(Please scan the QR to view the Draft Red Herring Prospectus)

DRAFT RED HERRING PROSPECTUS
Dated: November 07, 2024
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

PARAMESU BIOTECH LIMITED

CORPORATE IDENTITY NUMBER: U24232AP2011PLC076378

REGISTERED AND CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
RS. No. 972, 3rd KM on Gopala Puram Road, West Godavari, Devarapalli – 534313, Andhra Pradesh, India.	Amulya Dasari Company Secretary and Compliance Officer	**Email:** cs@paramesu.com **Tel:** 0883 2945700	www.paramesu.com

THE PROMOTERS OF OUR COMPANY ARE: UNIMARK BUSINESS SOLUTIONS PRIVATE LIMITED, SPEEDFAST TRACOM LIMITED, ANANDA SWAROOP ADAVANI, MANI SWETHA TETALI AND HIMABINDU TETALI

DETAILS OF THE OFFER TO THE PUBLIC

TYPE	FRESH ISSUE SIZE***	OFFER FOR SALE SIZE	TOTAL OFFER SIZE	ELIGIBILITY AND SHARE RESERVATION AMONG QIBS, NIIS AND RIIS
Fresh Issue and an Offer for Sale	[●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 5,200 million	[●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 800 million	[●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 6,000 million	The Offer is being made in terms of Regulation 6(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("**SEBI ICDR Regulations**"). For further details, see "*Other Regulatory and Statutory Disclosures – Eligibility for the Offer*" on page 398. For details in relation to share reservation among Qualified Institutional Buyers, Non-Institutional Investors and Retail Individual Investors, see "*Offer Structure*" on page 420.

OFFER FOR SALE

DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDER AND WEIGHTED AVERAGE COST OF ACQUISITION

NAME OF THE PROMOTER SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT	WEIGHTED AVERAGE COST OF ACQUISITION# PER EQUITY SHARE (IN ₹)
Unimark Business Solutions Private Limited	Promoter Selling Shareholder	[●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 800 million	0.79

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 of our Company. The face value of each Equity Share is ₹ 5. The Floor Price, the Cap Price and the Offer Price, as determined by our Company in consultation with the Book Running Lead Manager, in accordance with the SEBI ICDR Regulations, and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under *"Basis for Offer Price"* on page 124, should not be taken to be considered 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 of our Company, or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, bidders 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 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 bidders is invited to "*Risk Factors*" on page 35.

OUR COMPANY'S AND SELLING SHAREHOLDER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the 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 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, the Promoter Selling Shareholder accepts responsibility for and confirms only the statements expressly made or confirmed by the Promoter Selling Shareholder in this Draft Red Herring Prospectus to the extent of information solely pertaining to itself as the Promoter Selling Shareholder and the Offered Shares and assumes responsibility that such statements are true and correct in all material respects and not misleading in any material respect.

LISTING

The Equity Shares, 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**", and together with BSE, the "**Stock Exchanges**"). For the purposes of the Offer, the Designated Stock Exchange is [●].

BOOK RUNNING LEAD MANAGER

Name and logo of Book Running Lead Manager	Contact Person	Email and Telephone
Pantomath Capital Advisors Private Limited	Kaushal Patwa	**Telephone**: 18008898711 **Email:** paramesu.ipo@pantomathgroup.com

REGISTRAR TO THE OFFER

Name and logo of Registrar	Contact Person	Email and Telephone
Bigshare Services Private Limited	Babu Rapheal	**Tel:** + 91 22 62638200 **E-mail:** ipo@bigshareonline.com

BID/OFFER PERIOD

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

 # As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.
** Our Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/Offer Opening Date.*
*** Our Company may, in consultation with the Book Running Lead Manager, 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 issue of specified securities, as may be permitted under the applicable law, aggregating up to ₹ 900 million 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 Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"). The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Offer, 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 RHP and Prospectus.*
^UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date.

(Please scan the QR to view the Draft Red Herring Prospectus)

DRAFT RED HERRING PROSPECTUS
Dated: November 07, 2024
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

PARAMESU BIOTECH LIMITED

Our Company was incorporated as 'Paramesu Biotech Private Limited', as private limited company under the Companies Act, 1956, pursuant to the certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh on September 7, 2011. The name of our Company was subsequently changed to 'Paramesu Biotech Limited' upon conversion into a public limited company, pursuant to a board resolution dated April 20, 2024, and a shareholder's resolution dated May 14, 2024, and a fresh certificate of incorporation was issued on July 12, 2024 by the Registrar of Companies, Central Processing Centre.

Corporate Identity Number: U24232AP2011PLC076378
Registered and Corporate Office: RS No. 972, 3rd KM on Gopalapuram Road, West Godavari, Devarapalli – 534 313, Andhra Pradesh, India.
Contact Person: Amulya Dasari, Company Secretary and Compliance Officer; **Tel:** 0883 2945700
E-mail: cs@paramesu.com, **Website:** www.paramesu.com

THE PROMOTERS OF OUR COMPANY ARE: UNIMARK BUSINESS SOLUTIONS PRIVATE LIMITED, SPEEDFAST TRACOM LIMITED, ANANDA SWAROOP ADAVANI, MANI SWETHA TETALI AND HIMABINDU TETALI

INITIAL PUBLIC OFFERING OF [●] 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 ₹ 6,000 MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH AGGREGATING UP TO ₹ 5,200 MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH (THE "OFFERED SHARES") AGGREGATING UP TO ₹ 800 MILLION BY THE PROMOTER SELLING SHAREHOLDER, UNIMARK BUSINESS SOLUTIONS PRIVATE LIMITED (THE "OFFER FOR SALE" AND TOGETHER WITH THE FRESH ISSUE "THE OFFER")

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 5 EACH AND THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT SIZE WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER AND WILL BE ADVERTISED IN ALL EDITIONS OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), [●] EDITIONS OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND [●] EDITIONS OF [●] (A WIDELY CIRCULATED TELUGU DAILY NEWSPAPER, TELUGU BEING THE REGIONAL LANGUAGE OF ANDHRA PRADESH WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE STOCK EXCHANGES FOR UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SEBI ICDR REGULATIONS, AS AMENDED.

OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER, MAY CONSIDER AN ISSUE OF SPECIFIED SECURITIES AS MAY BE PERMITTED UNDER THE APPLICABLE LAW AGGREGATING UP TO ₹ 900 MILLION PRIOR TO THE 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 BOOK RUNNING LEAD MANAGER. 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 SHALL NOT EXCEED 20% OF THE SIZE OF THE FRESH ISSUE. PRIOR TO THE COMPLETION OF THE OFFER, 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 RHP AND PROSPECTUS.

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days following 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 Book Running Lead Manager, 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, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Syndicate Member and by intimation to Self-Certified Syndicate Banks, the Designated Intermediaries and the Sponsor Bank(s), as applicable.

This is an Offer in terms of Rule 19(2)(b) the Securities Contracts (Regulation) Rules, 1957, as amended (the "**SCRR**"), read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process in terms of Regulation 6(1) of the SEBI ICDR Regulations, wherein not more than 50% of the 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 Book Running Lead Manager, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis ("**Anchor Investor Portion**"), out of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is made to Anchor Investors ("**Anchor Investor Allocation Price**"), in accordance with the SEBI ICDR Regulations. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the 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 from them at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the QIB Portion (other than the Anchor Investor Portion) (the "**Net QIB Portion**"), the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Offer shall be available for allocation to Non-Institutional Bidders ("**Non-Institutional Portion**") (of which one third of the Non-Institutional Portion shall be reserved for Bidders with an application size between ₹ 0.20 million up to ₹ 1.00 million and two-thirds of the Non-Institutional Portion shall be reserved for Bidders with an application size exceeding ₹ 1.00 million) and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other subcategory of Non-Institutional Portion, subject to valid Bids being received at or above the Offer Price and not less than 35% of the Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. All potential Bidders (except Anchor Investors) are mandatorily required to participate in the Offer through the Application Supported by Blocked Amount ("**ASBA**") process by providing details of their respective ASBA accounts and UPI ID in case of UPI Bidders using the UPI Mechanism, as applicable, pursuant to which their corresponding Bid Amount will be blocked by the Self Certified Syndicate Banks ("**SCSBs**") or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of the respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA Process. For further details, see "*Offer Procedure*" on page 424.

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 Floor Price, the Offer Price or the Price Band as (determined by our Company in consultation with the Book Running Lead Manager, in accordance with the SEBI ICDR Regulations and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "*Basis for Offer Price*" on page 124, should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares of our Company, or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, bidders 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 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 35.

OUR COMPANY'S AND SELLING SHAREHOLDER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the 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 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, Promoter Selling Shareholder accepts responsibility for and confirms only the statements expressly made or confirmed by the Promoter Selling Shareholder in this Draft Red Herring Prospectus to the extent of information solely pertaining to itself as the Promoter Selling Shareholder and the Offered Shares and assumes responsibility that such statements are true and correct in all material respects and not misleading in any material respect.

LISTING

The Equity Shares, 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 further details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus until the Bid/ Offer Closing Date, see "*Material Contracts and Documents for Inspection*" on page 465.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE OFFER
Pantomath Capital Advisors Private Limited Pantomath Nucleus House, Saki Vihar Road, Andheri East Mumbai – 400 072, Maharashtra India. **Telephone**: 18008898711 **Email:** paramesu.ipo@pantomathgroup.com **Investor Grievance ID**: investors@pantomathgroup.com **Website**: www.pantomathgroup.com **Contact Person:** Kaushal Patwa **SEBI Registration Number:** INM000012110	**Bigshare Services Private Limited** 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashodha Hospital, Somajiguda Rajbhavan Road, Hyderabad – 500 082, Telangana, India. **Telephone**: + 91 22 62638200 **E-mail**: ipo@bigshareonline.com **Investor grievance e-mail**: investor.del@bigshareonline.com **Website**: www.bigshareonline.com **Contact person**: Babu Rapheal **SEBI registration number**: INR000001385

BID/OFFER PROGRAMME

BID/OFFER OPENS ON	[●]*
BID/OFFER CLOSES ON	[●]**^

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

*** Our Company may, in consultation with the Book Running Lead Manager, consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/ Offer Closing Date in accordance with the SEBI ICDR Regulation.*

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

TABLE OF CONTENTS

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 meaning as assigned below. References to statutes, rules, legislation, regulations, guidelines and policies will, unless the context otherwise requires, be deemed to include all amendments, modifications and replacements notified thereto, as of the date of this Draft Red Herring Prospectus, and any reference to a statutory provision shall include any subordinate legislation made from time to time under that provision. In case of any inconsistency between the definitions given below and the definitions contained in the General Information Document (as defined below), the definitions given below shall prevail.

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

The terms not defined herein but used in "Objects of the Offer", "History and Certain Corporate Matters", "Financial Indebtedness", "Basis of Offer Price", "Statement of Special Tax Benefits", "Industry Overview", "Key Regulations and Policies", "Financial Information", "Outstanding Litigation and Other Material Developments" "Offer Procedure" and "Description of Equity Shares and Terms of Articles of Association", on pages 103, 261, 385, 124, 136, 141, 249, 304, 387, 424 and 452 respectively, will have the meaning ascribed to such terms in those respective sections.

General Terms

Term	Description
our Company / the Company / the Issuer	Unless the context otherwise implies or expressly states, Paramesu Biotech Limited, a public limited company incorporated under the Companies Act, 1956 and having its Registered and Corporate Office at RS. No. 972, 3rd KM on Gopalapuram Road, West Godavari, Devarapalli – 534 313, Andhra Pradesh, India.
we / us / our	Unless the context otherwise indicates or implies, refers to our Company.

Company Related Terms

Term	Description
Administrative Office	Our Administrative Office include: • D.NO.81-42-01,5th Floor Venkateswara Nagar, JN Road, Rajahmundry – 533 103, Andhra Pradesh, India • D.NO.81-42-01,4th Floor Venkateswara Nagar, JN Road, Rajahmundry – 533 103, Andhra Pradesh, India
Articles of Association / Articles / AoA	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 and the SEBI Listing Regulations. For more details see "*Our Management – Corporate Governance*" on page 274
Auditors / Statutory Auditors	The statutory auditors of our Company, being Kunda and Associates, Chartered Accountants.
Board / Board of Directors	Board of directors of our Company, as constituted from time to time or any duly constituted committee thereof. For details see "*Our Management – Board of Directors*" on page 266

Term	Description
Chief Financial Officer / CFO	Chief financial officer of our Company, namely Satya Suresh Veeravilli. For details, see "*Our Management – Key Managerial Personnel*" on page 288
Company Secretary and Compliance Officer	The company secretary and compliance officer of our Company, namely Amulya Dasari. For details, see "*Our Management – Key Managerial Personnel*" on page 288
Corporate Social Responsibility Committee / CSR Committee	The corporate social responsibility committee of our Company constituted in accordance with section 135 and other applicable provisions of the Companies Act, 2013. For details see "*Our Management – Corporate Governance*" on page 273
Corporate Promoter(s)	Unimark Business Solutions Private Limited and Speedfast Tracom Limited.
Devarapalli Facility/ Manufacturing Facility	Manufacturing facility of our Company located at RS. No. 972, 3rd KM on Gopalapuram Road, West Godavari, Devarapalli – 534 313, Andhra Pradesh, India.
Director(s)	The director(s) on the Board of Directors, as appointed from time to time and as described in "Our Management", beginning on page 266**.**
D&B/ Dun & Bradstreet	Dun & Bradstreet Information Services (India) Private Limited.
Equity Shares	The equity shares of our Company of face value of ₹ 5 each
Executive Director(s)	Executive director(s) on our Board. For further details of the Executive Director, see "*Our Management*" on page 266
F&S/ Frost and Sullivan	Frost and Sullivan (India) Private Limited
F&S Report/ Industry Report	The industry research report titled ***'Industry Report on Maize Based Speciality Products'*** dated October 30, 2024, which is exclusively prepared and issued for the purpose of the Offer by Frost & Sullivan and commissioned and paid for by our Company vide engagement letter dated March 12, 2024. Frost and Sulivan was appointed by our Company exclusively for the purpose of the Offer. This report will be available on the website of our Company at www.paramesu.com from the date of this Draft Red Herring Prospectus until the Bid/ Offer Closing Date.
Group Company(ies)	The group company(ies) of our Company in accordance with the SEBI ICDR Regulations and the Materiality Policy of our Company. For details see "*Group Companies*" on page 300
Independent Chartered Engineer	Independent Chartered Engineer appointed by our Company being Gudiseva Prabhakar Rao.
Independent Director(s)	Independent Director(s) on our Board, and who are eligible to be appointed as the independent directors under section 149(6) and Regulation 17 and other applicable provisions of the Companies Act and the SEBI Listing Regulations respectively. For details of our Independent Directors, see "*Our Management-Board of Directors*" on page 266
Individual Promoter(s)	Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali
IPO Committee	The IPO committee of our Board. For details see "*Our Management – Corporate Governance*" on page 273.
Key Managerial Personnel / KMP	Key managerial personnel of our Company. For details see "*Our Management – Key Managerial Personnel*" on page 288
Managing Director	The managing director of our Company, namely Ananda Swaroop Adavani. For details, see "*Our Management*" on page 266.
Materiality Policy	The Materiality Policy adopted by our Board pursuant to a resolution dated August 27, 2024, for identification of: (a) outstanding material litigation proceedings; (b) Group Companies; and (c) 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 the Prospectus.
Memorandum of Association / Memorandum/ MoA	The memorandum of association of our Company, as amended from time to time.
Nomination and Remuneration	The nomination and remuneration committee of our Company, constituted in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations. For details see "*Our Management – Corporate Governance*" on page 273

Term	Description
Committee / NRC Committee	
Non – Executive Director(s)	A Director, not being an Executive Director. For further details of the Non- Executive Director, see *"Our Management"* on page 266.
Promoter(s)	The promoters of our Company namely, Unimark Business Solutions Private Limited, Speedfast Tracom Limited, Ananada Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali. For details see in "*Our Promoters and Promoter Group*" on page 292
Promoter Group	Such persons and entities constituting the promoter group of our Company, pursuant to Regulation 2(1) (pp) of the SEBI ICDR Regulations and as disclosed in "*Our Promoters and Promoter Group*" on page 292
Promoter Selling Shareholder/ Selling Shareholder	The Promoter of our Company offering certain portion of its shares for sale in the Offer for Sale, namely, Unimark Business Solutions Private Limited.
Proposed Facility/ Madhya Pradesh Facility/ Proposed unit	A-4, A-5 and A-6, Sector A, Mohasa Babai Industrial Area, Narmadapura – 461 661, Madhya Pradesh, India.
Registered and Corporate Office	RS. No. 972, 3rd KM on Gopalapuram Road, West Godavari, Devarapalli – 534 313, Andhra Pradesh, India.
Registrar of Companies / RoC	Registrar of Companies, Andhra Pradesh at Vijayawada. For further information, see "*General Information*" on page 77.
Restated Financial Statements/ Restated Financial Information/ Financial Information	The restated financial statements of our Company, comprising of restated statement of assets and liabilities as at six month period ended September 30, 2024 and for the financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, the restated statement of profit and loss (including other comprehensive income), the restated statement of cash flows and restated statement of changes in equity for the six month ended September 30, 2024 and financial years ended March 31, 2024, March 31, 2023 and March 31, 2022 and the Significant Accounting Policies and explanatory notes to the restated financial statements of the Company and included in "*Financial Information*" on page 304.
Senior Management Personnel	Senior Management Personnel of our Company in accordance with regulation 2(1) (bbbb) of the SEBI ICDR Regulations and as further disclosed in "*Our Management*" on page 266
Shareholders	The holders of the Equity Shares of our Company from time to time
Stakeholders Relationship Committee	The stakeholders' relationship committee of our Company. For details see described in "*Our Management – Corporate Governance*" on page 273.
TEV Report	Company commissioned Techno Economic Viability Report dated October 30, 2024 issued by Dun & Bradstreet Information Services (India) Private Limited.
Whole-time Director(s)	The whole-time director of our Company. For details see "*Our Management*" on page 266

Offer Related Terms

Term	Description
Abridged Prospectus	A memorandum containing such salient features of a prospectus as may be specified by SEBI in this regard
Acknowledgement Slip	The slip or document issued by the relevant Designated Intermediary(ies) to a Bidder as proof of registration of the Bid cum Application Form
Allot / Allotment /Allotted	Unless the context otherwise requires, allotment of Equity Shares offered pursuant to the Fresh Issue and transfer of the Offered Shares by the Promoter Selling Shareholder pursuant to the Offer for Sale to successful Bidders
Allotment Advice	Note or advice or intimation of Allotment sent to each successful Bidder who has been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange
Allottee	A successful Bidder to whom the Equity Shares are Allotted
Anchor Investor(s)	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in the SEBI ICDR Regulations and the Red Herring Prospectus and who has Bid for an amount of at least ₹ 100 million.

