

(d) A Managing Director and a Manager shall not be appointed or employed simultaneously.

(iv) (a) Subject to the applicable provisions of the Act, the Rules including the provisions of the SEBI Listing Regulations, a Managing Director or Managing Directors, and any other Director/s who is/are in the whole-time employment of the Company may be paid remuneration either by way of monthly

payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other.

(b) Subject to the applicable provisions of the Act, a director (other than a Managing Director or an executive Director) may receive sitting fees not exceeding such sum as may be prescribed by the Act or the Central Government from time to time for each meeting of the Board or any Committee thereof attended by him.

(c) All fees/compensation payable to Non-Executive Directors including Independent Directors shall be as fixed by the Board subject to Section 197 and other applicable provisions of the Act and Rules thereunder. Independent Directors shall not be eligible to receive stock options.

(d) If any Director is called upon to perform extra services or make special efforts for the purposes of the Company, including work done as a member of a Committee of the Board, the Board may, subject to Sections 197 and 188 of the Act, remunerate such Director by way of fixed sum or otherwise, in addition to or in substitution of other remuneration.

69. The Board may pay all expenses incurred in getting up and registering the company.

70. The company may exercise the powers conferred on it by section 88 of the Act with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register.

71. 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, endorse, 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.

72. (i) Every director present at any meeting of the Board or a committee thereof shall sign his name in a book to be kept for that purpose as per the provisions of the Companies Act 2013, rules made there under and the Secretarial Standards.

(ii) The Directors may participate in meetings of the Board or committees thereof through video conferencing or other audio visual means or such other electronic mode as may be permitted under the Act and Applicable Laws, and such participation shall be deemed to constitute presence at such meeting.

73. (i) Subject to the provisions of section 149 of the Act the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board and provided that any such appointment of an additional director, nominee director or any other director shall be subject to the Act and Applicable Law, including any requirements relating to Board composition, independence, committee composition and shareholder approval, to the extent applicable. .

(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as director at that meeting subject to the provisions of the Act.

74. (i) The Board shall have the power to appoint any person nominated by any institution in pursuance of the provisions of any law for the time being in force or of any agreement as a nominee director on its Board.

(ii) The Company shall have such number of Independent Directors on the Board of the Company, as may be required in terms of Section 149 of the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014. The appointment of such Independent Directors shall be in accordance with the aforesaid provisions and SEBI Regulations wherever applicable.

Proceedings of the Board

75. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

(iii) The board shall comply with the provisions of section 173 of the Act, and the rules made thereunder and the relevant secretary standards with respect to meetings of board.

76. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes the Chairperson of the Board if any shall have a second or casting vote.

77. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

78. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office, in accordance with Applicable Law.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

79. (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 and as per the Act and the Applicable Laws.

(ii) The Board may constitute, reconstitute and dissolve such committees as may be required under the Act or Applicable Laws or as may be deemed necessary by the Board from time to time for operational convenience, including an audit committee, nomination and remuneration committee, stakeholders' relationship committee, corporate social responsibility committee, risk management committee and such other committees as may be considered necessary under Applicable Law, and may delegate such powers to such committees as may be permitted by Applicable Law.

(iii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

80.(i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

81.(i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

82.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.

83.Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

84.Subject to the provisions of the Act,—

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

85.A provision of the Act or these regulations requiring or authorizing a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

The Seal

86.(i) The Company may have a common seal, if so decided by the Board, and the custody and use of such seal, if adopted, shall be governed by the Act and such authority as may be determined by the Board.

(ii) The seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dematerialization of Securities

87. Dematerialization

(i) Notwithstanding anything contained in these Articles, the Company shall be entitled to dematerialize, its Shares, Debentures and other securities, pursuant to the provisions of the Depositories Act, Companies Act, 2013 and the rules made thereunder.and offer securities for subscription in dematerialized form. No Share certificate(s) shall be issued for the Shares held in a dematerialized form

(ii) Notwithstanding anything to the contrary or inconsistent contained in these Articles, the Company shall be entitled to dematerialize its existing securities, re materialize its securities held in Depositories and/or offer its fresh securities in the dematerialized form pursuant to the provisions of Depositories Act, 1996 and the rules framed thereunder, if any.