Term	Description
Anchor Investor Allocation Price	Price at which Equity Shares will be allocated to Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which will be decided by our Company in consultation with the Book Running Lead Manager during the Anchor Investor Bidding Date
Anchor Investor Application Form	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 terms of the Red Herring Prospectus and the Prospectus
Anchor Investor Bid/Offer Period or Anchor Investor Bidding Date	The day, being 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 Book Running Lead Manager will not accept any Bids from Anchor Investors, 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 Book Running Lead Manager
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
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company in consultation with the Book Running Lead Manager, to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations
Application Supported by Blocked Amount / ASBA	An application, whether physical or electronic, used by ASBA Bidders to make a Bid and authorize an SCSB to block the Bid Amount in the ASBA Account and will include applications made by RIIs using the UPI Mechanism where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by RIIs using the UPI Mechanism
ASBA Account	A bank account maintained by ASBA Bidders with an SCSB and specified in the ASBA Form submitted by such ASBA Bidder in which funds will be blocked by such SCSB to the extent of the specified in the ASBA Form submitted by such ASBA Bidder and includes a bank account maintained by a Retail Individual Investor linked to a UPI ID, which will be blocked by the SCSB upon acceptance of the UPI Mandate Request in relation to a Bid by a Retail Individual Investor Bidding through the UPI Mechanism
ASBA Bid	A bid made by an ASBA Bidder.
ASBA Bidders	All Bidders except Anchor Investors
ASBA Form	An application form, whether physical or electronic, used by ASBA Bidders to submit Bids which will be considered as the application for Allotment in terms of the Red Herring Prospectus and the Prospectus
Banker(s) to the Company	Shall mean Indian Bank Limited.
Banker(s) to the Offer	Collectively, the Escrow Collection Bank(s), Refund Bank(s), Sponsor Bank and Public Offer Account Bank(s), as the case may be
Basis of Allotment	Basis on which Equity Shares will be Allotted to successful Bidders under the Offer, as described in "*Offer Procedure*" on page 424.
Bid	An indication to make an offer during the Bid/Offer Period by an ASBA Bidder pursuant to submission of the ASBA Form, or during the Anchor Investor Bidding Date by an Anchor Investor, pursuant to submission of the Anchor Investor Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations. The term "Bidding" shall be construed accordingly.
Bid Amount	The highest value of optional Bids indicated in the Bid cum Application Form and payable by the Bidder or blocked in the ASBA Account of the ASBA Bidder, as the case may be, upon submission of the Bid in the Offer, as applicable. In the case of Retail Individual Investors Bidding at the Cut-off Price, the Bid Amount is the Cap Price multiplied by the number of Equity Shares Bid for by such Retail Individual Investor and mentioned in the Bid cum Application Form

Term	Description
Bidding Centres	Centres at which the Designated Intermediaries shall accept the ASBA Forms, i.e., Designated Branches for SCSBs, Specified Locations for the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs The details of such Broker Centres, along with the names and the contact details of the Registered Brokers are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com), and updated from time to time.
Bid cum Application Form	Anchor Investor Application Form or the ASBA Form, as the context requires
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Bid/Offer Closing Date	Except in relation to any Bids received from the Anchor Investors, the date after which the Designated Intermediaries will not accept any Bids, which shall be notified in all editions of [●] (a widely circulated English national daily newspaper), [●] editions of [●] (a widely circulated Hindi national daily newspaper) and [●] editions of [●] (a widely circulated Telugu daily newspaper, Telugu being the regional language of Andhra Pradesh, where our Registered and Corporate Office is located), and in case of any revision, the extended Bid/Offer Closing Date shall also be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Members of the Syndicate and by intimation to the Designated Intermediaries and Sponsor Bank(s), as required under the SEBI ICDR Regulations. Our Company in consultation with the Book Running Lead Manager, 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.
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, which shall be notified in all editions of [●] (a widely circulated English national daily newspaper), [●] editions of [●] (a widely circulated Hindi national daily newspaper) and [●] editions of [●] (a widely circulated Telugu daily newspaper, Telugu being the regional language of Andhra Pradesh, where our Registered and Corporate Office is located), and in case of any revision, the extended Bid/ Offer Period also be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Members of the Syndicate and by intimation to the Designated Intermediaries and Sponsor Bank(s), as required under the SEBI ICDR Regulations.
Bid/ Offer Period	Except in relation to Anchor Investors, the period between the Bid/ Offer Opening Date and the Bid/ Offer Closing Date, inclusive of both days, during which Bidders (excluding Anchor Investors) can submit their Bids, including any revisions thereof in accordance with the SEBI ICDR Regulations and the terms of the Red Herring Prospectus. Provided that the Bidding shall be kept open for a minimum of three Working Days for all categories of Bidders, other than Anchor Investors.
Bidder / Applicant	Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form and unless otherwise stated or implied, includes an ASBA Bidder and an Anchor Investor.
Book Building Process	The book building process as described in Part A, Schedule XIII of the SEBI ICDR Regulations, in terms of which the Offer is being made.
Book Running Lead Manager" or "BRLM"	The book running lead manager to the Offer, namely Pantomath Capital Advisors Private Limited.
Broker Centres	Broker centres notified by the Stock Exchanges where ASBA Bidders can submit the ASBA Forms, provided that RIBs may only submit ASBA Forms at such broker centres if they are Bidding using the UPI Mechanism, to a Registered Broker and details of which are available on the websites of the respective Stock Exchanges. The details of such Broker Centres, along with the names and the contact details of the Registered Brokers are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com), and updated from time to time.

Term	Description
CAN or Confirmation of Allocation Note	The notice or advice or intimation of allocation of the Equity Shares sent to Anchor Investors who have been allocated Equity Shares on / after the Anchor Investor Bidding Date.
Cap Price	The higher end of the Price Band, i.e. ₹ [●] per Equity Share, 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 be at least 105% of the Floor Price and less than or equal to 120% of the Floor Price.
Cash Escrow and Sponsor Bank Agreement	The agreement to be entered into between our Company, the Promoter Selling Shareholder, the Registrar to the Offer, the BRLM, the Syndicate Member, the Banker(s) to the Offer, *inter alia*, for the appointment of the Sponsor Bank in accordance with the UPI Circular, for the collection of the Bid Amounts from Anchor Investors, transfer of funds to the Public Offer Account and where applicable, refunds of the amounts collected from Bidders, on the terms and conditions thereof.
Client ID	Client identification number maintained with one of the Depositories in relation to the Bidder's beneficiary account.
Collecting Depository Participant or CDP	A depository participant as defined under the Depositories Act, 1996 registered with SEBI and who is eligible to procure Bids at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI, as per the list available on the websites of BSE and NSE, as updated from time to time.
Cut-off Price	The Offer Price, as finalised by our Company, in consultation with the Book Running Lead Manager which shall be any price within the Price Band. Only Retail Individual Bidders 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
Cut-Off Time	For all pending UPI Mandate Requests, the Sponsor Bank(s) shall initiate requests for blocking of funds in the ASBA Accounts of relevant Bidders with a confirmation cutoff time of 5:00 pm on after the Bid/Issue Closing Date.
Demographic Details	Details of the Bidders including the Bidder's address, name of the Bidder's father/ husband, investor status, occupation, PAN, DP ID, Client ID and bank account details and UPI ID, where applicable.
Designated CDP Locations	Such locations of the CDPs where Bidders can submit the ASBA Forms, a list of which, along with names and contact details of the Collecting Depository Participants eligible to accept ASBA Forms are available on the websites of the respective Stock Exchanges (www.bseindia.com and www.nseindia.com) as updated from time to time.
Designated Date	The date on which funds are transferred from the Escrow Account to the Public Offer Account or the Refund Account, as appropriate, or the funds blocked by the SCSBs are transferred from the ASBA Accounts to the Public Offer Account, as the case may be, in terms of the Red Herring Prospectus and the Prospectus, after the finalisation of the Basis of Allotment in consultation with the Designated Stock Exchange, following which the Board of Directors or IPO Committee may Allot Equity Shares to successful Bidders in the Offer.
Designated Intermediaries	In relation to ASBA Forms submitted by RIBs with an application size of up to to ₹0.20 million and Non-Institutional Bidders Bidding with an application size of up to ₹0.50 million (not using the UPI mechanism) by authorising an SCSB to block the Bid Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA Forms submitted by UPI Bidders where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by such UPI Bidders using the UPI Mechanism, Designated Intermediaries shall mean Syndicate, sub-syndicate/agents, Registered Brokers, CDPs, SCSBs and RTAs. In relation to ASBA Forms submitted by QIBs and Non-Institutional Bidders, Designated Intermediaries shall mean Syndicate, Sub-Syndicate/ agents, SCSBs, Registered Brokers, the CDPs and RTAs.
Designated RTA Locations	Such locations of the RTAs where Bidders can submit the ASBA Forms to RTAs, a list of which, along with names and contact details of the RTAs eligible to accept ASBA Forms are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com) and updated from time to time.
Designated SCSB Branches	Such branches of the SCSBs which shall collect ASBA Forms, a list of which is available on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35

Term	Description
	and updated from time to time, and at such other websites as may be prescribed by SEBI from time to time.
Designated Stock Exchange	[●]
Draft Red Herring Prospectus or DRHP	This draft red herring prospectus dated November 7, 2024, issued in accordance with the SEBI ICDR Regulations, which does not contain complete particulars of the Offer, including the price at which the Equity Shares will be Allotted and the size of the Offer, and includes any addenda or corrigenda thereto.
Eligible FPIs	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 NRIs	NRI(s) eligible to invest under the relevant provisions of the FEMA Rules, on a non-repatriation basis, from jurisdictions outside India where it is not unlawful to make an offer or invitation under the Offer and in relation to whom the Bid cum Application Form and the Red Herring Prospectus will constitute an invitation to purchase the Equity Shares
Escrow Account(s)	Accounts opened with the Escrow Collection Bank(s) and in whose favour Anchor Investors will transfer money through direct credit/ NEFT/ RTGS/NACH in respect of Bid Amounts when submitting a Bid
Escrow Collection Bank(s)	The banks which are clearing members and registered with SEBI as Bankers to an issue under the BTI Regulations, and with whom the Escrow Account(s) will be opened, in this case being [●]
First Bidder or Sole Bidder	The Bidder whose name shall be mentioned 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, i.e. ₹ [●] subject to any revision(s) 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
Fugitive Economic Offender	A fugitive economic offender as defined under the Fugitive Economic Offenders Act, 2018
Fresh Issue	The issue of [●] Equity Shares bearing face value of ₹ 5 each aggregating up to ₹ 5,200 million by our Company. *Our Company in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement aggregating up to ₹ 900 million 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 Book Running Lead Manager. 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. Prior to the completion of the Offer, 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.*
General Information Document or GID	The General Information Document for investing in public issues, prepared and issued in accordance with the SEBI circular (SEBI/HO/CFD/DIL1/CIR/P/2020/37) dated March 17, 2020, suitably modified and updated pursuant to, among others, the SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2020/50) dated March 30, 2020. The General Information Document shall be available on the websites of the Stock Exchanges, and the Book Running Lead Manager.
Gross Proceeds	The gross proceeds of the Fresh Issue that will be available to our Company
ISIN	The International Securities Identification Number. In this case being INE0U0I01025
Maximum RIB Allottees	Maximum number of RIBs who can be allotted the minimum Bid Lot. This will be computed by dividing the total number of Equity Shares available for Allotment to RIBs by the minimum Bid Lot, subject to valid Bids being received at or above the Offer Price.
Minimum 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 Promoter that shall be locked-in for a period of 3

Term	Description
	years from the date of Allotment. For details regarding the Minimum Promoters' Contribution, please refer to chapter titled "*Capital Structure*" beginning on page 85.
Monitoring Agency	[●], being a credit rating agency registered with SEBI.
Monitoring Agency Agreement	The agreement dated [●] to be entered into between our Company and the Monitoring Agency.
Mobile App(s)	The mobile applications listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43or such other website as may be updated from time to time, which may be used by Bidders to submit Bids using the UPI Mechanism.
Mutual Fund	Mutual funds registered with SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996
Mutual Fund Portion	Up to 5% of the Net QIB Portion, or [●] Equity Shares, which shall be available for allocation to Mutual Funds only, on a proportionate basis, subject to valid Bids being received at or above the Offer Price
Net Proceeds	The Gross Proceeds less our Company's share of the Offer-related expenses applicable to the Fresh Issue. For further details about use of the Net Proceeds and the Offer related expenses, see "*Objects of the Offer*" on page 103
Net QIB Portion	QIB Portion, less the number of Equity Shares Allotted to the Anchor Investors
Non-Institutional Investors or NII(s) or Non-Institutional Bidders or NIB(s)	All Bidders, that are not QIBs or Retail Individual Bidders and 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 Offer comprising of [●] Equity Shares which shall be available for allocation to NIIs in accordance with the SEBI ICDR Regulations, to Non-Institutional Bidders, subject to valid Bids being received at or above the Offer Price. The allocation to the NIIs shall be as follows: a) 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 b) Two-thirds of the Non-Institutional Portion 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 investors
Non-Resident or NR	A person resident outside India, as defined under FEMA
Offer	The initial public offer of [●] Equity Shares for cash at a price of ₹ [●] per Equity Share (including a share premium of [●] per Equity Share) aggregating up to ₹ 6,000 million consisting of a Fresh issue of [●] Equity Shares aggregating up to ₹ 5,200 million by our Company and an Offer for Sale of [●] Equity Shares aggregating up to ₹ 800 million, by the Promoter Selling Shareholder.
Offer Agreement	The agreement dated October 30, 2024 amongst our Company, the Promoter Selling Shareholder and the Book Running Lead Manager, pursuant to the SEBI ICDR Regulations, based on which certain arrangements are agreed to in relation to the Offer
Offer for Sale	The offer for sale of [●] Equity Shares aggregating up to ₹ 800 million by the Promoter Selling Shareholder in the Offer ** Subject to finalisation of Basis of Allotment*
Offer Price	₹ [●] per Equity Share, being the final price within the Price Band, at which the Equity Shares will be Allotted to successful Bidders other than Anchor Investors. Equity Shares will be Allotted to Anchor Investors at the Anchor Investor Offer Price in terms of the Red Herring Prospectus. The Offer Price will be decided by our Company in consultation with the Book Running Lead Manager, in accordance with the Book Building Process on the Pricing Date and in terms of the Red Herring Prospectus.
Offered Shares	[●] Equity Shares being offered by Selling Shareholder as part of the Offer for Sale.

Term	Description
Price Band	Price band of a minimum price of ₹ [●] per Equity Share (Floor Price) and the maximum price of ₹ [●] per Equity Share (Cap Price) and includes any revisions thereof. The Price Band and the minimum Bid Lot for the Offer will be decided by our Company in consultation with the Book Running Lead Manager, and will be advertised in all editions of English national daily newspaper, [●], all editions of Hindi national daily newspaper, [●] and all editions of the Telugu daily newspaper [●] (Telugu being the regional language of Andhra Pradesh, where our Registered and Corporate Office is located), each with a wide circulation, at least two Working Days prior to the Bid/Offer Opening Date, with the relevant financial ratios calculated at the Floor price and at the Cap Price, and shall be available to the Stock Exchanges for the purpose of uploading on their respective websites
Pricing Date	The date on which our Company, in consultation with the Book Running Lead Manager, will finalise the Offer Price
Prospectus	The prospectus to be filed with the RoC, in accordance with the Companies Act, 2013 and the SEBI ICDR Regulations containing, amongst other things, 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(s)	The banks which are clearing members and registered with SEBI under the BTI Regulations, with whom the Public Offer Account(s) will be opened for collection of Bid Amounts from Escrow Account(s) and ASBA Accounts on the Designated Date, in this case being [●].
Public Offer Account(s)	Bank account to be opened in accordance with the provisions of the Companies Act, 2013, with the Public Offer Account Bank(s) to receive money from the Escrow Accounts and from the ASBA Accounts on the Designated Date.
QIB Category / QIB Portion	The portion of the Offer (including the Anchor Investor Portion) being not more than 50% of the Offer, consisting of [●] Equity Shares which shall be allocated to QIBs, including the Anchor Investors (which allocation shall be on a discretionary basis, as determined by our Company in consultation with the Book Running Lead Manager up to a limit of 60% of the QIB Portion) subject to valid Bids being received at or above the Offer Price or Anchor Investor Offer Price.
Qualified Institutional Buyers" or "QIBs"	A qualified institutional buyer, as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations. However, non-residents which are FVCIs and multilateral and bilateral development financial institutions are not permitted to participate in the Offer.
Red Herring Prospectus or RHP	The red herring prospectus, including any corrigenda or addenda thereto, to be issued in accordance with Section 32 of the Companies Act, 2013 and the provisions of SEBI ICDR Regulations, which will not have complete particulars of the price at which the Equity Shares will be offered and the size of the Offer, including any addenda or corrigenda thereto. The red herring prospectus will be filed with the RoC at least three working days before the Bid/ Offer Opening Date and will become the Prospectus upon filing with the RoC after the Pricing Date.
Refund Account(s)	The 'no-lien' and 'non-interest bearing' account to be opened with the Refund Bank, from which refunds, if any, of the whole or part, of the Bid Amount to the Anchor Investors shall be made
Refund Bank(s)	The Banker(s) to the Offer with whom the Refund Account(s) will be opened, in this case being [●].
Registered Brokers	Stock brokers registered with the stock exchanges having nationwide terminals other than the members of the Syndicate, and eligible to procure Bids in terms of the circular No. CIR/CFD/14/2012 dated October 4, 2012 issued by SEBI
Registrar Agreement	The agreement dated October 25, 2024, entered amongst our Company, the Promoter Selling Shareholder 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 or RTAs	Registrar and share transfer agents registered with SEBI and eligible to procure Bids at the Designated RTA Locations as per the lists available on the website of BSE and NSE, and the UPI Circulars
Registrar, or Registrar to the Offer	The Registrar to the Issue namely Bigshare Services Private Limited.
Resident Indian	A person resident in India, as defined under FEMA
Retail Individual Bidders or RIB(s) or Retail Individual Investors or RII(s)	Individual Bidders (including HUFs applying through their Karta and Eligible NRIs and does not include NRIs other than Eligible NRIs) who have Bid for the Equity Shares for an amount not more than ₹0.20 million in any of the Bidding options in the Offer

Term	Description
Retail Portion	The portion of the Offer being not less than 35% of the Offer consisting of [●] Equity Shares which shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price
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 Bidding in the Retail Portion 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 Redress System, a centralized web based complaints redressal system launched by SEBI vide circular no. CIR/OIAE/1/2014 dated December 18, 2014
Self-Certified Syndicate Bank(s) or 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 by SEBI from time to time. Applications through UPI in the Offer can be made only through the SCSBs mobile applications (apps) whose name appears on the SEBI website. A list of SCSBs and mobile application, which, are live for applying in public issues using UPI Mechanism is provided as Annexure 'A' to 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=43, as updated from time to time.
Specified Locations	The Bidding centres where the Syndicate shall accept Bid cum Application Forms from relevant Bidders, a list of which is available on the website of SEBI (www.sebi.gov.in) and updated from time to time.
Share Escrow Agent	Escrow agent to be appointed pursuant to the Share Escrow Agreement, namely [●].
Share Escrow Agreement	The agreement to be entered into amongst our Company, the Promoter Selling Shareholder, and the Share Escrow Agent for deposit of the Equity Shares offered by the Promoter Selling Shareholder in escrow and credit of such Equity Shares to the demat account of the Allottees.
Sponsor Bank(s)	The Banker(s) to the Offer registered with SEBI which is appointed by the 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 RIBs using the UPI Mechanism and carry out any other responsibilities in terms of the UPI Circulars, in this case being [●].
Stock Exchanges	Collectively, BSE Limited and National Stock Exchange of India Limited
Syndicate Agreement	Agreement dated [●] to be entered into among our Company, the Promoter Selling Shareholder, the BRLM, Registrar to the Offer and the Syndicate Member in relation to collection of Bid cum Application Forms by Syndicate
Syndicate Member	Intermediaries (other than BRLM) registered with SEBI who are permitted to accept bids, applications and place orders with respect to the Offer and carry out activities as an underwriter namely, [●]
Syndicate or members of the Syndicate	Together, the BRLM and the Syndicate Member
Systemically Important Non-Banking Financial Company or NBFC-SI	Systemically important non-banking financial company as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations
Underwriters	[●]

Term	Description
Underwriting Agreement	The agreement dated [●] to be entered into amongst the Underwriters, the Promoter Selling Shareholder, Registrar to the Offer and our Company on or after the Pricing Date, but prior to filing of the Prospectus
UPI	Unified Payments Interface, which is an instant payment mechanism developed by NPCI
UPI Bidders	Collectively, individual investors applying as RIBs in the Retail Portion, and individuals applying as Non-Institutional Investors with a Bid Amount of up to ₹ 0.50 million in the Non-Institutional Portion and Bidding under the UPI Mechanism through ASBA Form(s) submitted with Syndicate Member, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents. Pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all individual investors applying in public issues where the application amount is up to ₹ 0.50 million shall use UPI 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	Collectively, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI circular number SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2020 dated March 30, 2020, SEBI circular number SEBI/HO/CFD/DIL2/OW/P/2021/2481/1/M dated March 16, 2021, SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2021/47 dated March 31, 2021 SEBI circular number SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, the RTA Master Circular and SEBI master circular no. SEBI/HO/CFD/PoD- 2/P/CIR/2023/00094 dated June 21, 2023 SEBI circular SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, along with the circular issued by the National Stock Exchange of India Limited having reference no. 25/2022 dated August 3, 2022 and the circular issued by BSE Limited having reference no. 20220803-40 dated August 3, 2022, and any subsequent circulars or notifications issued by SEBI and Stock Exchanges in this regard.
UPI ID	ID created on UPI for single-window mobile payment system developed by the NPCI
UPI Mandate Request	A request (intimating the UPI Bidder by way of a notification on the UPI application, by way of a SMS directing the UPI Bidder to such UPI application) to the UPI Bidder initiated by the Sponsor Bank to authorise blocking of funds on 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, RIBs 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&intmId=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 to make a Bid in the Offer in accordance with the UPI Circulars
UPI PIN	Password to authenticate UPI transaction
Wilful Defaulter or a Fraudulent Borrower	Means a person or an issuer who or which is categorized as a wilful defaulter or a fraudulent borrower by any bank or financial institution as defined under the Companies Act, 2013 or consortium thereof, in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by the Reserve Bank of India.
Working Day	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, Working Day shall mean all days except all Saturdays, Sundays and public holidays on which commercial banks in Mumbai are open for business and (c) the time period between the Bid/Offer Closing

Term	Description
	Date and the listing of the Equity Shares on the Stock Exchanges, “Working Day” shall mean all trading days of Stock Exchanges, excluding Sundays and bank holidays in India, as per the circulars issued by SEBI, including the SEBI UPI Circulars

Technical Terms

Term	Description
DCS Hardware	Distributed Control System
Centrifuge	Centrifugal force machine it will use for separating the solid and water
PS	Primary separation
MST	Mill steam thickener
GT	Gluten thickener
CFM	Cubic Feet Per Minute
CFR	Cost and freight rate
CSL	Corn Steep Liquor
DAS Grate Water	Distilled And Demonized Water
DG set	Diesel Generator sets
DORB	De-oiled Rice Bran
Double grinder	Double Grinder
EOT	Electric Overhead Travelling Crane
ED MPIDC	Executive Director MP Industrial Development Corporation
FOB	Free On Board
GMO	Genetically Modified Organism
HT Substation	High Tension Substation
KPI monitoring	Key Performance Indicator Monitoring
KVAh	Kilovolt –ampere – hour
kVAR	Kilovolt –amperes reactive
LRB	Lightly Resin Bonded
MCB	Miniature Circuit Breaker
MIS	Management Information System
MS Flat	Mild Steel Flat
MS Sheet	Mild Steel Sheet
MPIDC	Madhya Pradesh Industrial Development corporation
MSP	Maize Starch Powder
MSP	Maize Starch Powder.
IP	Indian Pharmacopeia
BP	BP- British Pharmacopeia
EP	European Pharmacopeia
MT	Metric Ton
MW	Mega watt
NB Elbows	Nominal bore elbows
NB Flanges	Nominal bore flanges
NB Pipes	Nominal bore pipes
RTD	Resistance Temperature Detector
RTPFC	Real time Power Factor Correction
Sandwitch BBT	Sandwich Compact Electric Busbar System
SCADA Software	Supervisory Control And Data Acquisition
SMPS	Switched Mode Power Supply
TNC breaker	Trip Neutral Close Breaker
TPD	Tones Per Day
TPH	Tones Per Hour
VFD Panel	Variable Frequency Drive Panel
ZLD	Zero Liquid Discharge

Industry Related Terms

Terms	Description
AIF	Agriculture Infrastructure Fund
APEDA	Agricultural and Processed Food Products Export Development Authority
Bn	Billion
CACP	Commission for Agricultural Costs & Prices
CAGR	Compound annual growth rate
CIPMC	Central Integrated Pest Management Centers

CY	Calendar Year
DDGS	Distillers Dried Grains with Soluble
DE	dextrose equivalent
EMEA	European Union, Middle East and Central Asia, and Sub-Saharan Africa
e-NAM	National Agriculture Market
ETP	Effluent Treatment Plant
EU	European Union
FAO	Food and Agriculture Organization
FAW	Fall Army Worm
FSSAI	Food Safety and Standards Authority of India
FY	Financial Year
GAEL	Gujarat Ambuja Exports Limited
GDP	Gross Domestic Products
GM	Genetically Modified
GMP	Good Manufacturing Practices
Ha	Hectare
ICAR	Indian Council of Agricultural Research
IMF	International Monetary Fund
KSA	Kingdom of Saudi Arabia
Mn	Million
MSP	Minimum Support Price
MTD	Metric Tons Per Day
NABARD	National Bank for Agricultural & Rural Development
NAFED	National Agricultural Cooperative Marketing Federation of India Ltd.
NCCF	National Cooperative Consumers' Federation of India Limited
OECD	Organization for Economic Co-operation and Development
PBL	Paramesu Biotech Limited
PLI	Production-linked Incentive
PMFBY	Pradhan Mantri Fasal Bima Yojana
ROA	Return on Assets
ROCE	Return On Capital Employed
Rs	Rupees
SAU	State Agriculture Universities
SDG	Sustainable Development Goal
TPD	Tons Per Day
UAE	United Arab Emirates
UK	United Kingdom
USA	United States of America

Conventional and General Terms or Abbreviations

Term	Description
A/c	Account
AGM	Annual general meeting
AI	Artificial Intelligence
AIFs	Alternative Investment Fund as defined in and registered with SEBI under the SEBI AIF Regulations
Air Act	Air (Prevention and Control of Pollution) Act, 1981, as amended
BIS	Bureau of Indian Standards
B2B	Business-to-Business
BSE	BSE Limited
COVID-19	An infectious disease caused by the SARS-CoV-2 virus (Corona virus disease)
CAGR	Compounded Annual Growth Rate

Term	Description
Calendar Year / year	Unless the context otherwise requires, shall refer to the twelve-month period ending December 31
Category I AIF	AIFs who are registered as "Category I Alternative Investment Funds" under the SEBI AIF Regulations
Category II AIF	AIFs who are registered as "Category II Alternative Investment Funds" under the SEBI AIF Regulations
Category III AIF	AIFs who are registered as "Category III Alternative Investment Funds" under the SEBI AIF Regulations
CDSL	Central Depository Services (India) Limited
COGS	Cost of goods sold
CIN	Corporate Identity Number
Companies Act, 1956	Companies Act, 1956, and the rules, regulations, notifications, modifications and clarifications made thereunder, as the context requires
Companies Act, 2013 / Companies Act	Companies Act, 2013 and the rules, regulations, notifications, modifications and clarifications thereunder
Consolidated FDI Policy	The consolidated FDI Policy, effective from October 15, 2020, issued by the DPIIT, and any amendments or substitutions thereof, issued from time to time
Contract Labour Act	The Contract Labour (Regulation and Abolition) Act, 1970.
CSR	Corporate social responsibility
CST	Central Sales Tax
Demat	Dematerialised
Depositories Act	Depositories Act, 1996 read with the rules and regulations thereunder
Depository / Depositories	NSDL and CDSL
Debt Equity Ratio	Total debt divided by total shareholder's funds. Total debt is the sum of long-term borrowings, short term borrowings and current maturity of long-term debt, based on the Restated Financial Statements.
DIN	Director Identification Number
DP ID	Depository Participant's Identification Number
DP / Depository Participant	A depository participant as defined under the Depositories Act
DPIIT	The Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India
EBITDA	Earnings before interest, tax, depreciation and amortisation, which has been arrived at by obtaining the profit before tax/ (loss) for the year and adding back finance costs, depreciation, and amortisation and impairment expenses and reducing other income.
EBITDA Margin (%)	EBITDA Margin is calculated as EBITDA as a percentage of revenue from operations.
EGM	Extraordinary general meeting
EMS	Environment Management System
EOU	Export Oriented Unit
EPS	Earnings per share
EUR	Euro
FAQs	Frequently asked questions
FCNR	Foreign currency non-resident account
FDI	Foreign direct investment
FDI Circular or Consolidated FDI Policy	The Consolidated Foreign Direct Investment Policy bearing DPIIT file number 5(2)/2020-FDI Policy dated October 15, 2020, issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time
FEMA	Foreign Exchange Management Act, 1999, including the rules and regulations thereunder
FEMA Regulations	Foreign Exchange Management (Transfer of Issue of Security by a Person Resident outside India) Regulations, 2017
FEMA Rules	Foreign Exchange Management (Non-debt Instruments) Rules, 2019

Term	Description
Financial Year / Fiscal / FY / F.Y.	Period of twelve months ending on March 31 on that particular year, unless stated otherwise
FI	Financial institutions
FIR	First Information Report
Fixed Asset Turnover Ratio	Revenue from operations divided by total property, plant & equipment, based on Restated Financial Statements. Figures for property, plant & equipment do not include capital work-in-progress.
FPI(s)	A foreign portfolio investor who has been registered pursuant to the SEBI FPI Regulations
FVCI	Foreign Venture Capital Investors (as defined under the Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000) registered with SEBI
FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000
Fugitive Economic Offender	An individual who is declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018.
GDP	Gross domestic product
Central Government / GoI	Government of India
GST	Goods and service tax
Hazardous Waste Rules	Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016
HUF	Hindu undivided family
IT Act	The Information Technology Act, 2000
I.T. Act	The Income Tax Act, 1961
IBC	Insolvency and Bankruptcy Code
ICAI	The Institute of Chartered Accountants of India
IFRS	International Financial Reporting Standards of the International Accounting Standards Board
Ind AS	Accounting Standards notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Companies Act, 2013
Ind AS Rules	Companies (Indian Accounting Standards) Rules, 2015
Indian GAAP	Generally Accepted Accounting Principles in India, being, accounting principles generally accepted in India including the accounting standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended
INR/ ₹	Indian National Rupee
IMD	Indian Metrological Department
IPO	Initial public offering
IRDAI	Insurance Regulatory and Development Authority of India
IT	Information technology
ITC	Input Tax Credit
KYC	Know Your Customer
LC	Letter of Credit
MCA	Ministry of Corporate Affairs, Government of India
MCLR	Marginal cost of fund-based lending rate
Mn / mn	Million
N.A / NA	Not applicable
NACH	National Automated Clearing House
National Investment Fund	National Investment Fund set up by resolution F. No. 2/3/2005-DD-II dated November 23, 2005, of the GoI, published in the Gazette of India
NAV	Net asset value
NBFC	Non-Banking Financial Companies
NBFC - SI	Systemically important non-banking financial company as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations.
NCLT	National Company Law Tribunal

Term	Description
NEFT	National electronic fund transfer
Negotiable Instruments Act	The Negotiable Instruments Act, 1881
Non-Resident	A person resident outside India, as defined under FEMA
NPCI	National payments corporation of India
NRE Account	Non-resident external account established in accordance with the Foreign Exchange Management (Deposit) Regulations, 2016
NRI/ Non-Resident Indian	A person resident outside India who is a citizen of India as defined under the Foreign Exchange Management (Deposit) Regulations, 2016 or is an 'Overseas Citizen of India' cardholder within the meaning of section 7(A) of the Citizenship Act, 1955
NRO Account	Non-resident ordinary account established in accordance with the Foreign Exchange Management (Deposit) Regulations, 2016
NSDL	National Securities Deposit 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 the 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 the FEMA. OCBs are not allowed to invest in the Offer
p.a.	Per annum
P/E Ratio	Price/earnings ratio
PAN	Permanent account number allotted under the I.T. Act
PAT	Profit After Tax
R&D	Research and development
RBI	Reserve Bank of India
Regulation S	Regulation S under the U.S. Securities Act
RONW	Return on net worth
Rs. / Rupees/ ₹ / INR	Indian Rupees
RTGS	Real time gross settlement
SCORES	SEBI Complaints Redress System
SCRA	Securities Contracts (Regulation) Act, 1956
SCRR	Securities Contracts (Regulation) Rules, 1957
SEBI	Securities and Exchange Board of India constituted under the SEBI Act
SEBI Act	Securities and Exchange Board of India Act, 1992
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012
SEBI BTI Regulations	Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
SEBI Insider Trading Regulations	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
SEBI Merchant Bankers Regulations	Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992
SEBI Mutual Funds Regulations	Securities and Exchange Board of India (Mutual Funds) Regulations, 1996

Term	Description
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
SEBI SBEB Regulations	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
SEBI VCF Regulations	Securities and Exchange Board of India (Venture Capital Fund) Regulations, 1996 as repealed pursuant to SEBI AIF Regulations
Specified Securities	Equity shares and/or convertible securities
State Government	Government of a state of India
Stock Exchanges	Collectively, the BSE and NSE
STT	Securities transaction tax
TAN	Tax deduction account number
TDS	Tax deducted at source
U.S. Securities Act	United States Securities Act of 1933, as amended
US GAAP	Generally Accepted Accounting Principles in the United States of America
USA/ U.S/ US	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
WACA	Weighted Average Cost of Acquisition
Water Act	Water (Prevention and Control of Pollution) Act, 1974

Key Performance Indicators*

Term	Description
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin is an indicator of the operational profitability and financial performance of our business
Profit after Tax (PAT)	Profit after Tax (PAT) for the year/ period provides information regarding the overall profitability of the business
PAT Margin (%)	PAT Margin is an indicator of the overall profitability and financial performance of our business
Total Borrowings	Total Borrowings is used by us to track our leverage position on time to time
Net Worth	Net worth is used to track the book value and overall value of shareholders' equity
Return on Equity (ROE) (%)	Return on Equity provides how efficiently our Company generates profits from shareholders' funds
Return on Capital Employed (ROCE) (%)	Return on Capital Employed provides how efficiently our Company generates earnings from the capital employed in the business
Debt-Equity Ratio	Debt to Equity Ratio is used to measure the financial leverage of our Company and provides comparison benchmark against peers
Fixed Assets Turnover	Fixed Asset Turnover is the efficiency at which our Company is able to deploy its assets (on net block basis) to generate the Revenue from Operations
Cash Conversion Cycle (in days)	Cash Conversion Cycle days indicate the working capital requirements in relation to revenue generated from operations
Total installed capacity in metric tonnes per day	Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day
Capacity Utilisation (%)	Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable

No. of customers	No. of customers is the aggregate customers served by the Company

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

Certain Conventions

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

All references in this Draft Red Herring Prospectus to the "US", "U.S." "USA" or "United States" are to the United States of America and its territories and possessions.

Unless indicated otherwise, all references to a year in this Draft Red Herring Prospectus are to a calendar year and references to a Fiscal or a Fiscal Year are to the year ended on March 31, of that 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.

Page Numbers

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.

Time

All references to time in this Draft Red Herring Prospectus are to Indian Standard Time ("**IST**").

Financial Data

Unless indicated or the context requires otherwise, the financial information and financial ratios in this Draft Red Herring Prospectus are derived from our Restated Financial Statements. The Restated Financial Statements included in this Draft Red Herring Prospectus comprise the restated statement of assets and liabilities as at six month period ended September 30, 2024, and financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, 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 six month period ended September 30, 2024, and financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, the summary statement of significant accounting policies, and other explanatory information, together with the annexures and the notes thereto, prepared in accordance with Section 26 of Part I of Chapter III of the Companies Act, 2013, the SEBI ICDR Regulations, as amended and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI. See "*Summary of Restated Financial Statements*" and "*Financial Information*" on pages 73 and 304, respectively.

Our Company's financial year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year and accordingly, all references in this Draft Red Herring Prospectus to a particular financial year are to the 12-month period commencing on April 1 of the immediately preceding calendar year and ending on March 31 of that particular calendar year.

Our Restated Financial Statements have been prepared in accordance with Ind AS. There are significant differences between Ind AS, International Financial Reporting Standards ("**IFRS**") and Generally Accepted Accounting Principles in the United States of America ("**U.S. GAAP**"). The degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting policies and practices, Ind AS, the Companies Act 2013, the SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India. Accordingly, any reliance by persons not familiar with Ind AS, the Companies Act 2013, the SEBI ICDR Regulations, the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI and practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited. We have not attempted to quantify the impact of IFRS or U.S. GAAP on the financial information included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial information to those under U.S. GAAP or IFRS and we urge you to consult your own advisors regarding such differences and their impact on our financial information. For details in connection with risks involving differences between Ind AS, U.S. GAAP and IFRS see "*Risk Factors No. 56 - Significant differences exist between Ind AS and other accounting principles, such as Indian GAAP, IFRS and U.S. GAAP, which may be material to investors' assessments of our financial condition, result of operations and cash flows*." on page 61.

Certain additional financial information pertaining to our Group Companies are derived from their respective audited financial statements.

Certain figures contained in this Draft Red Herring Prospectus, including financial information, have been subject to rounding adjustments. All decimals, including percentages, have been rounded off to 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 numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. However, where any figures that may have been sourced from third-party industry sources are rounded off to other than two decimal points in their respective sources, such figures appear in this Draft Red Herring Prospectus as rounded off to such number of decimal points as provided in their respective sources.

Non-GAAP Financial Measures

Certain Non-GAAP Measures relating to our operations and financial performance including EBITDA, EBITDA Margin, EBITDA CAGR, EBIT, Debt to Equity Ratio, RoNW, ROCE, Net Worth and NAV per Equity Share ("**Non-GAAP Measures**") have been included in this Draft Red Herring Prospectus. We compute and disclose such Non-GAAP Measures relating to our financial performance as we consider such information to be supplemental and useful measures of our business and financial performance. These Non-GAAP Measures and other information relating to financial performance 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 of similar nomenclature that may be computed and presented by other companies and are not measures of operating performance or liquidity defined by generally accepted accounting principles, including Ind AS and may not be comparable to similarly titled measures presented by other companies.

Currency and Units of Presentation

All references to "Rupee(s)", "Rs.", "₹" or "INR" are to Indian Rupees, the official currency of the Republic of India.
All references to "$", "US$", "U.S. Dollars" or "USD" are to United States Dollars, the official currency of the United States of America.
All references to "€" or "Euro" are to the official currency of the European Union.
All references to "£" or "GBP" are to the Great British Pound, the official currency of the United Kingdom of Great Britain and Norther Ireland.
All references to "¥" or "YEN" are to the Japanese Yen, the official currency of Japan.
All references to "CNY" are to the Chinese Yuan, the official currency of China

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. All figures in decimals have been rounded off to the second decimal. 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.

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 other currencies used in the Draft Red Herring Prospectus:

(in ₹)

Currency	Exchange rate as at			
	September 30, 2024	March 31, 2024	March 31, 2023	March 31, 2022
USD	83.55	83.37	82.21	75.81
EUR	93.49	89.45	89.61	84.66
GBP	111.98	104.58	101.87	99.55
100JPY	58.24	54.94	61.80	62.23
CNY	11.94	11.54	11.95	11.97

Source: www.fbil.org.in and www.xe.com
Note: Exchange rate is rounded off to two decimal point and in the case of March 31 of any of the respective years is a public holiday, the previous Working Day not being a public holiday has been considered.

Industry and Market Data

Unless stated otherwise, information pertaining to the industry and market data in which our Company operates in, contained in this Draft Red Herring Prospectus is derived from the F&S Report which has been exclusively commissioned and paid for by our Company, pursuant to an engagement letter dated March 12, 2024 with Frost and Sullivan (India Private Limited, for the purpose of understanding the industry in which our Company operates, in connection with this Offer, since no report is publicly available which provides a comprehensive industry analysis, particularly for our Company's services, that may be similar to the F&S Report. This Draft Red Herring Prospectus contains certain data and statistics from the F&S Report, which is available on the website of our Company at www.paramesu.com.