(iii) Subject to the Company offering issuance of securities in dematerialized form, every person subscribing to securities offered by the Company shall have the option to receive security certificates or to hold securities with a Depository. Such person who is the beneficial owner of the securities may at any time opt out of a Depository, if permitted by the law, in respect of any security in the manner provided by the Depositories Act and the Company shall in the manner and within the time prescribed, issue to the beneficial owner the required certificates of securities. If a person opts to hold his security with a Depository, the Company shall intimate such Depository the details of allotment of such securities and on the receipt of the information, the Depository shall enter in its record, the name of the allottee as the beneficial owner of the security.

(iv) Notwithstanding anything to the contrary contained in the Act or these Articles, a Depository shall be deemed to be the registered owner for the purposes of effecting the transfer of ownership of security on behalf of the beneficial owner. Save as otherwise provided above, the Depository as the registered owner of the securities shall not have any voting rights or any other rights in respect of the securities held by it. Every person holding securities of the Company and whose name is entered as the beneficial owner in the records of the Depository shall be deemed to be a Member of the Company. The beneficial owner of the securities shall be entitled to all the rights and benefits and be subject to all the liabilities in respect of his securities, which are held by a Depository.

(v) Nothing contained in Section 56 of the Act or these Articles shall apply to a transfer of securities effected by a transferor and transferee both of whom are entered as beneficial owners in the records of a Depository.

(vi) Nothing contained in the Act or these Articles regarding the necessity of having distinctive numbers for securities issued by the Company shall apply to securities held in the dematerialized mode.

(vii) The register and index of beneficial owners maintained by a Depository shall be deemed to be the register and index of Members and security holders.

(viii) A Depository as a registered owner shall not have any voting right in respect Shares held by it in a dematerialized form. However, the beneficial owner as per the register of beneficial owners maintained by the Depository shall be entitled to such rights in respect of the Shares or securities held by him in the Depository. Any reference to the Member or joint Members in the Articles includes reference to beneficial owner or joint beneficial owner in respect of the Shares held in Depository.

Dividends and Reserve

88.The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

89.Subject to the provisions of Section 123 of the Act, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

90.(i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

91.(i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

92.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.

93.(i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct and in case of a listed entity shall be paid through electronic mode as may be applicable and in compliance with the provisions of Companies Act, 2013, rules made thereunder and the SEBI LODR Regulations

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

94.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.

95.Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

96.No dividend shall bear interest against the company.

97.Where a dividend has been declared by the Company but has not been paid or claimed within thirty days from the date of the declaration to any Shareholder entitled to the payment of the dividend, the Company shall, within seven days from the date of expiry of the said period of thirty days, transfer the total amount of dividend which remains unpaid or unclaimed to a special account to be opened by the Company in that behalf in any scheduled bank to be called the 'Unpaid Dividend Account'.

98.Any money transferred to the 'Unpaid Dividend Account' of the Company which remains unpaid or unclaimed for a period of 7 (Seven) years from the date of such transfer, shall be transferred by the Company along with the interest accrued, if any, to the Fund known as Investor Education and Protection Fund established under section 125 of the Act and the Company shall send a statement in the prescribed form of the details of such transfer to the authority which administers the said fund and that authority shall issue a receipt to the Company as evidence of such transfer. There shall be no forfeiture of unclaimed or unpaid dividends before the claim becomes barred by law.

99.All Shares in respect of which the dividend has not been paid or claimed for 7 (Seven) consecutive years or more shall be transferred by the Company in the name of Investor Education and Protection Fund along with a statement containing such details as may be prescribed. Provided that any claimant of Shares so transferred shall be entitled to claim the transfer of Shares from Investor Education and Protection Fund in accordance with such procedure and on submission of such documents as may be prescribed.

No unclaimed dividend shall be forfeited before the claim becomes barred by law.

Accounts

100.(i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

Winding up

101.Subject to the provisions of Chapter XX of the Act and rules made there under—

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity

102.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.

Cessation of Special Rights upon Listing

103.Notwithstanding anything contained in these Articles or any agreement, any special rights granted to any shareholder, including rights of nomination, affirmative voting rights, transfer restrictions or other similar rights, shall automatically terminate upon listing of the equity shares of the Company, to the extent such rights are not permitted under Applicable Law.

Further Issue of Capital

104.The Company shall make a further issuance of its securities only in a dematerialized form.

105.(i) Where at any time, it is proposed to increase its subscribed capital by the issue of further shares, such shares shall be offered-

(a) to persons who, at the date of the offer, are holders of equity shares of the company in proportion, as nearly as circumstances admit, to the paid-up share capital on those shares at that date by sending a letter of offer,

(b) such offer shall be made by notice specifying the number of shares offered and limiting a time not being less than seven days and not exceeding thirty days from the date of the offer within which the offer, if not accepted, shall be deemed to have been declined,

(c) such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; and the notice referred above shall contain a statement of this right.

(d) after the expiry of the time specified in the notice aforesaid, or on receipt of earlier intimation from the person to whom such notice is given that he declines to accept the shares offered, the Board may dispose of them in such manner which is not disadvantageous to the shareholders and the Company.

(ii) Subject to the provisions of the Act and the Rules, the company may issue further shares to employees under a scheme of employees' stock option, subject to special resolution passed by company and in conformity with the provision prescribed in the Rules or any other law.

(iii) The Company may also issue further shares in accordance with Section 62 of the Act and the rules, to any person(s), if authorized by Special Resolution whether or not those person(s) include the person(s) referred to in Article 20(i) and 20(ii), either for cash or for a consideration other than cash.

(iv) Nothing in sub-clause (c) of clause (i) shall be deemed:

(a) To extend the time within which the offer should be accepted; or

(b) To authorize any person to exercise the right of renunciation for a second time on the ground that the person in whose favour the renunciation was first made has declined to take the shares compromised in the renunciation.

(v) Nothing in this Article shall apply to the increase of the subscribed capital caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the company, provided that the terms of issue of such debentures or loan containing such an option have been approved before the issue of such debentures or the raising of loan by a special resolution passed by the company in general meeting.

(vi) Notwithstanding anything contained in clause (iv) above, where any debentures have been issued, or loan has been obtained from any Government by the Company, and if that Government considers it necessary in the public interest so to do, it may, by order, direct that such debentures or loans or any part thereof shall be converted into shares in the Company on such terms and conditions as appear to the Government to be reasonable in the circumstances of the case even if terms of the issue of such conversion:

Provided that where the terms and conditions of such conversion are not acceptable to the Company, it may, within sixty days from the date of communication of such order, appeal to the Tribunal which shall after hearing the Company and Government pass such order as it deems fit.

(vii) Mode of further issue of shares

A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and any other law for the time being in force.

(viii) The provisions contained in this Article shall be subject to the provisions of Section 42 and Section 62 of the Act, other applicable provisions of the Act and the rules notified thereunder, any SEBI regulations or guidelines, to the extent applicable.

Shares at the disposal of Directors

106.Subject to the provisions of Section 62 of the Act and these Articles, the shares in the capital of the Company for the time being shall be under the control of the Directors who may by sending a letter of offer, issue, allot or otherwise dispose of the same or any of them to such Persons(s) or employees under Employee Stock Option Scheme ESOP scheme passed by Special Resolution, in such proportion and on such terms and conditions, either at a premium or at par or at a discount (subject to compliance with Sections 52 and 53 and other provisions of the Act), and at such time as they may from time to time think fit and with the sanction of the company in the General Meeting to give to any person or persons or employee(s) the option or right to call for any shares either at par or premium during such time and for such consideration as the Directors think fit, and may issue and allot shares in the capital of the Company on payment in full or part of any property sold and transferred or for any services rendered to the company in the conduct of its business and any shares which may so be allotted may be issued as fully paid up shares and if so issued, shall be deemed to be fully paid shares. Provided that, the option or right to call for Shares shall not be given to any person or persons without the sanction of the Company in a General Meeting. As regards all allotments, from time to time made, the Directors shall duly comply with the Act, as the case may be.