Frost and Sullivan (India) Private Limited is an independent agency which has no relationship with our Company, our Promoters, any of our Directors, Key Managerial Personnel, Senior Management or the Book Running Lead Manager.

Industry publications generally state that the information contained in such publications has been obtained from publicly available documents from various sources believed to be reliable but accuracy, completeness and underlying assumptions of such third-party sources are not guaranteed. Although the industry and market data used in this Draft Red Herring Prospectus is reliable, the data used in these sources may have been re-classified by us for the purposes of presentation however, no material data in connection with the Offer has been omitted. Data from these sources may also not be comparable. Further, Frost and Sullivan (India) Private Limited has confirmed that to the best of its knowledge no consent is required from any Government or other source from which any information is used in the F&S Report.

The F&S Report is available on the website of our Company at www.paramesu.com from the date of this Draft Red Herring Prospectus until the Bid/ Offer Closing Date.

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

"The market research process for this study has been undertaken through secondary / desktop research as well as primary research, which involves discussing the status of the market with leading participants and experts. The research methodology used is the Expert Opinion Methodology. Quantitative market information was sourced from interviews by way of primary research as well as from trusted portals, and therefore, the information is subject to fluctuations due to

possible changes in the business and market climate. Frost & Sullivan's estimates and assumptions are based on varying levels of quantitative and qualitative analyses, including industry journals, company reports and information in the public domain.

Forecasts, estimates, predictions, and other forward-looking statements contained in this report are inherently uncertain because of changes in the factors underlying their assumptions, or events or combinations of events that cannot be reasonably foreseen. Actual results and future events could differ materially from such forecasts, estimates, predictions, or such statements.

This study has been prepared for inclusion in the draft red herring prospectus, red herring prospectus and the prospectus of "Paramesu Biotech Limited." in relation to an initial public offering in connection with its listing on the Indian stock exchange. This study has been prepared for inclusion in the draft red herring prospectus ("Draft Red Herring Prospectus" or "DRHP"), red herring prospectus ("Red Herring Prospectus" or "RHP") and prospectus ("Prospectus") of "Paramesu Biotech Limited" to be filed with the Securities and Exchange Board of India ("SEBI"), the Registrar of Companies, Andhra Pradesh at Vijayawada ("RoC") and the recognized stock exchanges (the "Stock Exchanges")

This report and extracts thereof are for use in the draft red herring prospectus, red herring prospectus and the prospectus issued by the company and all the presentation materials (including press releases) prepared by or on behalf of the company (and reviewed by Frost & Sullivan) in relation to the listing exercise. The company is permitted to use the same for internal and external communications as needed in the context of the Listing exercise. However, no part of the report may be distributed for any other commercial gain to parties not connected with the said Listing exercise.

This report has been exclusively prepared for the consumption of "Paramesu Biotech Limited", and any unauthorized access to or usage of this material by others is forbidden and illegal.

Frost & Sullivan has prepared this study in an independent and objective manner, and it has taken adequate care to ensure its accuracy and completeness. We believe that this study presents a true and fair view of the Maize Starch, Derivatives & by- Products within the limitations of, among others, secondary statistics and primary research, and it does not purport to be exhaustive. Our research has been conducted with an "overall industry" perspective, and it will not necessarily reflect the performance of individual companies in the industry. Frost & Sullivan shall not be liable for any loss suffered because of reliance on the information contained in this study. This study should also not be considered as a recommendation to buy or not to buy the shares of any company or companies as mentioned in it or otherwise."

For details of risks in relation to F&S Report, see "*Risk Factors No. 39 –* "*This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from Frost & Sullivan (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. Frost & Sullivan (India) Private Limited is an independent third party entity and is not related to the Company, its Promoters and Directors in any manner whatsoever. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.*" on page 56. Accordingly, no investment decision should be made solely on the basis of such information.

In accordance with the SEBI ICDR Regulations, "*Basis for Offer Price*" beginning on page 124 includes information relating to our peer group companies. Such information has been derived from publicly available sources specified herein. Accordingly, no investment decision should be made solely on the basis of such information.

FORWARD LOOKING STATEMENTS

This Draft Red Herring Prospectus contains certain statements which are not statements of historical facts and may be described as "*forward-looking statements*". These forward-looking statements include statements which can generally be identified by words or phrases such as *"aim", "anticipate", 'are likely', "believe", "continue", "expect", "estimate", "intend", "will likely", "likely to", "may", "seek to", "shall", "objective", "plan", "project", "propose", "will", "will continue", "will pursue", "will achieve", "can", "could", "goal", "should"* 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. All statements regarding our expected financial conditions, results of operations, business plans and prospects are forward-looking statements. However, these are not the exclusive means of identifying forward looking statements. These forward-looking statements include statements as to our business strategy, plans, revenue and profitability (including, without limitation, any financial or operating projections or forecasts) and other matters discussed in this Draft Red Herring Prospectus that are not historical facts.

These forward-looking statements are based on our current plans, estimates and expectations and actual results may differ materially from those suggested by such forward-looking statements. All forward-looking statements are subject to risks, uncertainties, expectations and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement.

Actual results may differ materially from those suggested by the forward-looking statements due to risks or uncertainties associated with our expectations with respect to, but not limited to, regulatory changes pertaining to the industry in which our Company operates and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks, general economic and political conditions in India and globally which have an impact on our business activities, investments, or the industry in which we operate, 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, taxes, changes in competition in the industry in which we operate and incidents of any natural calamities and/or acts of violence. Certain important factors that could cause actual results to differ materially from our Company's expectations include, but are not limited to, the following:

- Any fluctuations in the prices of our raw material may adversely affect the pricing of our products and may have an impact on our business, results of operation, financial condition and cash flows.
- We have not entered into any long-term contracts with suppliers for our raw materials and an increase in the cost of, or a shortfall in the availability of such raw materials or our inability to leverage existing or new relationships with our suppliers could have an adverse effect on our business and results of operations.
- During the peak arrival season of maize harvesting, our Company procures and stores significant quantities of maize which is the primary raw material required for the manufacturing of our Company's products and for the purpose of doing the same significant amount of working capital is required. Our inability to meet the said working capital requirement during the peak harvesting season of maize may have an adverse effect on our results of operations and overall business.
- There are pending litigations involving our Company. Any unfavourable order or decision in such proceedings may render affect our results of operations.
- Our Company sells its products for specific use by certain industries. Any reduction in the demand or requirement of our products in such industries may result in loss of business and may affect our financial performance and condition.
- Our proposed plans with respect to funding the capital expenditure requirement for expansion of the Proposed Facility are subject to the risk of unanticipated delays in obtaining approvals, implementation and cost overruns which may adversely affect our business and results of operations.
- Any slowdown or shutdown of our manufacturing operations at our Manufacturing Facilities could have an adverse effect on our business, financial condition and results of operations.
- Our Company in the usual course of business does not have any long-term contracts with its customers and we rely on purchase orders for delivery of our products and our customers may cancel or modify their orders, change quantities, delay or change their sourcing strategy. Loss of one or more of our top customers or a reduction in their demand for our products or reduction in revenue derived from them may adversely affect our business, results of operations and financial condition.

- Our Company exports its products to various geographies across the globe. Our products may be subject to import duties or restrictions of the relevant geographies. Additionally, any adverse fluctuation in foreign exchange rate, unavailability of any fiscal benefits or our inability to comply with related requirements may have an adverse effect on our business and results of operations.
- We have not yet placed purchase orders or entered into any memorandum of understanding for the majority portion of requirement of the plant and machinery in relation to the proposed expansion of our Proposed Facility. In the event of any delay in placing the balance purchase orders, or in the event the sellers are not able to provide the equipment/machineries or execute the civil building and construction work in a timely manner, or at all, the same may result in time and cost over-runs.

For further discussion of factors that could cause the actual results to differ from our estimates and expectations, see "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Position and Results of Operations*" on pages 35, 223 and 356, respectively. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual gains or losses could materially differ from those that have been estimated.

We cannot assure 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.

Forward-looking statements reflect the current views of our Company as of the date of this Draft Red Herring Prospectus and are not a guarantee of future performance. These statements are based on our management's beliefs, assumptions, current plans, estimates and expectations, which in turn are based on currently available information. Although we believe the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect.

Neither our Company, our Directors, our Promoters, the Book Running Lead Manager, the Promoter Selling Shareholder, the Syndicate Member nor any of their respective affiliates or advisors 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 ICDR Regulations, our Company will ensure that investors in India are informed of material developments pertaining to our Company and the Equity Share forming part of the Offer from the date of this Draft Red Herring Prospectus until the time of the grant of listing and trading permission by the Stock Exchanges. In accordance with the SEBI ICDR Regulations, the Promoter Selling Shareholder shall ensure (through our Company) that the investors are informed of material developments in relation to statements and undertakings specifically confirmed or undertaken by the Promoter Selling Shareholder in relation to it and the Offered Shares from the date of this the Draft Red Herring Prospectus, until the time of the grant of listing and trading permission by the Stock Exchanges for this Offer. Only statements and undertakings which are specifically confirmed or undertaken by the Promoter Selling Shareholder, as the case may be, in this Draft Red Herring Prospectus shall be deemed to be statements and undertakings made by the Promoter Selling Shareholder.

SUMMARY OF THE OFFER DOCUMENT

This section is a general summary of the terms of the Offer, certain disclosure included in this Draft Red Herring Prospectus and is not exhaustive, nor does it purport to contain a summary of all the disclosures in this Draft Red Herring Prospectus when filed, or all details relevant to prospective investors. This summary should be read in conjunction with, and is qualified in its entirety by, the more detailed information appearing elsewhere in this Draft Red Herring Prospectus, including the sections titled "Risk Factors", "The Offer", "Capital Structure", "Objects of the Offer", "Industry Overview", "Our Business", "Our Promoters and Promoter Group", "Financial Information", "Outstanding Litigation and Other Material Developments" and "Offer Procedure" on pages 35, 71, 85, 103, 141, 223, 292, 304, 387 and 424 respectively of this Draft Red Herring Prospectus.

Summary of Primary business of our Company

We are one of the largest manufacturers of maize based speciality products in India for food, animal nutrition, paper and other industrial applications (*Source: F&S Report*). Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others.

For further details please see "*Our Business*" on page 223

Summary of the Industry in which our Company operates

Indian maize based speciality products industry is a long-established part of the agri-food value chain, built on constant innovation to meet every evolving industrial demand and consumer expectations. This industry helps in strengthening rural areas by providing an essential source of income to the farmers who supply the raw materials used to make maize starch. It is a very competitive industry with large number of players in organized and unorganized sector. Medium to Large players are present in starch, derivatives, and other value-added segments. Indian maize based speciality products industry is undergoing expansion at rapid stage. As per industry in the last couple of years, capacity for maize based speciality products manufacturing has nearly doubled due to an increase in domestic as well as export demand. (*Source: F&S Report*).

Our Promoters

Our Promoters are Unimark Business Solutions Private Limited, Speedfast Tracom Limited, Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali. For Further Details, See "*Our Promoters and Promoter Group*" On Page 292.

Offer Size

Offer of Equity Shares[1]	[●] Equity Shares of face value of ₹ 5 each, aggregating up to ₹ 6,000 million
of which:	
Fresh Issue[1]	[●] Equity Shares of face value of ₹ 5 each, aggregating up to ₹ 5,200 million
Offer for Sale[2]	[●] Equity Shares of face value of ₹ 5 each, aggregating up to ₹ 800 million by the Promoter Selling Shareholder

Notes:

1. *The Offer has been authorized by a resolution of our Board dated October 21, 2024, and the shareholders resolution dated October 23, 2024.*
2. *The Promoter Selling Shareholder has authorised the sale of the Offered Shares by way of its consent letter dated October 5, 2024. The Equity Shares being offered by the Promoter Selling Shareholder have been held for a period of at least one year immediately preceding the date of this Draft Red Herring Prospectus with SEBI and are eligible for being offered for sale pursuant to the Offer in terms of Regulation 8 of the SEBI ICDR Regulations. For details of authorizations received for the Offer for Sale, see "Other Regulatory and Statutory Disclosures" on page 397.*

The above table summarises the details of the Offer. For further details of the offer, see "*The Offer*" and "*Offer Structure*" on pages 71 and 420, respectively.

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

Objects of the Offer

The Net Proceeds are proposed to be used by our Company in accordance with the details set forth below:

Particulars	Estimated amount[1] (₹ in million)	Estimated amount as a percentage of Net Proceeds (%)
Funding the capital expenditure requirement for setting up of new plant of 1200 TPD in Mohasa – Babai, District Narmadapuram, Madhya Pradesh	3,300.00	[●]
Repayment/ Pre-payment, in part or full of certain borrowings of our Company	850.00	[●]
General Corporate Purposes[(2)]	[●]	[●]
Total	[●]	[●]

(1) Our Board has authorised the Offer pursuant to their resolution dated October 21, 2024. Our Shareholders have authorised the Fresh Issue pursuant to their special resolution dated October 23,2024. Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement of specified securities, as may be permitted under the applicable law, aggregating up to ₹ 900.00 million 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 Book Running Lead Manager. 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 shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Offer, 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 RHP and Prospectus.
(2) To be finalized on determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. In compliance with Regulation 7(2) of the SEBI ICDR Regulations, the amount utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds of the Offer.

For further details, see "*Objects of the Offer*" on page 103.

Aggregate Pre-Offer shareholding of our Promoters (including the Promoter Selling Shareholder) and members of Promoter Group as a percentage of the pre Offer paid-up Equity Share Capital

1. The aggregate pre-Offer shareholding of our Promoters (including the Promoter Selling Shareholder) and members of our Promoter Group, as a percentage of the pre-Offer paid-up Equity Share capital of our Company is set out below:

Name of the Shareholder	Equity Shares of face value of ₹ 5 each	Percentage of pre-Offer paid-up equity share capital (%)
Promoters		
Unimark Business Solutions Private Limited ^	21,53,33,300	82.01
Speedfast Tracom Limited	-	-
Ananda Swaroop Adavani	86,93,300	3.31
Mani Swetha Tetali	93,20,000	3.55
Himabindu Tetali	73,86,700	2.81
Total (A)	**24,07,33,300**	**91.68**
Promoter Group		
Pavuluri Naga Venkata Munindra	13,33,300	0.51
Total (B)	**13,33,300**	**0.51**
Total (C=A+B)	**24,20,66,600**	**92.19**

^ *Unimark Business Solutions Private Limited is also participating in the Offer as the Promoter Selling Shareholder*

For further details, see "*Capital Structure*" on page 85.

Summary of Restated Financial Statements:

(in ₹ million unless otherwise specified)

Particulars	For six month period ended September 30, 2024	Fiscals		
		2024	2023	2022
Equity Share Capital	1,312.90	262.58	262.58	262.58
Net Worth(1)	2,001.00	1,731.23	1,329.61	1,009.46
Total Borrowings(2)	2,161.75	2,058.84	1,405.64	819.79
Revenue from Operations(3)	4,075.94	6,278.47	6,239.29	4,949.05
Total Income	4,093.94	6,292.85	6,253.44	4,966.03
EBITDA (₹ in million)(4)	503.30	765.45	567.27	597.49
EBITDA Margin (%)(5)	12.35	12.19	9.09	12.07
Profit after Tax (PAT)(6)	268.50	403.37	325.24	339.65
PAT Margin (%)(7)	6.56	6.41	5.20	6.84
Basic and diluted earnings per share(8) (Face Value of ₹ 5 each) (in ₹.)	1.02	1.54	1.24	1.29
Return on Net Worth(%)(9)	13.42	23.30	24.46	33.65
Net Asset Value per Equity Share(10) (in ₹)	7.62	6.59	5.06	3.84

Notes

1. *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;*
2. *Total borrowings represent sum of current and non-current borrowings;*
3. *Revenue from operation means revenue from operations as per the Restated Financial Statements;*
4. *EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income;*
5. *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations;*
6. *Profit after Tax (PAT) for the year means the restated profit / (loss) for the year/ period after tax as per the Restated Financial Statements;*
7. *PAT Margin (%) for the year as a % of total Income is calculated as restated profit / (loss) for the year/ period divided by Total Income;*
8. *In accordance with IND AS 33, Basic earnings per share is calculated by dividing the restated profit or loss for the year/ period attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year/ period; Diluted EPS (₹) = In accordance with Ind AS 33, Diluted earnings is calculated by dividing the restated profit/(loss) for the year / period attributable to equity shareholders of the company by the weighted average number of Equity Shares outstanding during the year/ period as adjusted for the effects of all dilutive potential Equity Shares during the year/ period;*
9. *Return on net worth is calculated as restated profit/(loss) for the year/ period divided by net worth;*
10. *Net Asset Value per equity share is calculated as Net Worth as of the end of relevant year/ period divided by the number of equity shares outstanding at the end of the year/ period. The Net Asset Value per share disclosed above is after considering the impact of bonus and subdivision of the issued equity shares.*

For further details, see "*Financial Information*" on page 304

Qualifications of the Auditors which have not been given effect to in the Restated Financial Statements

There are no qualifications from the Statutory Auditors in the examination report that have not been given effect to in the Restated Financial Statements.

Summary of Outstanding Litigation and Material Developments

A summary of outstanding litigation proceedings of our Company, Directors, Promoters as disclosed in "*Outstanding Litigation and Material Developments*" on page 387, in terms of the SEBI ICDR Regulations and the materiality policy approved by our Board pursuant to resolution dated August 27, 2024, as of the date of this Draft Red Herring Prospectus is set forth below:

(in ₹ million, unless otherwise specified)

Name of the Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceeding	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material Civil Litigations*	Aggregate Amount Involved (₹ in million)**
Company						
By our Company	4	-	-	-	-	8.76
Against our Company	-	-	-	-	-	-
Directors (other than promoter)						
By our directors	-	-	-	-	-	-
Against our directors	-	-	-	-	-	-
Promoters						
By our Promoter	-	-	-	-	-	-
Against our Promoter	-	-	-	-	-	-
Group Companies						
By our Group Companies	-	-	-	-	-	-
Against our Group Companies	-	-	-	-	-	-

** In accordance with the Materiality Policy*
***To the extent quantifiable*

As on the date of this Draft Red Herring Prospectus, there are no criminal matters initiated by or against the Company, directors and/or promoters which are at First Information Report ("**FIR**") stage.

As on the date of this Draft Red Herring Prospectus, there are no outstanding litigation proceedings involving our Group Company which may have a material impact on our Company as on the date of this Draft Red Herring Prospectus.

For further details of the outstanding litigation proceedings, see "*Outstanding Litigation and Material Developments*" beginning on page 387.

Risk Factors

Specific attention of the investors is invited to "*Risk Factors*" on page 35. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer.

Summary of Contingent Liabilities

There are no contingent liabilities as at September 30, 2024, as per the Restated Financial Statements.

For further details of contingent liabilities (as per Ind AS 37) of our Company as at September 30, 2024, see "*Financial Information – Note* 32 – *Contingent liabilities and commitments"* on page 304.