Issue other than for Cash

107.The Directors may allot and issue shares in the capital of the Company as payment or part payment for any property sold or transferred goods or machinery and appliances supplied or for services rendered to the Company in or about the formation or promotion of the Company or the acquisition and or conduct of its business, if authorised by a special resolution and if the price of such shares has been determined by valuation report of a registered valuer subject to compliance with Applicable Law, and any shares which may be so allotted may be issued as fully paid-up shares and if so issued shall be deemed to be fully paid-up shares.

Powers of Directors

108.Subject to the provisions of the Act, the Board of directors of the Company shall be entitled to exercise all such powers and to do all such acts and things as the Company is authorized to exercise and do provided that the Board shall not exercise any power or do any act or thing which is directed or required whether by this or any other Act or by the memorandum or articles of the Company or otherwise to be exercised or done by the Company in general meeting. Provided further that in exercising any such power or doing any such act or thing the Board shall be subject to the provisions contained in that behalf in this or any other Act or in the Memorandum or Articles of Association of the Company or in any regulations not consistent therewith and duly made there under including regulations made by the Company in general meeting.

Books and Documents

109.(i) The Board shall cause proper books of accounts to be kept in accordance with Section 128 of the Act.

(ii) The books of accounts shall be kept at the office or such other place in India as the Board may decide and when the Board so decides the Company shall within seven days of the decision file with the Registrar of Companies the notice in writing giving the full address of that other place.

(iii) (a) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors.

(b) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorized by the Board or by the company in general meeting.

Secrecy

110.(i) Every Director, auditor, executor, trustee, member of the committee of the Board, officer, servant, agent, accountant or other person employed in the business of the Company shall be deemed to have pledged to himself to observe strict secrecy in respect of all transactions of the Company with its customers and the state of the accounts with individuals in matters relating thereto and shall be deemed to have pledged not to reveal any of the matters which come to his knowledge in the discharge of his duties except when required to do so by the Directors or by a court of law or under any other requirement of law as the case may be and except so far as may be necessary in order to comply with any of the provisions in these Articles.

(ii) No member not being a Director shall be entitled except to the extent expressly permitted by the Act or these Articles to enter upon the property of the Company or to require discovery of or any information respecting any detail of the Company's trading or any matter which is or may be in the nature of a trade secret or secret process which may relate to the conduct of the business of the Company and which in the opinion of the Board will not be in the interest of the members of the Company to communicate to the public.

Term of Issue of Debentures

111.Any debentures, debenture-stock or other securities may be issued at a discount, premium or otherwise and may be issued on condition that they shall be convertible into shares of any denomination and with any privileges and conditions as to redemption, surrender, drawing, allotment of shares, attending (but not voting) at the General Meeting, appointment of Directors and otherwise. Debentures with the right to conversion into or allotment of shares shall be issued only with the consent of the company in the General Meeting by a Special Resolution.

Others

112.Subject to the provisions of the Act and the rules made thereunder the Directors may from time to time at their discretion raise or borrow or secure the payments of any sum or sums of money for the purpose of Company's business and may secure the payment or payments of the same by mortgage or charge upon the whole or any part of the assets and property of the Company (present and future) including its uncalled and unpaid capital. Subject to as aforesaid bonds debentures stock or other securities issued by the Company shall be under the control of the Directors who may issue them upon such terms and conditions and in such manner and for such consideration as they shall consider to be for the benefit of the company. If the Directors or any of them or any other person shall become personally liable for the payment of the sum primarily due from the Company the Directors may execute or cause to be executed any mortgage charge or security over whole or any part of the assets of the Company by way of indemnity to secure the Directors or persons so becoming liable as aforesaid for any loss in respect of such liability.

SECTION X: OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following documents and contracts (not being contracts entered into in the ordinary course of business carried on by our Company) which are, or may be deemed material, have been entered or to be entered into by our Company. These contracts, copies of which will be attached to the copy of the Red Herring Prospectus which will be filed with the RoC, and also the documents for inspection referred to hereunder may be inspected at our Registered and Corporate Office, from 10.00 a.m. to 5.00 p.m. IST on Working Days and will also be available on the website of our Company at https://technopaints.in/, from the date of the Red Herring Prospectus until the Bid/ Offer Closing Date (except for such documents or agreements executed after the Bid/ Offer Closing Date).