Summary of Related Party Transactions

Summary of the related party transactions of our Company for the six month period ended September 30, 2024 and Financial Year ended March 31, 2024, 2023 and 2022, as per Ind AS 24 – Related Party Disclosures read with the SEBI ICDR Regulations, derived from Restated Financial Statements read with SEBI ICDR Regulations are set forth in the table below:

(In ₹ million, unless otherwise specified)

Particulars	**Transactions with Related Party Transactions for**							
	Six month period ended September 30, 2024	**% of Revenue from Operations for six month period ended September 30, 2024**	**Fiscal 2024**	**% of Revenue from Operations for Fiscal 2024**	**Fiscal 2023**	**% of Revenue from Operations for Fiscal 2023**	**Fiscal 2022**	**% of Revenue from Operations for Fiscal 2022**
Sale of Goods								
Unimark Business Solutions Private Limited	9.97	0.24	12.14	0.19	8.77	0.14	0.78	0.02
Anaparthy Poultries Private Limited	14.84	0.36	17.54	0.28	5.22	0.08	17.23	0.35
Karnataka Poultry Farm	36.69	0.90	48.44	0.77	3.69	0.06	15.01	0.30
Manikyam Poultry Farm	25.33	0.62	33.80	0.54	3.47	0.06	14.16	0.29
Manikyam Agro Processors Private Limited	60.90	1.49	-	-	126.65	2.03	-	-
Perimdevi Farm Products Private Limited	158.92	3.9	-	-	274.53	4.4	-	-
Purchase of Goods								
Unimark Business Solutions Private Limited	-	-	5.68	0.09	8.48	0.14	45.95	0.93
Manikyam Agro Processors Private Limited	423.49	10.39	527.15	8.4	456.20	7.31	550.13	11.12

Perimdevi Farm Products Private Limited	161.13	3.95	499.68	7.96	414.05	6.64	492.74	9.96
Interest Received								
Anaparthy Poultries Private Limited	-	-	1.19	0.02	2.22	0.04	-	-
Interest Paid								
Ananda Swaroop Adavani	2.21	0.05	3.84	0.06	0.32	0.01	0.37	0.01
Upendra Reddy Tetali	0.13	0.00	1.07	0.02	0.20	0.00	1.06	0.02
Krishna Reddy Tetali	0.51	0.01	1.38	0.02	1.25	0.02	1.13	0.02
Unsecured loan given by the company								
Anaparthy Poultries Private Limited	-	-	50.00	0.8	45.00	0.72	-	-
Unsecured loan returned by company								
Anaparthy Poultries Private Limited	-	-	50.00	0.8	45.00	0.72	-	-
Remuneration								
Ananda Swaroop Adavani	9.00	0.22	18.00	0.29	18.00	0.29	18.00	0.36
Upendra Reddy Tetali	2.40	0.06	4.80	0.08	4.80	0.08	1.20	0.02
Mani Swetha Tetali	2.20	0.05	-	-	-	-	-	-
Salary Paid								
Mani Swetha Tetali	4.40	0.11	14.30	0.23	13.20	0.21	13.20	0.27
Karri Ramakrishna Reddy	0.54	0.01	1.25	0.02	1.29	0.02	1.18	0.02
Purchase of Land								
Mani Swetha Tetali	-	-	8.74	0.14	-	-	-	-
Karri Ramakrishna Reddy	-	-	6.49	0.1	-	-	-	-
Lease Rent								
Mani Swetha Tetali	-	-	-	-	0.08	0.00	0.08	0.00

Karri Ramakrishna Reddy	-	-	-	-	0.05	0.00	0.05	0.00
Himabindu Tetali	0.15	0.00	0.08	0.00	-	-	-	-
Pavuluri Naga Venkata Munindra	0.15	0.00	0.08	0.00	-	-	-	-
Unsecured loan taken by company								
Ananda Swaroop Adavani	42.76	1.05	-	-	20.42	0.33	-	-
Upendra Reddy Tetali	34.50	0.85	-	-	59.50	0.95	90.40	1.83
Mani Swetha Tetali	50.00	1.23	-	-	-	-	-	-
Unsecured loan repaid by company								
Ananda Swaroop Adavani	-	-	22.24	0.35	-	-	1.00	0.02
Krishna Reddy Tetali	14.19	0.35	-	-	-	-	-	-
Upendra Reddy Tetali	34.50	0.85	59.50	0.95	-	-	90.40	1.83

For details of the related party transactions in accordance with Ind AS 24, see "*Financial Information – Note* 36 – *Related Party Disclosures*" beginning on page 304.

Financing arrangements

There have been no financing arrangements whereby our Promoters, directors of our Corporate Promoter, members of the Promoter Group, our Directors and their relatives (as defined in Companies Act, 2013) have financed the purchase of any securities of our Company by any other person other than in the normal course of the business of the financing entity during a period of six month immediately preceding the date of this Draft Red Herring Prospectus.

Weighted average price at which the Equity Shares were acquired by our Promoters including Promoter Selling Shareholder in the last one year preceding the date of this Draft Red Herring Prospectus

The weighted average price at which our Promoters including the Promoter Selling Shareholder acquired the Equity Shares in the last one year preceding the date of this Draft Red Herring Prospectus are as follows:

Name	Number of Equity Shares acquired	Weighted Average Price of Equity Shares acquired (₹)
Promoters		
Unimark Business Solutions Private Limited^	17,22,66,640	Nil
Speedfast Tracom Limited	Nil	Not Applicable
Ananda Swaroop Adavani	69,54,640	Nil
Mani Swetha Tetali	74,56,267	Nil
Himabindu Tetali	59,09,360	Nil

^Unimark Business Solutions Private Limited is also participating in the Offer as the Promoter Selling Shareholder.
The number of equity shares acquired and the weighted average price of acquisition per equity share is calculated after giving effect of bonus and split.

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

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

Period	Weighted average cost of acquisition per Equity Share (in ₹)^	Cap Price is 'x' times the weighted average cost of acquisition*^	Range of acquisition price per Equity Share: lowest price – highest price (in ₹)^
Last one year preceding the date of this Draft Red Herring Prospectus	Nil	[●]	N.A.
Last 18 months preceding the date of this Draft Red Herring Prospectus#	Nil	[●]	N.A.
Last three years preceding the date of this Draft Red Herring Prospectus	Nil	[●]	N.A.

The Board of Directors pursuant to a resolution dated September 18, 2024, and the special resolution dated September 24, 2024 passed by our Shareholders, have approved the issuance of 1,05,03,200 bonus Equity Shares in the ratio of 4:1 which were issued and allotted on September 26, 2024.
** To be updated in the Prospectus, following finalisation of the Cap Price.*
^ As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Average cost of acquisition of Equity Shares of our Promoters and including the Promoter Selling Shareholder

The average cost of acquisition per Equity Share of the Equity Shares held by our Promoters and the Promoter Selling Shareholder, as at the date of this Draft Red Herring Prospectus, is set forth below:

Name	Number of Equity Shares	Average cost of acquisition per Equity Share (₹)
Promoters:		
Unimark Business Solutions Private Limited^	21,53,33,300	0.79
Speedfast Tracom Limited	Nil	Not Applicable
Ananda Swaroop Adavani	86,93,300	0.60
Mani Swetha Tetali	93,20,000	0.75
Himabindu Tetali	73,86,700	0.75

^ Unimark Business Solutions Private Limited is also participating in the Offer as the Promoter Selling Shareholder.
The number of equity shares acquired and the weighted average price of acquisition per equity share is calculated after giving effect of bonus and split.
As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

For further details of the acquisition of Equity Shares of our Promoters, see "*Capital Structure – Details of Shareholding of our Promoter, members of Promoter Group in our Company*" at page 93.

Details of Pre-IPO Placement

Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement of specified securities, as may be permitted under the applicable law, aggregating up to ₹ 900.00 million 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 Book Running Lead Manager. 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 shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the

Offer, 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 RHP and Prospectus.

Issue of Equity Shares for consideration other than cash in the last one year

Other than as disclosed in "*Capital Structure*" on page 85, our Company has not issued any Equity Shares for consideration other than cash in the one year preceding the date of this Draft Red Herring Prospectus.

Split or Consolidation of Equity Shares in the last one year

Except as stated below our Company has not undertaken any split or consolidation of Equity Shares in the last one year:

Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1 (one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Accordingly, the Authorised Capital of ₹ 2,100.00 million was sub divided from 2,10,00,000 Equity Shares of face value of ₹ 100 each to 42,00,00,000 Equity Shares of face value of ₹ 5 each. For further details, see "*Capital Structure*" on page (a)86.

Exemption from complying with any provisions of securities laws

Our Company has not made any application under Regulation 300(1)(c) of the SEBI ICDR Regulations for seeking an exemption from complying with any provisions of securities laws by SEBI as on the date of this Draft Red Herring Prospectus.

SECTION II – RISK FACTORS

An investment in 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 making an investment in our Equity Shares. In making an investment decision, prospective investors must rely on their own examination of us and the terms of the Offer including the merits and risks involved, and you should consult your tax, financial and legal advisors about the particular consequences to you of an investment in the Equity Shares. The risks described below may not be exhaustive or the only ones relevant to us, the Equity Shares or the industry in which we operate. Additional risks and uncertainties, not presently known to us or that we currently do not deem material may arise or may become material in the future and may also impair our business, results of operations and financial condition. If any or a combination of the following risks, or other risks that are not currently known or are not currently deemed material, actually occur, our business, results of operations, cash flows and financial condition could be adversely affected, the trading price of our Equity Shares could decline, and investors may lose all or part of their investment. Furthermore, some events may be material collectively rather than individually. You should consult your tax, financial and legal advisors about particular consequences to you of an investment in this Issue. The financial and other related implications of the risk factors, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are certain risk factors where the financial impact is not quantifiable and therefore, cannot be disclosed in such risk factors.

In order to obtain a complete understanding of our Company and our business, prospective investors should read this section in conjunction with "Industry Overview", "Our Business", "Key Regulations and Policies", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Outstanding Litigation and Material Developments" on pages 141, 223, 249, 356 and 387 respectively, as well as the other financial and statistical information contained in this Draft Red Herring Prospectus. In making an investment decision, prospective investors must rely on their own examination of our Company and our business and the terms of the Offer including the merits and risks involved. Potential investors should consult their tax, financial and legal advisors about the particular consequences of investing in the Offer. Potential investors should pay particular attention to the fact that our Company is incorporated under the laws of India and is subject to legal and regulatory environment which may differ in certain respects from that of other countries.

Unless the context requires otherwise, all financial information included herein is derived from our Restated Financial Statements included in "Financial Information" beginning on page 304.

*Unless stated otherwise, industry and market data used in this section has been obtained or derived from publicly available information as well as industry publications, other sources and the report titled "Industry Report on Maize Based Speciality Products" dated October 30, 2024 (the "**F&S Report**") prepared by Frost and Sullivan (India) Private Limited and such report has been commissioned and paid for by our Company vide engagement letter dated March 12, 2024 exclusively in relation to the Offer. A copy of the F&S Report is available on the website of our Company at www.paramesu.com. Unless otherwise indicated, all financial, operational, industry and other related information derived from the F&S Report and included herein with respect to any particular year refers to such information for the relevant calendar year.*

1. Any fluctuation in the raw material prices may adversely affect the pricing of our products and may have an impact on our business, results of operation, financial condition and cash flows.

Our Company is in the 'maize based speciality products industry' and for the manufacturing of our Company's product portfolio the primary raw material required is 'maize'. Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others. For further details with respect to products manufactured by our Company, please refer to heading titled '*Broad description of Products and Applications*' in chapter titled '*Our Business*' on page 223 of this Draft Red Herring Prospectus. Maize is one of the major cereal crops grown in India and has versatile applications in end use industries (*Source: F&S Report*). Our Company in its usual course of business meets its raw material requirement by way of procurement directly from farmers harvesting maize and traders/ aggregators/ agents/ others. For details, please refer to heading titled '*Raw Material and Suppliers*' in the chapter titled '*Our Business*' on page 223 of this Draft Red Herring Prospectus respectively. In the usual course of business, we do not enter into any contracts for the supply of our raw materials. As per the Restated Financial Statements, our cost of raw material procured from local farmers and traders/ aggregators/ agents/ others for six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022 is provided herein below.

(*₹ in million unless specified otherwise*)

Particulars	**Six month period ended September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	₹ in million	**% of total purchases**	**₹ in million**	**% of total purchases**	**₹ in million**	**% of total purchases**	**₹ in million**	**% of total purchases**
Farmers	142.87	5.08	262.98	5.27	26.96	0.62	199.06	5.83
Traders/ Aggregators/ Agents/ Others	2,671.76	94.92	4,728.34	94.73	4,287.04	99.38	3,214.95	94.17
Total Purchases	**2,814.63**	**100.00**	**4,991.32**	**100.00**	**4,314.00**	**100.00**	**3,414.01**	**100.00**

The details of top five (05) and top (10) raw material suppliers vis-à-vis our total purchases as per our Restated Financial Statements are set out below.

(*in ₹ million*)

Particulars	**Six month period ended September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	₹ in million	**% of total purchases**	**₹ in million**	**% of total purchases**	**₹ in million**	**% of total purchases**	**₹ in million**	**% of total purchases**
Top five (5) suppliers	1,184.79	42.09	1,743.47	34.93	1,737.25	40.27	1,501.24	43.97
Top ten (10) suppliers	1,587.08	56.39	2,284.86	45.78	2,625.16	60.85	2,000.09	58.58

The raw material we source is subject to price volatility and unavailability caused by factors beyond the control of our Company such as, weather conditions, supply and demand dynamics, logistics, our negotiation power with the suppliers, inflation and governmental regulations and policies. However, if our Company is unable to compensate for or pass on our increased costs to customers, such price increase could have a material adverse impact on our results of operations. Further, if we are not able to effectively manage these costs or unable to increase the prices of our products to offset such increased costs, our margins, cash flows and overall profitability may be adversely affected.

2. We have long-standing relationships with our suppliers. However, we have not entered into any long term contracts with suppliers for our raw materials and an increase in the cost of, or a shortfall in the availability of such raw materials or our inability to leverage existing or new relationships with our suppliers could have an adverse effect on our business and results of operations.

We in our usual course of business meet our raw material requirement by way of procurement directly from farmers harvesting maize and traders/ aggregators/ agents/ others. We have long-standing relationship with our suppliers. However, in the usual course of business, we do not enter into any contracts for the supply of our raw materials, i.e., contractual arrangements with the third-party suppliers or local maize harvesting farmers. The absence of any contracts at fixed prices exposes us to volatility in the prices of raw materials that we require, and we may be unable to pass these additional costs onto our customers, which may reduce our profit margins. For details, please refer to Risk Factor no. 1 titled "*Any fluctuations in the prices of our raw material may adversely affect the pricing of our products and may have an impact on our business, results of operation, financial condition and cash flows*" and heading titled '*Raw Material and Suppliers*' in the chapters titled '*Risk Factors*' and '*Our Business*' on page 35 and 223 of this Draft Red Herring Prospectus respectively.

In addition to the above, we also face a risk of one or more of our existing suppliers discontinuing their supply to us and any inability on our part to procure raw materials from alternate suppliers in a timely manner, or on commercially acceptable terms, may adversely affect our operations. If any of the suppliers of raw material to our Company fail for any reason to deliver raw material in a timely manner or at all, it may affect our ability to manage our inventory levels and manufacture our products. This may also result in an increase in our procurement costs which we may or may not be able to pass on to our customers.

Our Company in the last three preceding fiscals has not faced any instances of discontinuance in supply of raw material by our suppliers. However, even though our Company endeavours to maintain cordial relationships with its raw material suppliers, there can be no assurance that we will be able to effectively manage the relationships or that we will be able to enter into long term arrangements with new raw material suppliers at attractive terms or at all. If we fail to successfully leverage our existing and new relationships with suppliers, our business and financial performance could be adversely affected.

3. Our Company sells its products for specific use by diversified industries. However, any reduction in the demand or requirement of our products in such industries may result in loss of business and may affect our financial performance and condition.

We have set-out below the industries where our products are used and the revenues generated from them:

(in ₹ million)

Industry/ Sector	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations
Food	2,100.45	51.53	2,629.13	41.88	2,228.70	35.72	2,053.95	41.50
Paper	623.93	15.31	1,152.34	18.35	1,293.33	20.73	1,002.89	20.26
Animal Nutrition	515.76	12.65	973.88	15.51	884.78	14.18	875.76	17.70
Others*	835.81	20.51	1,523.12	24.26	1,832.48	29.37	1,016.45	20.54
Revenue from Operations	**4,075.95**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

****Others include other industrial applications such as textile, adhesives, pharma, colours amongst others and trading income, export incentive, custom duty drawback.*

As stated above, our Company supplies its products to customers operating in Food, Paper, Animal Nutrition and Other industrial applications. These customers use our products for their applications or processes or for manufacturing their own end use products in the relevant industry in which they conduct their business. Consumption of ingredients derived from maize is expected to rise due to growing demand for these ingredients in food and beverage, pharmaceutical, and animal nutrition, adhesive, paper and textile industry. The tables below set forth the growth of end use industries: -

Sr. No.	End Use Industry	Global 2024-2029, Growth Rate, %	India 2024-2029, Growth Rate, %
1.	Animal Nutrition	7.52	8.32
2.	Snacks	6.43	9.10
3.	Confectionary	5.95	8.91
4.	Convenience Foods (RTE, Soups)	6.76	9.89
5.	Sauces & Spices	6.61	8.59
6.	Spreads	6.62	6.89
7.	Pharma	5.79	6.94
8.	Paper	3.50	4.50
9.	Apparel (Textile)	2.85	3.67

Any reduction or fall in the demand of products or services of our customers operating in the relevant application industries may ultimately have an impact on our business, profitability and financials. For details with respect to the demand of our products, please refer to the heading titled '*Industry Report on Maize Based Speciality Products'* in the chapter titled '*Industry Overview*' on page 141 of this Draft Red Herring Prospectus.

Further, any changes in governmental or regulatory policy and/or any slowdown in our Company's customer's industry due to any reasons, will have a direct impact on our sales. If the end-user demand is low for our customers' products, there may be significant changes in the orders from our customers or we may experience greater pricing pressures. Therefore, risks that could harm the customers of our industry could, as a result, adversely affect us as well. Our success is therefore dependent on the success achieved by our customers in developing and marketing their products.

As on date of this Draft Red Herring Prospectus, our Company has not faced any significant reduction in demand from its customers leading to a material adverse effect, however, in the event our customers experience a reduced demand for their products, the same may affect our sales to such customers or operating margins and both of these combined may gradually result in loss of customers including our customers. Additionally, industry-wide competition for market share of various products can result in aggressive pricing practices by our customers and therefore our customers may also choose to import some of these products which provide them better cost benefits as compared to us or source the products from our competitors. This price-pressure from our customers may adversely affect the prices of the products which we supply, which may lead to reduced revenues, lower profit margins or loss of market share, any of which would have a material adverse effect on our business, results of operations and financial condition. We cannot assure you that our other customers would take similar actions such as cease to have operations in India which may affect our business.

4. ***As of September 30, 2024, we derive 89.42% of our revenue from operations from order placed by repeat customers. Any loss of, or a significant reduction in the repeat customers could adversely affect our business, results of operations, financial condition and cash flows.***

We have historically been dependent, and expect to depend, on orders from our repeat customers, for a substantial portion of our revenue and the loss of any of them for any reason including due to loss of, or termination of existing arrangements; limitation to meet any urgent demand, failure to address issues with quality of products, or disputes with a customer; adverse changes in the financial condition of our customers, or other financial hardship, change in business practices of our customers, could have a material adverse effect on our business, results of operations, financial condition and cash flows.

We derive a significant portion of our revenue from operations from orders received from repeat customers, which we identify as customers, who have placed orders with our Company previously. The following table summarizes the number of repeat customers with longstanding relationships for the years:

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
No. of repeat customers	399.00	423.00	353.00	310.00

Set forth below is our revenue from such customers in the six month period ended September 30, 2024, and the Fiscals 2024, 2023 and 2022:

Particulars	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	(₹ in million)	% of our revenue from operations	(₹ in million)	% of our revenue from operations	(₹ in million)	% of our revenue from operations	(₹ in million)	% of our revenue from operations
Revenue from repeat customers	3,644.81	89.42	5,345.12	85.13	5,468.20	87.09	4,252.05	85.92

Though we have had repeat customers and have developed relationships with certain customers, we do not typically enter into long-term contracts with our customers who place orders with us. In the absence of long-term contracts, there can be no assurance that our existing customers will continue to purchase our products that may have a material adverse effect on our business, results of operations and financial condition.