Any of the contracts or documents mentioned in this Draft Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

A. Material contracts for the Offer

1. Offer agreement dated September 28, 2026, entered into amongst our Company, the Selling Shareholders and the BRLM.

2. Registrar agreement dated September 28, 2026, enter into amongst our Company, the Selling Shareholders and the Registrar to the Offer.

3. Cash escrow and sponsor bank agreement dated [●], 2026, enter into amongst our Company, the Registrar to the Offer, the BRLM, the Selling Shareholders, the Syndicate Members, and the Bankers to the Offer.

4. Share escrow agreement dated [●], 2026, entered into amongst our Company, the Selling Shareholders, and the Share Escrow Agent.

5. Syndicate agreement dated [●], 2026, entered into amongst our Company, Selling Shareholders, the BRLM, the Syndicate Members and the Registrar to the Offer.

6. Underwriting agreement dated [●], 2026 entered into amongst our Company, Selling Shareholders and the Underwriters.

7. Monitoring agency agreement dated [●], 2026 enter into amongst our Company and the Monitoring Agency.

B. Material documents

1. Certified copies of the Memorandum of Association and Articles of Association of our Company, each as amended until date;

2. Certificate of incorporation dated April 23, 2008, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad, to our Company, in its former name, being 'Fortune Paint Products (India) Private Limited'.

3. Fresh certificate of incorporation dated April 13, 2011, issued by the Registrar of Companies, Andhra Pradesh at Hyderabad, to our Company consequent upon change of name of our Company from 'Fortune Paint Products (India) Private Limited' to 'Fortune Paints Private Limited'.

4. Fresh certificate of incorporation dated January 13, 2025, issued by the Registrar of Companies, Central Processing Centre, to our Company pursuant to change of name of our Company from 'Fortune Paints Private Limited' to 'Technopaints and Chemicals Private Limited'.

5. Fresh certificate of incorporation dated April 19, 2025, issued by the Registrar of Companies, Central Processing Centre, to our Company consequent upon conversion of our Company to a public company, and consequent change in the name of our Company from 'Technopaints and Chemicals Private Limited' to 'Technopaints and Chemicals Limited'.

6. Resolution of the Board of Directors dated September 9, 2026 approving the Offer and other related matters;

7. Resolution of the Shareholders dated September 17, 2026 approving the Offer and other related matters;

8. Resolutions of the Board of Directors dated September 9, 2026 and September 28, 2026 taking on record the approval for the Offer for Sale by the Selling Shareholders;

9. Resolution of the Board of Directors dated September 28, 2026, approving this Draft Red Herring Prospectus and Draft abridged Prospectus;

10. Consent letters each dated September 8, 2026, received from the Selling Shareholders namely, Akuri Srinivasa Reddy, A Sandhya Akuri Sakesh Reddy, Akuri Deepthi, K Sivareddy, Satyanarayana Reddy Akuri, Anil Kondoth, Venkata Lakshmi Narasimha Murthy Chilla, Arjun Nagulapally and Ambati Sreedhar as applicable, authorising their participation in the Offer.

11. Consent letters dated September 21, 2026, received from the Selling Shareholder, Dantuluri Krishna Harish Varma, authorising his participation in the Offer.

12. Examination report dated September 9, 2026, issued by our Statutory Auditors on the Restated Financial Information, included in this Draft Red Herring Prospectus;

13. Copies of the annual reports of our Company for the Fiscal Years 2026, 2025 and 2024;

14. Industry report titled "*Paint Products and Paint Applications Industry*" released in September 2026, prepared and issued by CRISIL, commissioned, and paid for by our Company for an agreed fee, exclusively for the purpose of this Offer and also available on the website of our Company at https://technopaints.in/investor-relations#offer-documents;

15. Consent letter dated September 26, 2026 issued by CRISIL to rely on and reproduce part or whole of the report titled "*Paint Products and Paint Applications Industry*" released in September 2026.

16. Consents of the Directors, the BRLM, the Syndicate Members, the Legal Counsel to our Company, the Registrar to the Offer, the Escrow Collection Bank(s), Refund Banks(s), Sponsor Banks, Public Offer Account Bank(s), the Bankers to our Company, the Company Secretary and Compliance Officer and the Chief Financial Officer, to act in their respective capacities;

17. Consent dated September 28, 2026 from VASG & Associates, Chartered Accountants, to include their name as required under section 26(1) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of (i) the examination report dated relating to the Restated Financial Information; (ii) statement on possible special tax benefits available to our Company and its Shareholders under the direct and indirect tax laws dated September 28, 2026; and (iii) the certificates issued in relation to the Offer, included in this Draft Red Herring Prospectus.

18. Consent letter dated September 25, 2026, from the Independent Chartered Engineer, K B Chandra Sekhar, to include his name as required under Section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations, in this Draft Red Herring Prospectus as an "expert" as defined under Section 2(38) of the Companies Act, 2013, in respect of (i) certificate dated September 25, 2026 certifying, among others, the installed capacity, actual production and capacity utilization of the manufacturing facilities of our Company, manufacturing operations, manufacturing process and the products manufactured and description; and (ii) certificate dated September 25, 2026, certifying cumulative painted area, painted area in Telangana and number of projects completed;

19. Consent dated September 27, 2026, from KVSS & CO. LLP, Practicing Company Secretary, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies

Act, 2013 to the extent and in respect of the certificates issued by them in their capacity as a practicing company secretary to our Company.

20. Consent letter dated September 28, 2026, from Bizrights IP Partners LLP, independent IPR consultant, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the certificate issued by them in their capacity as an independent IPR consultant to our Company;

21. Consent letter dated September 28, 2026, from Goldrush Capital Services Private Limited, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in respect of the detailed project report dated September 28, 2026, for setting up the Proposed Greenfield Project in Rangareddy, Telangana;

22. Detailed project report dated September 28, 2026, issued by Goldrush Capital Services Private Limited in respect of the setting up of the Proposed Greenfield Project in Rangareddy, Telangana;

23. Share purchase agreement dated August 22, 2026, entered into between Sakesh Reddy Akuri, Deepthi Akuri, Srinivasa Reddy Akuri, Sandhya Akuri and our Company;

24. The valuation report dated August 8, 2026 for the share purchase agreement dated August 22, 2026, entered into between Sakesh Reddy Akuri, Deepthi Akuri, Srinivasa Reddy Akuri, Sandhya Akuri and our Company was prepared by Satyanarayana N, an IBBI registered valuer;

25. Asset transfer agreement dated March 24, 2025 between Calstone Minerals and our Company;

26. Certificates obtained from VASG & Associates, Chartered Accountants, each dated September 28, 2026, certifying the (i) KPIs of our Company; (ii) basis for Offer Price; (iii) average cost of acquisition, weighted average cost of acquisition and weighted average price of shares of the Company; iv) tax litigations; v) financial indebtedness; (vi) outstanding dues to creditors by our Company; (vii) eligibility to the Offer; and (viii) details with respect to ESOP Schemes;

27. Resolution dated September 28, 2026, passed by the Audit Committee approving the Key Performance Indicators for disclosure;

28. Resolution dated September 28, 2026, passed by the Board of Directors of our Company approving the Objects of the Offer;

29. Final allotment letter dated July 23, 2026 issued by the Telangana Industrial Infrastructure Corporation Limited and an agreement for sale of plot dated July 25, 2026, with Telangana Industrial Infrastructure Corporation Limited for the acquisition of the land for the Proposed Greenfield Project;

30. Undertaking dated [●], 2026, submitted by the BRLM to SEBI in relation to disclosure of the Pre-IPO Placement by way of public advertisement and the Price Band advertisement.

31. Undertaking dated [●], 2026, submitted by the BRLM to SEBI in relation to the utilization of the proceeds from the Pre-IPO Placement.