Our relationship with our customers are therefore dependent to a large extent on our ability to regularly meet customer requirements, including price competitiveness and efficient and timely order completion. In the event we are unable to meet such requirements in the future, it may result in decrease in orders or cessation of business from affected customers. Further, the deterioration of the financial condition or business prospects of these customers could reduce their requirement for our services and could result in a significant decline in the revenues we derive from such customers. While, the aforementioned events have not occurred in the preceding three years, however upon occurrence of any such events, our Company may be unable to adequately react to such developments which may affect our revenues and profitability.

5. Our proposed plans with respect to funding the capital expenditure requirement for setting up of the Madhya Pradesh Facility are subject to the risk of unanticipated delays in obtaining approvals and implementation which may adversely affect our business and results of operations.

In order to achieve the economies of scale in our operations and to enable us to increase our manufacturing capacity in response to the increasing demand of our customers and in accordance with our future strategies, we intend to utilize up to ₹ 3,300 million out of the Net Proceeds to fund the capital expenditure requirement for setting up a new plant at our Proposed Facility in Madhya Pradesh. The proposed setting up of plant of 1,200 TPD at Narmadapuram, in Madhya Pradesh was approved by the Board of directors of the Company on August 27, 2024. As described in detail in the chapter titled "*Objects of the Offer*" on page 103 of this Draft Red Herring Prospectus, out of the Net Proceeds, our Company proposes to utilise ₹ 3,300 million to fund the capital expenditure requirement for setting up a new plant at our Proposed Facility in Narmadapuram, Madhya Pradesh and such proposed plant would be set up on land allotted to our Company under the provisions of Madhya Pradesh Rajya Audyogik Bhumi Evam Bhawan Prabandhan Niyam 2019 issued by the Government of Madhya Pradesh vide Industrial Policy and Investment Department's order no. F 17-26-2019-A-eleven dated December 30, 2019, under a 99 year lease.

Under Indian laws, the setting up of manufacturing facility is subject to, inter alia, government supervision and approval procedures, including but not limited to project approvals and filings, civil construction and project planning approvals, environment protection approvals, pollution discharge permits, drainage licence, factory and labour licences, work safety approvals, fire protection approvals, and the completion of inspection and acceptance by relevant authorities.

While there are no material approvals that will be required in connection with setting up the Proposed Facility, certain other business related approvals received/ exempted to our Company are set out below:

Sr. No.	Approval	Authority	Status
1.	Approval of new electricity connection	Energy Department – Central Discom	Approval received vide estimate report dated September 25, 2024, issued by Madhya Pradesh Madhy Kshetra Vidyut Vitaran Co. Limited.
2.	Water Connection by MPIDC	Department of Industrial Policy and Investment Promotion	Approval received vide sanction order dated September 18, 2024
3.	Consent to Establish Order for part expansion under Section 25 of the Water (Prevention & Control of Pollution) Act, 1974 & under Section 21 of the Air (Prevention & Control of Pollution) Act, 1981 and Authorization under Rule 6 and Rule 18(7) of the Hazardous & Other Wastes (Management & Transboundary Movement) Rules 2016	Madhya Pradesh Pollution Control Board	Approval received vide consent to establish order dated October 7, 2024, by Madhya Pradesh Pollution Control Board
4.	Approval of Factory Plan/ Layout	Labour Department	Exempted vide certificate dated September 6, 2024 issued by MP Industrial Development Corporation Limited
5.	Fire Approval Plan	Urban Development and Housing	Exempted vide certificate dated September 6, 2024 issued by MP Industrial Development Corporation Limited

For details, see "*Objects of the Offer – Details of the Objects of the Fresh Issue - Government approvals, permissions and clearances*" on page 103.

Further, the Company will file necessary applications with relevant authorities for obtaining all approvals as may be applicable, at the relevant stages of implementation of setting up of a new plant at our Proposed Facility in Industrial Area at Mohasa – Babai, District Narmadapuram, Madhya Pradesh. For further details, please refer to heading titled '*Estimated Schedule of Implementation*' in the chapter titled '*Objects of the Offer*' on page 103 of this Draft Red Herring Prospectus.

In the case of failure to obtain licenses, or our inability to anticipate regulatory changes and address the related risks and uncertainties, the Proposed Facility as described in detail in "*Objects of the Offer*" beginning on page 103 of this Draft Red Herring Prospectus could be delayed, adversely affecting our business, results of operation and prospects.

Our Company signed a lease agreement on August 30, 2024, with ED MPIDC Bhopal for maize-based speciality products manufacturing. We must comply with Madhya Pradesh's industrial regulations and begin operations within the specified timeframe. Failure to do so could result in lease termination, affecting our business operations and expansion.

6. ***Any slowdown or shutdown of our manufacturing operations at our Devarapalli Facility could have an adverse effect on our business, financial condition and results of operations.***

We operate from our Manufacturing Facility situated in Devarapalli in the State of Andhra Pradesh with an installed capacity of 800 TPD. As on September 30, 2024, our Devarapalli Facility is operating at an optimum capacity utilisation levels being 93.34% as certified by the Gudiseva Prabhakara Rao, Chartered Engineer, (The Institution of Engineers India, Membership No.: F-1239895) *vide* certificate dated October 10, 2024. For further details, please refer to heading '*Our Business - Capacity and Capacity Utilisation*' in the chapter titled '*Our Business*' on page number 244 of this Draft Red Herring Prospectus. Our business is dependent upon our ability to effectively manage our Devarapalli Facility, which is subject to various operating risks, including those beyond our control, such as the breakdown, failure of equipment or industrial accidents, severe weather conditions, fire, power interruption and natural disasters, however our Company maintains comprehensive insurance coverage to mitigate the risk arising out of such event. While there have been no such instances during the six month ended September 30, 2024, Fiscals 2024, 2023 and 2022, any significant malfunction or breakdown of our machinery, our equipment, our automation systems, our IT systems or any other part of our manufacturing processes or systems may entail significant repair and maintenance costs and cause delays in our operations. Our repairs and maintenance expenses were ₹ 4.28 million, ₹ 10.47 million, ₹ 9.34 million and ₹ 10.50 million constituting 0.11%, 0.17%, 0.15% and 0.21% of our revenue from operations for the six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022 respectively as per our Restated Financial Statements. If we are unable to repair or properly maintain manufacturing assets in a timely manner or at all, our operations may need to be suspended until we repair or replace them and there can be no assurance that the new manufacturing assets will be repaired, procured and/or integrated in a timely manner. In addition, we may be required to carry out planned shutdowns of our Devarapalli Facility for maintenance, statutory inspections, customer audits and testing if so demanded by our customers, or we may shut down our Devarapalli Facility for capacity expansion and equipment upgrades.

In addition, we also may face protests from localities at our Devarapalli Facility which may delay or halt our operations. We have not experienced any significant disruptions at our Devarapalli Facility during the six month ended September 30, 2024, Fiscals 2024, 2023 and 2022 however, we cannot assure you that there will not be any disruptions in our operations in the future. Any inability to utilise our Devarapalli Facility, to its full or optimal capacity, non-utilisation of such capacity may adversely affect our results of operations and financial condition.

7. ***We have long-standing relationships with our customers. However, our Company in the usual course of business does not have any long term contracts with its customers and we rely on purchase orders for delivery of our products. Any cancellation, modification, postponement of our orders could materially harm our cash flow position, revenues and earnings.***

We are dependent on a limited number of customers for a significant portion of our revenues. We do not have firm commitment in the form of long-term supply agreements with most of our key customers and instead rely on purchase orders. We do not have exclusivity arrangements with most of our customers. While we have developed long-term relationships with some of our customers, there is no commitment on the part of our key customers to continue to place new purchase orders with us and as a result, our cash flow and consequent revenue may fluctuate significantly from time to time. Further, we may not find any other customers for the surplus or excess capacity, in which case we may be forced to incur a loss. The loss of one or more of these significant customers or a significant decrease in business from any such key customer may materially and adversely affect our business, results of operations and financial condition. The details of contribution by our top 10 and top 20 customers to our Revenue from Manufacturing Operations as per the Restated Financial Statements is set out below.

Particulars	**Six month period ended September 30, 2024**	**Fiscal 2024**	**Fiscal 2023**	**Fiscal 2022**

	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations
Top 10 Customers	1,285.43	33.78	1,804.22	30.04	1,590.95	29.17	1,676.52	35.95
Top 20 Customers	1,723.11	45.29	2,592.78	43.17	2,386.82	43.77	2,248.96	48.23

Top 10 and Top 20 customers are calculated on the basis of sale of finished goods

The deterioration of the financial condition or business prospects of our significant customers could reduce their requirement of our products and result in a significant decrease in the revenues we derive from these customers. We cannot assure you that we will be able to maintain historic levels of business from our significant customers, or that we will be able to significantly reduce customer concentration in the future. The loss of one or more of our significant customers or a reduction in the amount of business we obtain from them could have an adverse effect on our business, results of operations, financial condition and cash flows.

8. We intend to utilise a portion of the Net Proceeds for funding our capital expenditure requirements. We have shortlisted vendors and obtained quotations from them, however, we are yet to place orders or enter into definitive agreements with the vendors in relation to such capital expenditure requirements.

We intend to utilize up to ₹ 3,300 million out of the Net Proceeds for funding capital expenditure requirements for the proposed set up of our Madhya Pradesh Facility. Out of ₹ 3,300 million earmarked for funding capital expenditure requirements for the proposed Madhya Pradesh Facility, our Company has estimated the cost of plant and machinery as ₹ 2,280.97 million, cost of electrical equipment's and instrumentation as ₹ 320.20 million, cost of civil building and construction work cost as ₹ 750.00 million, deposit of ₹ 10.00 million, contingency of ₹ 100.54 million and pre-operative and preliminary expenses of ₹ 10.00 million. As on September 30, 2024, an amount aggregating to ₹ 20.26 million has been deployed towards the proposed set up of our Madhya Pradesh Facility from borrowings and internal accruals of the Company. While we have shortlisted vendors and obtained quotations in relation to the purchase of plant and machinery, civil building and construction work, and electrical equipment's and instrumentation forming part of our proposed set up of set up of our Madhya Pradesh Facility, we have not placed purchase orders or entered into a memorandum of understanding or any binding agreement/contract for purchase of the majority of the requirement of plant and machinery and electrical equipment's and instrumentation. For details in respect of cost for the above objects, please refer to heading titled 'Estimated Proposed Project Cost' in chapter titled "*Objects of the Offer*" on page 103 of this Draft Red Herring Prospectus. Such quotations are valid for a certain period of time and may be subject to revisions, and other commercial and technical factors. We cannot assure that we will be able to undertake such capital expenditure at the costs indicated by such quotations or that there will not be cost escalations. Further, the actual amount and timing of our future capital requirements may differ from our estimates as a result of, among other things unforeseen delays or cost overruns, unanticipated expenses, regulatory changes and technological changes. There may also be possibility that the proposed sellers of the plant, machinery and equipment's may not be in a position to provide the equipment/machineries or execute the civil building and construction work in a timely manner. In the event of any delay in placing the purchase orders for the balance requirement of plant and machinery, or an escalation in the cost of acquisition of the equipment or in the event the sellers are not able to provide the equipment and services in a timely manner or execute the purchase orders that our Company has already placed in a timely manner or at all, we may encounter time and cost overruns. Though there have been no such instances during the six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022, problems that could adversely affect our expansion plan include labour shortages, increased costs of equipment and manpower, defects in design, incremental pre-operating expenses and other external factors which may not be within the reasonable control of our Company. There may be a possibility that we may not be able to complete the proposed set up of our Madhya Pradesh Facility in accordance with the proposed schedule of implementation. For further details, please see "*Objects of the Offer*" on page 103.

9. Our Company exports its products to various countries in South East Asian and Middle East. Any adverse changes in economic and political conditions in the countries forming part of this region may have an adverse impact on our business, results of operations, cash flows, and financial condition. Additionally, any adverse fluctuation in foreign exchange rate, unavailability of any fiscal benefits or our inability to comply with related requirements may have an adverse effect on our business and results of operations.

Our Company exported its products to over 10 countries across South East Asian and Middle East countries. The table below sets forth the details of revenue generated by our Company from domestic sales and export sales during the period ended September 30, 2024, Fiscals 2024, 2023 and 2022 as per the Restated Financial Statements:

Particulars	**Six month period ended September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	₹ in million	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**
Domestic Sales	3,132.76	76.86	4,944.23	78.75	5,108.06	81.87	3,864.22	78.08
Exports Sales	943.18	23.14	1,334.24	21.25	1,131.23	18.13	1,084.83	21.92
Revenue from operations	**4,075.94**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

Any downsizing of the scale of orders in the South East Asian region or any deterioration of the financial conditions of our customers in such region or any renegotiation of contractual terms may result in a reduction of our scope and the revenue booked against such orders. Further, there are number of factors beyond our control that might result in the loss of a client, including changes in strategic priorities resulting in a reduced level of global operations, leading to reduction in spending on logistics; a demand for price reductions; and market dynamics and financial pressures. Any failure to retain our customers in the South East Asian and Middle East region, expand the size of our business with them, or expand to new clients in new geographies could have an adverse effect on our business, profits and results of operations.

The concentration of our clients in the South East Asian region exposes us to adverse economic or political circumstances in such region, including on account of any on-going economic slowdown and inflationary trends in the countries forming part of the region. Any change in regulatory framework, political unrest, disruption, disturbance, or sustained downturn in the economies of countries forming part of the said region could adversely affect our clients, who could, in turn, terminate their orders or fail to award new orders to us. In order to mitigate the risks relating to our dependency upon certain regions, we intend to enter into additional geographies and service segments. Our failure to respond to such events or diversify our operations in a timely manner, could have an adverse effect on our business, financial condition, and results of operations.

The details of geographies where our Company exports its products and revenue generated from such geographies for the period ended September 30, 2024, Fiscals 2024, 2023 and 2022 and their contribution to the total revenue from exports for the said period as per the Restated Financial Statements has been set out below:

Geography	**Six month period ended September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	₹ in million	**% of Revenue from Operations from export sales**	**₹ in million**	**% of Revenue from Operations from export sales**	**₹ in million**	**% of Revenue from Operations from export sales**	**₹ in million**	**% of Revenue from Operations from export sales**
South East Asia	943.18	100.00	1,334.24	100.00	1,114.24	98.50	1,084.83	100.00
Middle East	-	-	-	-	16.99	1.50	-	-
Total	**943.18**	**100.00**	**1,334.24**	**100.00**	**1,131.23**	**100.00**	**1,084.83**	**100.00**

In addition to the above, we also are exposed to foreign exchange rate fluctuation to the extent such part of our revenue is denominated in a currency other than the Indian Rupee. Based on our geographical presence and business operations worldwide, we primarily deal in U.S. Dollars. Our foreign currency exposures, exchange rate fluctuations between the Indian Rupee and the U.S. Dollars may have a material impact on our results of operations, cash flows and financial condition. We may suffer losses on account of foreign currency fluctuations for sale of our products to our international customers, since we may be able to revise the prices, for foreign currency fluctuations, only on a periodic basis and may not be able to pass on all losses on account of foreign currency fluctuations to our customers. For details pertaining to currency risk and exchange rate exposures, please refer to heading titled '*Currency Risk*' on page 304 of the Restated Financial Statements of the Company. During the period ended September 30, 2024, Fiscals 2024, 2023 and 2022, our Company has not faced any material adverse impact on its financials owing to foreign exchange fluctuation. Our net foreign exchange gain/(loss) for the period ended September 30, 2024, Fiscals 2024, 2023, and 2022 as per our Restated Financial Statements was ₹13.93 million, ₹10.24 million, ₹9.98 million and₹ 12.63 million, respectively and constituted 0.34%, 0.16%, 0.16% and 0.26% of our revenue from operations for the period ended September 30, 2024, Fiscals 2024, 2023 and 2022 respectively.

10. The manufacturing of 'maize based speciality products' requires controlled conditions such as certain levels of temperature, a certain standard of cleanliness and scientific accuracy and any disruptions and/or shortage of power supply may have an adverse effect on our business and results of operations.

Our manufacturing process requires certain temperature at different control points and equipment levels, high level of cleanliness and accuracy to manufacture products with expertise. To ensure the accurate levels of temperature, we have installed thermocouples and Resistance Temperature Detectors (RTDs) which are directly connected to our SCADA Software based automation systems. For example, the furnace temperature in the boilers which are maintained at 980 ℃ and 1000 ℃ can be gauged and controlled through RTDs. Moreover, the temperature is in a highly controlled state in the process of steeping of grain wherein a temperature of 52℃ is required to be maintained for separate fractions of the grain. Further, manufacturing of maizebased speciality products requires a level of precision and even a short power outage or voltage instability may impact the process. Therefore, electricity is crucial for our manufacturing process. Without proper and constant electricity, our Devarapalli Facility cannot operate and our raw materials which needs to be kept in storage may get damaged.

Our Company maintains a comprehensive storage infrastructure to ensure proper safekeeping and controlled storage of raw materials. This includes a total of two maize storage silos with a combined capacity of 20,000 MT for maize. Additionally, the facility is equipped with maize sheds and lean-to-roof sheds, among others, contributing to a total raw material storage capacity of 80,000 MT. For finished goods, the facility offers dedicated storage spaces with a total capacity of 7,500 MT, ensuring smooth operations and optimal material handling throughout the production process. Further, at our Devarapalli Facility our Company also uses Co-Generation Plant as one of the sources of power. For further details relating to storage facilities of the Company, please refer to heading titled '*Storage Infrastructure*' in chapter titled '*Our Business*' on page 235 of this Draft Red Herring Prospectus.

Though there have been no instances of disruptions or stoppages or losses due to voltage fluctuation in power supply, in order to safeguard against any stoppages or losses due to voltage fluctuation in power supply we have also installed a turbine generation set of capacity 3,950 KW and DG sets of 1,750 KVA to give power backup to our manufacturing operations at our Devarapalli Facility and avoid any unforeseen circumstances of power outage.

We may proactively take corrective measures as mentioned above but we cannot guarantee that there will be no disruptions in our manufacturing operations. Any such disruptions could have an adverse effect on our business, financial condition, cash flows and results of operations.

11. There is no pending litigation against our Company, our Promoter and / or Director(s), however, there are pending litigations by our Company against certain parties. Any unfavourable order or decision in such proceedings may render affect our results of operations.

As on date of this Draft Red Herring Prospectus, a summary of outstanding litigation proceedings involving our Company as disclosed in "*Outstanding Litigation and Material Developments*" on page 387, in terms of the SEBI ICDR Regulations and the materiality policy approved by our Board pursuant to a resolution dated August 27, 2024, is provided below:

Sr. No.	**Name of Entity**	**Criminal Proceedings**	**Tax proceedings**	**Statutory/ Regulatory proceedings**	**Disciplinary actions by the SEBI or stock Exchanges**	**Material civil litigation***	**Aggregate amount involved (₹ in million)****

					against our Promoter		
1.	**Company**						
	By the Company	4	-	-	-	-	8.76
	Against the Company	-	-	-	-	-	-
2.	**Directors (Other than Promoters)**						
	By the Directors	-	-	-	-	-	-
	Against the Directors	-	-	-	-	-	-
3.	**Promoters**						
	By the Promoters	-	-	-	-	-	-
	Against the Promoters	-	-	-	-	-	-
4.	**Group Companies**						
	By the Group Companies	-	-	-	-	-	-
	Against the Group Companies	-	-	-	-	-	-

** In accordance with the Materiality Policy*
***To the extent quantifiable*

We cannot assure you that any of the outstanding litigation matters will be settled in our favour, or that no additional liability will arise out of these proceedings. In addition to the above, we could also be adversely affected by complaints, claims or legal actions brought by persons, including before consumer forums or sector-specific or other regulatory authorities in the ordinary course or otherwise, in relation to our services, our technology and/or intellectual property, our branding or marketing efforts or campaigns or our policies. We may incur significant expenses in such legal proceedings and we may have to make provisions in our financial statements, which could increase our expenses and liabilities. Any adverse decision may adversely affect our business, results of operations and financial condition.