32. Tripartite agreement dated July 7, 2026, between our Company, NSDL and the Registrar to the Offer;

33. Tripartite agreement dated July 7, 2026, between our Company, CDSL and the Registrar to the Offer;

34. Due diligence certificate dated September 28, 2026 addressed to the SEBI from the BRLM;

35. In principle listing approvals dated [●], 2026 and [●] issued by BSE and NSE, respectively; and

36. SEBI final observation letter bearing reference number [●] dated [●], 2026.

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Akuri Srinivasa Reddy
Chairman and Managing Director
Place: Mumbai
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Anil Kondoth
Executive Director and Chief Executive Officer
Place: Mumbai
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Venkata Lakshmi Narasimha Murthy Chilla
Non-Executive Director
Place: Mumbai
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Guntaka Dhanalakshmi
Independent Director
Place: Hyderabad
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Radhakrishnan Balakrishna Menon
Independent Director
Place: Bangalore
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

_____

Bokkisam Sureshkumar
Independent Director
Place: Hyderabad
Date: September 28, 2026

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, and the rules, regulations or guidelines issued by SEBI, established under Section 3 of the SEBI Act, 1992, as amended, as the case may be, have been complied with and no statement, disclosure and undertaking made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SCRR and SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

_____

Srikanth Reddy Sanikommu
Chief Financial Officer
Place: Mumbai
Date: September 28, 2026

DECLARATION

We, Akuri Srinivasa Reddy and A Sandhya, hereby confirm, certify and declare that all statements, disclosures and undertakings specifically made, confirmed or undertaken by us in this Draft Red Herring Prospectus about or in relation to us as the Promoter Selling Shareholder and the Equity Shares being offered by us in the Offer, are true and correct. We, Akuri Srinivasa Reddy and A Sandhya, assume no responsibility, as a Promoter Selling Shareholder, for any other statements, disclosures and undertakings, including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other Selling Shareholder or any other person(s) in this Draft Red Herring Prospectus.

Signed on behalf of the Selling Shareholders by their duly constituted attorney holder

_____

Mr. Srikanth Reddy Sanikommu (as the duly constituted power of attorney holder for the Selling Shareholders)

Date: September 28, 2026
Place: Mumbai

DECLARATION

We, Akuri Sakesh Reddy, Akuri Deepthi, and K Sivareddy, hereby confirm, certify and declare that all statements, disclosures and undertakings specifically made, confirmed or undertaken by us in this Draft Red Herring Prospectus about or in relation to us as the Promoter Group Selling Shareholder and the Equity Shares being offered by us in the Offer, are true and correct. We, Akuri Sakesh Reddy, Akuri Deepthi, and K Sivareddy, assume no responsibility, as a Promoter Group Selling Shareholder, for any other statements, disclosures and undertakings, including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other Selling Shareholder or any other person(s) in this Draft Red Herring Prospectus.

Signed on behalf of the Selling Shareholders by their duly constituted attorney holder

_____

Mr. Srikanth Reddy Sanikommu (as the duly constituted power of attorney holder for the Selling Shareholders)

Date: September 28, 2026
Place: Mumbai

DECLARATION

We, Arjun Nagulapally, Ambati Sreedhar, Venkata Lakshmi Narasimha Murthy Chilla, Dantuluri Krishna Harish Varma, Satyanarayana Reddy Akuri, and Anil Kondoth, hereby confirm, certify and declare that all statements, disclosures and undertakings specifically made, confirmed or undertaken by us in this Draft Red Herring Prospectus about or in relation to us as the Individual Selling Shareholders and the Equity Shares being offered by us in the Offer, are true and correct. We, Arjun Nagulapally, Ambati Sreedhar, Venkata Lakshmi Narasimha Murthy Chilla, D Krishna Harish Varma, Satyanarayana Reddy Akuri, and Anil Kondoth, assume no responsibility, as an Individual Selling Shareholders, for any other statements, disclosures and undertakings, including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other Selling Shareholder or any other person(s) in this Draft Red Herring Prospectus.

Signed on behalf of the Selling Shareholders by their duly constituted attorney holder

_____

Mr. Srikanth Reddy Sanikommu (as the duly constituted power of attorney holder for the Selling Shareholders)

Date: September 28, 2026
Place: Mumbai