12. We may be unable to effectively manage our growth or implement our growth strategies, which could materially and adversely affect our business, results of operations and financial condition.

We have experienced growth in our financial performance over the past three Fiscals. As per the Restated Financial Statements, our revenue from operations increased from ₹ 4,949.05 million to ₹ 6,278. 47 million from Fiscal 2022 to Fiscal 2024, at a CAGR of 12.63%. Our EBITDA increased from ₹ 597.49 million in Fiscal 2022 to ₹ 765.45 millions in Fiscal 2024, at a CAGR of 13.19%. Further, as per the Restated Financial Statements, our EBITDA margin was 12.19%, 9.09% and 12.07% during the Fiscals 2024, 2023 and 2022 respectively. As a result of significant increase in sale of products, our business and organization have become, and are expected to continue to become intricate and considerably large in terms of volume of operations. This requires us to adapt continuously to meet the needs of our growing business and could expose us to a number of factors that may negatively impact our business, financial condition and results of operations.

Our Company's success will depend on our ability to adapt continuously to meet the needs of our growing business, in particular, to:

- Effectively plan and implement our proposed expansion;
- ensure safe movement and storage of inventory;
- source, at appropriate prices, the amount of raw materials required for increased manufacturing;
- attract and retain experienced skilled employees;
- efficiently manage international operations and adhere to regulatory concerns;
- development of new products
- respond to increasing competition from competitors in the existing markets we cover as well as new markets we may enter in the future;

We may not be able to adequately respond to any of the foregoing factors or otherwise manage our significant growth which could negatively impact our business, financial condition and results of operations.

13. Our Company for majority of its domestic sales is dependent upon its customers located in the southern region of India

As per the Restated Financial Statements, for the period ended September 30, 2024, Fiscals 2024, 2023 and 2022 the revenue generated by our Company from its customers located in the southern region of India was ₹ 2,079.72 million, ₹ 3,091.31 million ₹ 3,044.22 million and ₹ 2,366.11 million respectively constituting 66.39%, 62.52%, 59.60% and 61.23% of the domestic sales respectively.

Due to the above mentioned geographical concentration of our domestic sales in southern region of India, our domestic sales are susceptible to local, regional and environmental factors, such as social and civil unrest, regional conflicts, civil disturbances, economic and weather conditions, natural disasters, demographic and population changes. Such events may result in the reduction of a significant portion of our domestic sales, and/or otherwise adversely affect our business, financial condition and results of operations

14. There is a criminal proceeding pending against a Member of Our Promoter Group and Potential Legal Consequence could give rise to negative publicity and could indirectly impact our reputation.

A criminal case (SC No. 135 of 2011) was filed by the Assistant General Manager of the Securities and Exchange Board of India (SEBI) against a member of our Promoter Group, Upendra Reddy Tetali, by virtue of being the father and father-in law of our Promoters, namely Mani Swetha Tetali and Ananda Swaroop Adavani, respectively. Upendra Reddy Tetali was one of the directors of P.G. Fortune Agritech Limited ("**Accused No. 1**") as outlined in the SEBI Press Release dated January 03, 2001. The press release mentioned SEBI's directions under Section 11B of the SEBI Act, 1992, which enforced regulations for 642 entities involved in collective investment schemes (CIS). Among these, P.G. Fortune Agritech Limited was required to either register its schemes or wind them up following the implementation of the SEBI (Collective Investment Schemes) Regulations, 1999. SEBI alleged that P.G. Fortune Agritech Limited, under the directorship of Accused No. 1, operated the CIS without obtaining proper registration, thus violating Section 12(1B) of the SEBI Act, 1992. This case is currently pending before the Sessions Court in Chennai. For further details, refer to "*Outstanding Litigations – Criminal Proceedings involving our Promoters and Promoter Group*" on page 388.

P.G. Fortune Agritech Limited, incorporated on December 6, 1996, in Bhimavaram, Andhra Pradesh, aimed to develop plantations and market Mangium Tree Farms. The company floated three schemes, namely the Fortune Mangium Farms Scheme (FMFS), Mangium Units Scheme (MUS), and Fortune Mangium Units Scheme (FMUS), raising ₹ 3.30 million from 343 investors. With the SEBI (Collective Investment Schemes) Regulations, 1999, coming into effect, P.G. Fortune Agritech Limited was required to either register these schemes with SEBI or wind them up. The company's directors opted to wind up the schemes, but as alleged it failed to meet the regulatory requirements, leading to SEBI filing criminal proceedings.

In the event the outcome of the matter is against Upendra Reddy Tetali, it could result in significant legal and regulatory consequences for him, including but not limited to penalties or restrictions that may. While this litigation poses a potential reputational risk to the individual promoter group member due to which, we may be affected indirectly by such outcome as it may adversely impact our reputation and adverse negative publicity that may be generated due to the scrutiny and prosecution. It is important to note that our Company does not use any properties owned by Upendra Reddy Tetali, and his involvement in the pending case does not have a direct impact on our Company's business operations.

Further, our Company's business and operations are independent of the activities of P.G. Fortune Agritech Limited, and we have no operational connections with the company involved in the alleged violations. The outcome of this legal proceeding is unlikely to materially affect our business, financial condition, or future growth prospects. However, negative publicity arising from this litigation may affect stakeholder confidence in our Company, which could indirectly impact our reputation.

15. Our funding requirements and proposed deployment of the Net Proceeds are based on management estimates and we have not entered into any definitive arrangements to utilize the Net Proceeds of the Offer and the Objects have not been independently appraised by a bank or a financial institution. Any variation in the utilisation of the Net Proceeds would be subject to certain compliance requirements, including prior shareholders' approval. Any delay or inability in obtaining such shareholders' approval may adversely affect our business or operations.

We intend to use the Net Proceeds of the Offer for the purposes described in the section titled "*Objects of the Offer*" on page 103 of this Draft Red Herring Prospectus. The Objects of the Offer are: a) Funding capital expenditure requirement for setting up the new plant in Madhya Pradesh; (b) Repayment and/ or pre-payment, in part or full, of certain borrowings availed by our Company; and c) General Corporate Purposes.

The Objects of the Offer have not been appraised by any bank or financial institution, and some our funding requirement is based on current conditions, internal estimates and are subject to changes in external circumstances or costs, or on other financial condition, business or strategy. 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 that of any 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 impact on our business, results of operations, financial condition and cash flows. Accordingly, investors in the 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, any variation in the Objects of the Offer would require a special resolution of the shareholders and the promoter 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 utilisation 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 Gross 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. In accordance with Sections 13(8) and 27 of the Companies Act, 2013, we cannot undertake any variation in the utilisation of the Net Proceeds without obtaining the shareholders' approval through a special resolution. In the event of any such circumstances that require us to undertake variation in the disclosed utilisation of the Net Proceeds, we may not be able to obtain the shareholders' approval in a timely manner, or at all. Any delay or inability in obtaining such shareholders' approval may adversely affect our business or operations. Further, our Promoters would be liable to provide an exit opportunity to 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 of our Promoters to provide an exit opportunity to such dissenting shareholders may deter the Promoters' from agreeing to the variation of the proposed utilisation of the Net Proceeds, even if such variation is in the interest of our Company. Further, we cannot assure you that the Promoters of our Company will have adequate resources at its disposal at all times to enable it to provide an exit opportunity at the price prescribed by SEBI.

16. Our financing agreements impose certain restrictions on our operations, and our failure to comply with operational and financial covenants may adversely affect our business and financial condition.

As per the Restated Financial Statements, we have total borrowings (long term and short term including current maturity) outstanding amounting to ₹ 2,161.75 million, ₹ 2,058.84 million, ₹ 1,405.64 million and ₹ 819.79 million as on the six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022 respectively. Some of our financing arrangements impose restrictions on the utilization of the loan for certain specified purposes only, such as for the purposes of meeting specific capital expenditure, working capital use and related activities.

We are required to obtain prior consent from the lender prior to undertaking certain matters including any change in the capital structure, promoter shareholding, promoter directorship resulting in change in management control, opening a new current account with any other bank, change in name or trade name of the Company, effect any dividend payout in case of delay in debt servicing or breach of any financial covenants, change in accounting standards and accounting year, amendments in our Company's constitutional documents and enter into any scheme of merger, amalgamation, compromise or reconstruction or do a buy back. Further, in terms of security, we are typically required to create a charge over our movable fixed assets (present and future) and/ or our immovable properties. Our financing agreements also generally contain certain financial covenants including the requirement to maintain, among others, specified debt-to-equity ratios. In addition, lenders under our credit facility could foreclose on and sell our assets if we default under our credit facilities. For further details, see "*Financial Indebtedness*" beginning on page 385 of this Draft Red Herring Prospectus.

If we are unable to comply with the covenants and conditions set forth in our financing agreements, or if we fail to obtain the necessary consents from our lenders, this could result in an event of default under such agreements. This may give our lenders the right to enforce their security, accelerate repayment, or impose additional restrictions on our operations, which could adversely impact our business, financial condition, and cash flows. Additionally, failure to comply with these covenants may restrict our ability to raise further financing, which could limit our growth prospects and operational flexibility.

17. We have incurred significant indebtedness which exposes us to various risks which may have an adverse effect on our business, results of operations and financial conditions. Our Promoters have also extended personal guarantees for some of the debt facilities availed by our Company.

As of September 30, 2024, our total outstanding indebtedness from Indian Bank and Tata Capital was ₹ 1,814.87 million and ₹ 250.00 million, respectively. Our Company has availed these loans for several purposes including expansion and purchase of capital assets and to meet working capital requirements. For details on the purpose of the loans availed by our Company, see '*Financial Indebtedness* 'on page 385 of this Draft Red Herring Prospectus. The level of our indebtedness could have several important consequences, including but not limited to the following:

i. a significant portion of our cash flow may be used towards repayment of our existing debt, which will reduce the available cash flow to fund our capital expenditures and others general corporate requirements;
ii. defaults of payment and other obligations under our financing arrangements may result in an event of default, acceleration of our repayment obligations and enforcement of related security interests over our assets;
iii. our long term indebtedness is subject to floating rates of interest. Fluctuations in market interest rates may require us to pay higher rates of interest and will also affect the cost of our borrowings; and
iv. our ability to obtain additional financing in the future or re-negotiate or refinance our existing indebtedness on terms favourable to us may be limited.

Additionally, our Promoters have also extended personal guarantees and corporate guarantees for the debt facilities availed by our Company. Any inability to continue to provide such guarantee or their inability to honour such guarantee could result in an acceleration of such facilities and, or adversely impact our ability to raise debt which could impact our cash flows, result in cash flow mismatch and adversely affect our financial condition.

For further details regarding our indebtedness, see '*Financial Information*' and '*Financial Indebtedness*' beginning on pages 304 and 385 of this Draft Red Herring Prospectus**.**

18. We require a number of approvals, NOCs, licences, registrations and permits in the ordinary course of our business and any failure to obtain, maintain or renew the same may have adverse effect on our business, financial condition and results of operations.

We are required to obtain and maintain a number of statutory and regulatory licenses, permits and approvals and renew the approvals already availed in a timely manner under central, state and local governments and authorities generally for carrying out our manufacturing and other activities, from time to time, as and when required in the ordinary course of our business for our manufacturing facilities, including, without limitation. For details pertaining to the approvals, licenses and registrations, please refer to chapter titled '*Government and Other Statutory Approvals*' on page 391 of this Draft Red Herring Prospectus. A majority of these approvals including the consent to establish and operation under environment laws, are granted for a limited duration and require renewal from time to time. While we have obtained the approval required for carrying out our business activity, we also apply for renewal of such licenses and permits as and when such licenses and permits expiry. While we have never faced any issue in renewal or obtaining any license, permit or approval in the past we cannot assure that the approvals shall be granted in time or at all in the future. Any failure to avail or renew the approvals, licences, registrations or permits, or any suspension or revocation of any of the approvals, licences, registrations and permits that have been or may be issued to us, could result in delaying the operations of our business, which may adversely affect our operations. If we fail to obtain or are not able to renew any of these approvals, in a timely manner or at all, our business and operations may be materially adversely affected. For details in relation to approvals, please see "*Government and Other Approvals*" on page 391.

Further, the license, permits and approval required by us are subject to several conditions and we cannot assure you that we will be able to continuously meet such conditions, which may lead to cancellation, revocation or suspension of the relevant licenses, permits and approvals. While we have not faced any instances in the past, a failure to comply with such regulations could lead to enforced shutdowns and other sanctions imposed by the relevant authorities. Additionally, if there is any failure by us to comply with the 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.

19. We derive significant revenue from the sale of products to the food industry. Economic cyclicality coupled with reduced demand in the food industry, in India or globally, could adversely affect our business, results of operations and financial condition.

Our Company sells its products to customers operating in the Food, Paper, Animal Nutrition and other industrial applications for their applications or processes or for manufacturing their own end use products in the relevant industry in which they operate. More particularly, a significant portion of our Company's Revenue from Operations is attributable to sale of products by our Company to its customers operating in the food industry. The revenue generated by our Company from sale of its products to customers operating in the food industry was ₹ 2,100.45 million, ₹ 2,629.13 million, ₹ 2,228.70 million and ₹ 2,053.95 million constituting 51.53%, 41.88%, 35.72% and 41.50% of the Revenue from Operations for the six month period ending September 30, 2024, Fiscals 2024, 2023 and 2022 respectively.

Any slowdown in the food industry or any loss of business from, or any significant reduction in the volume of business with our customers operating in the food industry, if not replaced, could materially and adversely affect our business, financial condition and results of operations. As a result of significant contribution from food industry, we are exposed to fluctuations in the performance of the food industry globally and in India. A decline in our customers' business performance may also lead to a corresponding decrease in demand for our products and services. The volume and timing of sales to our customers may vary due to variation in demand for our customers products, their attempts to manage their inventory, design changes, changes in their product mix, manufacturing and growth strategy, and macroeconomic factors affecting the economy in general, and our customers in particular. Unfavourable industry conditions can also result in an increase in commercial disputes and other risks of supply disruption.

20. There have been certain delays in payment of statutory dues in the past. Any delay in payment of statutory dues in future, may result in the imposition of penalties and in turn may have an adverse effect on our business, financial condition, results of operation and cash flows

Our Company is required to pay certain statutory dues including employee provident fund contributions and employee state insurance contributions under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and the Employees' State Insurance Act, 1948, respectively, GST, Professional Taxes and Labour Welfare Fund. In compliance with the provisions of the Income-tax Act, we are also required to deduct taxes at source at prescribed rates.

There have been certain instances of delays in payment of statutory dues in the past by our Company, which have been belatedly paid by us with an additional fee or an interest. The details of such delays are set out below:

(*₹ in million*)

Statutory Dues	**Six month period ended September 30, 2024**	**Fiscal**		
		2024	**2023**	**2022**
Employee Provident Fund Contribution	Nil	Nil	Nil	Nil
Employee State Insurance Contributions	Nil	0.07	0.05	Nil
Professional Taxes	0.16	0.05	0.13	Nil
Goods and Service Tax	34.19	Nil	60.35	63.81
Labour and Welfare Fund	Nil	Nil	Nil	Nil
Tax Deducted at Source	Nil	Nil	Nil	Nil

While our Company has subsequently made payment of all pending dues, we cannot assure you that there will not be any delays in the future. Any delay in payment of statutory dues in future, may result in the imposition of penalties and in turn may have an adverse effect on our business, financial condition, results of operation and cash flows.

21. Our business operations require significant working capital. If we experience insufficient cash flows to meet required payments on our working capital requirements, there may be an adverse effect on the results of our operations.

Our business operation requires significant working capital specifically for raw materials, work in progress and finished goods to undertake manufacturing operations. The working capital requirements of our Company is as under:

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Working Capital (₹ in million)	1,181.45	1,256.13	883.51	568.52
Working capital days	60*	80	50	47

**Not Annualised.*

The working capital was funded through from internal accruals and external borrowings. However, we cannot assure you that our bankers or financial institutions will not implement new credit policies, adopt new pre-qualification criteria or procedures, raise interest rates or add restrictive covenants in loan agreements, some or all of which may significantly increase our financing costs, or prevent us from obtaining financings totally. All of these factors may increase in working capital requirements and if we experience insufficient cash flows to meet required payments on our working capital requirements, there may have an adverse effect on our financial condition, cash flows and results of operations.

22. We operate in a highly competitive industry where we face competition from other players. An inability to maintain our competitive position may adversely affect our business, prospects and future financial performance.

We operate in maize based speciality products industry and face strong competition from other players of the industry. Further, in the maize based speciality products industry, many small players have started manufacturing maize based starch and derivatives. This has led to pricing pressures in global markets with some unorganised players compromising on quality. Further, this has also led to increased competition by local unorganized players in the maize based speciality products industry. Competitive factors in the maize based speciality products industry include product quality, price, advertising and promotion, innovation of products, product packaging and package design. Some of our competitors have been in their respective businesses longer than we have and may accordingly have substantially greater financial resources, larger product portfolio, technology, research and development capability and greater market penetration. They may also have the ability to spend more aggressively on marketing initiatives and may have more flexibility to respond to changing business and economic conditions than we do. Further, our competitors in certain regional markets may also benefit from raw material sources or manufacturing facility that are closer to these markets. Our ability to compete largely depends upon our direct marketing initiatives and quality of our products.

We cannot assure you that our current or potential competitors will not provide products comparable or superior to those we provide or adapt more quickly than we do to evolving industry trends, changing consumer preferences or changing market requirements, at prices equal to or lower than those of our products. Increased competition may result in our inability to differentiate our products from those of our competitors, which may lead to loss of market share. Accordingly, our inability to compete effectively with our competitors may have an adverse impact on our business, results of operations and financial condition.

23. Our inability to accurately forecast demand for our products and manage our inventory may have an adverse effect on our business, financial condition, cash flows and results of operations.

Our manufacturing process require us to anticipate the demand for our products. Our business depends on our estimate of the demand for our products. As per the Restated Financial Statements, as on the six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022, our total inventories were ₹ 840.29 million, ₹ 996.13 million, ₹ 595.53 million and ₹ 599.20 million representing 51.75%, 58.39%, 48.52% and 58.16% of our total current assets. In the ordinary course of business, our Company does not enter into long term contracts with its customers, and we entirely rely upon the purchase orders placed by our customers for the sale of our products. Further, the management of our Company analyses and assesses the demand of the Company's products to determine the manufacturing volumes, however the same is entirely based on management estimates which are not formally documented by our Company. While we seek to fairly and accurately forecast the demand for our products and, accordingly, plan our manufacturing volumes, there is no guarantee that our estimate of market demand for our products in India or our overseas markets will be accurate.

If we underestimate such demand or have inadequate capacity, we may manufacture fewer quantities of products than required and be unable to meet the demand for our products, which could result in the loss of business or constraints in cash flows. As on September 30, 2024, our Devarapalli Facility is operating at an optimum capacity utilisation levels being 93.34% as certified by the Gudiseva Prabhakara Rao, Chartered Engineer, (The Institution of Engineers India, Membership No.: F-1239895) *vide* certificate dated October 10, 2024. For further details, please refer to heading '*Capacity and Capacity Utilisation*' in the chapter titled '*Our Business*' on page number 244 of this Draft Red Herring Prospectus.

Further, we may overestimate demand or demand from our customers may slow down. As a result, we may manufacture products in excess of the actual demand, which would result in surplus stock that we may not be able to sell in a timely manner or at all. Our inability to accurately forecast demand for our products and manage our inventory may have an adverse effect on our business, financial condition, cash flows and results of operations.

24. Under-utilization of our manufacturing capacities and an inability to effectively utilize our current and/or proposed manufacturing capacity could have an adverse effect on our business, prospects and future financial performance

Our Manufacturing Facility is located at Devarapalli, Andhra Pradesh. Our capacity utilisation is affected by the availability of raw materials, industry and market conditions as well as by the product requirements of our customers. We intend to utilise up to ₹ 3,300.00 million out of the Net Proceeds towards funding capital expenditure requirement for our Proposed Facility at Madhya Pradesh. For further details, please refer to heading titled '*Details of Objects of the Offer*' and sub-heading 'Funding the capital expenditure requirement for expansion of our Proposed Facility' in the chapter titled '*Objects of the Offer*' on page no. 106 of this Draft Red Herring Prospectus. In case of an oversupply in the industry or lack of demand or any other reasons, we may not be able to utilise our proposed capacity efficiently. The Devarapalli facility and the Proposed facility shall have a combined installed capacity of 6,76,000 tons per annum (2000 tons per day) after expansion. As on September 30, 2024, our Devarapalli Facility is operating at an optimum capacity utilisation levels being 93.34% as certified by the Gudiseva Prabhakara Rao, Chartered Engineer, (The Institution of Engineers India, Membership No.: F-1239895) *vide* certificate dated October 10, 2024 and our Proposed facility shall have an installed capacity of 3,96,000 tons (1200 tons per day). For further details, please refer to heading titled 'Capacity and Capacity Utilisation' in the chapter titled 'Our Business' on page 244 of this Draft Red Herring Prospectus.

During the six month period ended September 30, 2024, and Fiscals 2024, 2023 and 2022, our capacity utilization at our Devarapalli Facility was 93.34%, 93.09%, 94.58% and 91.76% respectively.

Underutilization of our manufacturing capacities over extended periods, or significant under-utilization in the short term, or an inability to fully realize the benefits of our proposed capacity expansion, could adversely impact our business, growth prospects, future financial performance and negatively impact the return on investment of the shareholders on their capital invested.

25. Any delay in the collection of our dues and receivables from our clients may have a material and adverse effect on our results of operations and cash flows.

Our business depends on our ability to successfully collect payment from our clients of the amounts they owe us for the products sold by us. The below table sets forth the details of the trade receivables:

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Trade Receivable Days	31	33	28	25
Trade Receivables (₹ in million)	689.19	562.84	473.76	344.09
Percentage of Revenue from Operations (%)	16.91	8.96	7.59	6.95
Trade Receivables Write Off (₹ in million)	Nil	Nil	0.93	8.02

We cannot assure you that we will be able to accurately assess the creditworthiness of our customers and will be able to collect the dues in time. Macroeconomic conditions could also result in financial difficulties for our clients, including limited access to the credit markets, insolvency or bankruptcy. As on date of this Draft Red Herring Prospectus, our Company has initiated four (04) legal proceedings against certain defaulting customers under Section 138 of the Negotiable Instruments Act, 1881 for dishonour of cheques aggregating to ₹ 8.76 million. Except as stated above, there have been no material instances of clients delaying payments, requesting to modify their payment terms, or defaulting on their payment obligations to us, occurrence of any or all of the above may cause us to enter into litigation for non-payment, all of which could increase our receivables. In any such case, we might experience delays in the collection of, or be unable to collect receivables at all, and if this occurs, our results of operations and cash flows could be adversely affected. In addition, if we experience delays in billing and collection, our revenue and cash flows could be adversely affected.

26. Extreme or sudden climate condition or change may have an impact on the business and profitability of our Company.

Our Company is in the 'maize based speciality products' and for the manufacturing of our Company's product portfolio the primary raw material required is 'maize' sand we meet our raw material requirements by way of procurement directly from farmers harvesting maize and traders/ aggregators/ agents/ others.

Production of maize is dependent upon favourable weather conditions in the areas where we procure maize from such as West Godavari, Krishna, Guntur and East Godavari in Andhra Pradesh and Khamam and Warangal in Telangana being the major farm growing regions. In the event of any harsh or unfavourable climate conditions in such maize producing regions, our Company may face a significant shortfall in its requirement of raw material. As on date of this Draft Red Herring Prospectus, our Company has not faced any instances of discontinuance or shortfall in supply of raw material by our suppliers due to adverse climate conditions, however, we also face the risk of one or more of our existing suppliers being unable due to factors beyond control to supply raw material to us. There is no assurance that we may be able to arrange raw material from alternate suppliers in a timely manner, or on commercially acceptable terms, which may adversely affect our operations.

27. We are dependent upon the experience and skill of our Promoters, Key Managerial Personnel and Senior Management Personnel for conducting our business and undertaking our day to day operations. The loss of or our inability to retain, such persons could materially and adversely affect our business performance.

Our business is dependent upon our Promoters, Key Managerial Personnel, and Senior Management Personnel, who oversee and supervise our day-to-day operations, strategy and growth of our business. For details pertaining to the profile of our Directors please refer to heading titled '*Brief Biographies of our Directors*' in chapter '*Our Management*' on page 268 of this Draft Red Herring Prospectus and for details pertaining to the Key Management Personnel and Senior Management Personnel of our Company and their respective functions, please refer to chapter '*Our Management*' on page 288 of this Draft Red Herring Prospectus.

In the event, any of our Promoters or one or more members of our Key Managerial Personnel and Senior Management Personnel are unable or unwilling to continue in their present positions, it would be challenging for us to replace such person in a timely and cost-effective manner or at all. There can be no assurance that we will be able to retain or replace these personnel. As on the date of this Draft Red Herring Prospectus, we have 4 Key Managerial Personnel and 8 Senior Management Personnel. The loss of any of these personnel or our inability to replace them may restrict our growth prospects, affect our ability to make strategic decisions and to manage the overall running of our operations, which would have a material adverse impact on our business, results of operations, financial position and cash flows.

28. Our Directors do not have any prior experience of being a director in any other listed company in India and this may present certain potential challenges for our Company and in the event of any material non-compliance where our Directors are held liable and responsible, we may have to appoint new directors

Our current Board comprises six directors which includes one Managing Director, two Whole-Time Director and three Independent Directors. None of our Directors are currently a director in any other listed company in India. While our Board members are qualified and have relevant experience in their respective fields, not having any significant experience of being a director in any other listed company in India may present certain potential challenges for our Company. In the event of any material non-compliance where our Directors are held liable and responsible, we may have to appoint new directors or replace our current Directors, which could be time consuming and may involve additional costs for our Company. For further details, see "*Our Management*" on page 266 of this Draft Red Herring Prospectus.

29. Our insurance coverage may not be adequate or we may incur uninsured losses or losses in excess of our insurance coverage which could have a material adverse impact on our financial condition.

We have comprehensive insurance to protect our Company against various hazards, like marine cargo open policy, standard fire and special perils, workmen compensation, all risk policy and group accident guard policy. There can be no assurance that any claim under the insurance policies maintained by us will be honoured fully, in part, or on time.

We could face liabilities or otherwise suffer losses should any unforeseen incident such as fire, flood, and accidents affect our Devarapalli Facility and/or our Registered Office. There are possible losses, which we may not have insured against or covered or wherein the insurance cover in relation to the same may not be adequate. We may face losses in the absence of insurance and even in cases in which any such loss may be insured, we may not be able to recover the entire claim from insurance companies. Any damage suffered by us in excess of such limited coverage amounts, or in respect of uninsured events, not covered by such insurance policies will have to be borne by us. As per the Restated Financial Statements, as of six month period ending September 30, 2024, Fiscals 2024, 2023 and 2022 the aggregate coverage of the insurance policies obtained by us was ₹ 4,268.02 million, ₹ 4,269.34 million, ₹ 2,571.66 million and ₹ 2,020.26 million which constituted 136.26 %, 132.61 %, 118.20 % and 128.12 % of our fixed assets (other than land) respectively. The below table sets forth our aggregated insurance coverage, amount of claims filed and claim amount received of our Company for six month period ending September 30, 2024, Fiscals 2024, 2023 and 2022 as per the Restated Financial Statements.

(₹ in million)

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Aggregate Insurance coverage	4,268.02	4,269.34	2,571.66	2,020.26
Insurance Claim amount filed	1.24	0.20	-	-
Insurance Claim Amount Received	0.80	0.20	-	-

For details regarding insurance coverage and insurance claims by our Company during the six month period ending September 30, 2024, Fiscals 2024, 2023 and 2022, please refer to heading titled '*Insurance*' in the chapter titled '*Our Business*' on page number 247 of this Draft Red Herring Prospectus. While we currently operate under the impression that we have obtained insurance against losses that are most likely to occur in our line of business, there may be certain losses that may not be covered by the Company, which we have not ascertained as of the date. Therefore, we cannot assure you that we will continue to accurately ascertain and maintain adequate insurance policies for losses that may be incurred in the future.

30. This Draft Red Herring Prospectus contains information from TEV Report dated October 30, 2024, which we have paid for and commissioned from Dun & Bradstreet Information Services (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. The TEV report has been relied upon to undertake the objects of the proposed offer and the proceeds being raised by the issuer Company. Further the TEV Report contains analysis of various risks related to the proposed setting up of plant at our Proposed Facility at Madhya Pradesh. There can be no assurance that the information contained in the report is complete and accurate.

Our Company have appointed Dun & Bradstreet Information Services (India) Private Limited ("**D&B India**") to provide a techno-economic viability report on the proposed setting up of plant at Madhya Pradesh. D&B India has issued its TEV report dated October 30, 2024.

Further, in the section 'Risk analysis & mitigation' of the TEV report, the following risks related to the proposed capacity expansion have been mentioned:

a) Risk pertaining to experience and capability of the Company with respect to implementation of the proposed expansion and the risk relating to Company's ability to recruit & retain competent technical staff for smooth operation of the proposed project;
b) Risk of time overrun for the proposed expansion due to failure to adhere to implementation schedule;
c) Risk of non-receipt of necessary approvals in time for the proposed project;
d) Cost overrun and risk of escalation of estimated cost over the earmarked contingency may lead to infusion of more funds by the company to meet the shortfall;
e) Technology risk with respect to deploying existing and established technology for manufacturing proposed products;

f) Operational risk with respect to implementation and subsequent operations of the proposed capacity expansion;
g) Risk of failure to procure regular supplies of raw material at competitive prices, ability to pass on the price hike and time lag in such passing on;
h) Demand / off take risk with respect to products manufactured by the Company, potential customers and utilization of expanded capacities;
i) Risk of inability to sustain pricing levels may affect projected revenues;
j) Any fluctuation in foreign exchange may adversely affect the cost of imported machinery and product sales realisation;
k) Force majeure risk and additional cost attached to availing and maintaining insurance policies.

Further, in the section "SWOT analysis" in the TEV report, the following threats have been identified:

a) The generic threat of slowdown exists, which may subdue the generic demand for the products.
b) Capacity additions by other players or new entrants in the area, may lead to increased competition.

The TEV report is a material document under "*Material Contracts and Documents for Inspection – Material Documents*" and is available for inspection for detailed study of the above. Our proposed expansion and its results are subject to the risks including aforesaid risks and the results from such proposed expansion will depend on our ability to effectively mitigate these risks. In case any of these risks materialise or the Company is not able to effectively mitigate these risks, it may adversely affect the proposed capacity expansion and/or the future operational & financial performance of the Company. The TEV Report is based on certain estimates and assumptions which are subject to change in light of changes in external circumstances, costs, other financial conditions or business strategies and the passage of time. Further, the commissioned report is not a recommendation to invest in our Company. Prospective Investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Draft Red Herring Prospectus, when making their investment decisions.

31. There are certain discrepancies/ inconsistencies in the secretarial filings related to the issuance of shares which may be subject to regulatory actions and penalties.

The Company has inadvertently made certain discrepancies in fillings made with the ROC in relation to the allotment of shares. These inconsistencies include the difference between the number of shares mentioned in the shareholder's resolutions and those reported in the forms filed with the ROC, inconsistences in the face value and premium stated across certain forms filed with the ROC and referencing of incorrect section in the extract of the resolution attached to the form filed with ROC.

The shareholders of the Company have ratified these discrepancies in the allotments of shares made by the Company. However, there can be no assurance that the ROC/ MCA will not take an adverse view and impose penalties on Company in this regard. Although no regulatory action/ litigation is pending against us in relation to such discrepancies, we cannot assure you that we will not be subject to penalties imposed by regulatory authorities in this respect.

32. The primary raw material required by our Company i.e., 'maize' has an increased demand in different sectors such as feed manufacturers, and Food and Beverage industry which may put a strain on supply of maize to adequately cater the demand of the industry in which we operate.

Our Company is engaged in the business of manufacturing of 'maize based speciality products' industry which produces starch, derivate and other co-products and for the manufacturing of our Company's product portfolio the primary raw material required is 'maize'. Maize is one of the major cereal crops grown in India. Maize is a high nutrient crop with versatile applications in end use industries *(Source: F & S Report)*.

Increasing demand for maize in sectors such as feed manufacturers, ethanol manufacturers, Food and Beverage industry leads to put strain on supply of demand for maize starch industry. In the event the raw material suppliers of our Company supply maize to players from the above mentioned sectors where the demand for maize is increasing, we may face interruptions or shortfalls in our raw material procurement or we may have to procure the same at commercial terms not reasonably favourable to us. Such increasing demand and any shortages in supply of raw material may have an adverse impact on the business and profitability of the Company.

33. The improper handling, processing or storage of raw material or products, or spoilage of and damage to such raw material or products, or any real or perceived contamination of the same, could subject us to legal action, damage our reputation and have an adverse effect on our business, results of operations and financial condition.

The products manufactured by our Company are subject to inherent risks such as contamination due to fungi or bacteria and product tampering during their transport or storage. We face inherent business risks associated with product recalls if our products fail to meet the required quality standards. For example, in our business, although we extensively test our primary raw material, which is maize, there exists the possibility of any deviation from the general quality standards due to factors such as human error or any other factors beyond the reasonable control of our Company. Furthermore, our products may be susceptible to contamination by certain fungi or bacteria, or due to uncontrolled conditions. These contamination-causing fungi and bacteria are commonly found in the environment, which poses a risk of them affecting our products. Moreover, our Company avails the services and engages local stock-houses which are not owned by the Company, and which are located in the maize-producing regions to store its raw material and products. In addition to availing the services and engaging the local stock-houses, our Company maintains a total of two (2) maize storage silos at its Devarapalli Facility which are used to store raw material under certain controlled conditions with more than 20,000 MT of maize storage capacity. For further details relating to storage facilities of the Company, please refer to heading titled '*Storage Infrastructure*' in chapter titled '*Our Business*' on page 235 of this Draft Red Herring Prospectus. Any lapses or mistakes by the stockhouses, engaged by our Company, in adhering to required mechanisms and standards could lead to contamination or damage to our stock. Further, although during the six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022, there have been no instances of improper handling, processing or storage of raw material or products, or spoilage of and damage to such raw material or products leading to their contamination, any such instances may subject us to legal action, resulting in damaging our reputation and have an adverse effect on our business, results of operations and financial condition. Such aforesaid risks may be controlled, but not eliminated, by adherence to good manufacturing and storage practices.

34. We are dependent on third-party transportation providers for the transportation of raw material and delivery of our products and any disruptions in our arrangements with third-party transportation services may adversely affect our business, results of operations and financial condition.

Our Devarapalli Facility is strategically located which in turn makes it possible for us to procure raw material in an effective and timely manner. However, despite being strategically located, our Company is dependent upon third party service providers for the transport of the raw material and finished products. For the transportation of our raw material and finished products, our Company is entirely dependent upon third-party transport service providers. During six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022 we engaged 196, 116, 115 and 192 number of third-party transport service providers respectively for transportation of raw material and for the delivery of our products. As a manufacturing business, our success depends on the uninterrupted supply and transportation of raw material required for our Devarapalli Facility. We may or may not undertake the responsibility of delivery of raw material or final products to or from our Devarapalli Facility or to our customers. We rely on third-party logistic service providers and freight forwarders for the purpose of the same.

Factors such as transportation strikes could adversely impact the supply of raw materials and the delivery of our products. In the past three Fiscals we have not experienced any material disruption in transportation services. Past increases in transportation costs have been negotiated with the relevant third party and benchmarked with market prices. However, any such reductions or interruptions in the supply of the raw materials we source from local farmers and traders/ aggregators/ agents/ others, including abrupt increases in the transportation or fuel costs, inability on our part to find alternate sources for the procurement of such raw materials and termination in arrangements with our transport agencies could adversely affect our business, results of operations and financial condition and may have an adverse effect on our ability to manufacture or deliver our products in a timely or cost effective manner.

35. Inconsistent quality of maize, high cost of cultivation and rising post-harvest losses results in high cost of raw material thereby impacting the business and profitability of our Company.

Our Company is engaged in manufacturing of 'maize based speciality products' and for the manufacturing of our Company's product portfolio the primary raw material required is 'maize'. We meet our raw material requirements by way of procurement directly from farmers harvesting maize and traders/ aggregators/ agents/ others. The consistent availability of high-quality maize throughout the year is a significant risk for our business as maize is our primary raw material. Maize, being subject to seasonal variations, faces challenges in maintaining uniform quality levels across different harvests. Additionally, the high cost of cultivation and escalating post-harvest losses further exacerbate the risk, impacting both the reliability of supply and the financial viability of maize-based enterprises (*Source: F&S Report*).

Maize quality is influenced by factors such as weather conditions, soil fertility, and agronomic practices, resulting in variations in grain size, moisture content, and nutritional composition across different harvests. This seasonal variability poses challenges for our Company which seeks consistent quality standards in maize procurement, processing, and product formulation, potentially affecting our product performance, consumer satisfaction, and brand reputation. (*Source: F&S Report*)

Although, our Company in the past has not faced any instances of inconsistent quality of maize, we cannot assure you that we may not face the same risk in the future.

36. Excess rate of attrition amongst the personnel engaged by our Company may have an adverse impact on our business operations.

Our operations are dependent on our ability to attract and retain qualified personnel. We currently have adequate qualified personnel for our operations, we may not be able to continuously attract or retain such personnel, or retain them on acceptable terms, given the demand for such personnel.

As set out below are the details of our attrition for our permanent employees for the period indicated:

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Total number of permanent employees**	362	354	303	262
Average attrition rate of our permanent employees (%)*	3.63	6.09	8.50	10.09

**Attrition rate has been calculated by dividing the total number of permanent employees who resigned during the year/ period with the average of opening and closing total head count of the permanent employees during the respective year/ period.*
*** Permanent employees exclude Directors and KMPs.*

For further details of the breakdown of our employees by functionalities as of September 30, 2024, see "*Our Business – Human Resources*" on page 245. We cannot assure you that the attrition rates of our permanent employees will not increase which may lead to an increase in our training and recruitment costs, which may have an adverse impact on our profitability and financial condition. We may require a long period of time to hire and train replacement personnel when qualified personnel terminate their employment with our Company. We may also be required to increase our levels of employee compensation more rapidly than in the past to remain competitive in attracting employees that our business requires. The cost of hiring and retaining our personnel affects our profitability, and is affected by a number of factors, including our ability to hire and assimilate new employees; our ability to manage attrition; our need to devote time and resources to training, professional development and other non-chargeable activities; and our ability to manage our workforce. Our business and the implementation of our strategy is also dependent upon our Key Managerial Personnel and our Senior Management Personnel, who oversee our day-to-day operations, strategy and growth of our business, and in particular, we depend on our Managing Director, Ananda Swaroop Adavani for certain business activities. For further details, see "*Our Management – Key Management Personnel and Senior Management*" on page 288. If one or more members of our Key Managerial Personnel and our Senior Management Personnel are unable or unwilling to continue in their present positions, such persons could be difficult to replace in a timely and cost-effective manner. There can be no assurance that we will be able to retain these personnel. The loss of our Key Managerial Personnel or members of our Senior Management or our inability to replace such Key Managerial Personnel or members of our Senior Management may restrict our ability to grow, to execute our strategy, to raise the profile of our brand, to raise funding, to make strategic decisions and to manage the overall running of our operations, which would have a material adverse impact on our business, results of operations, financial position and cash flows.

37. Some of the products manufactured by us may be subject to risk of being replaced by substitute products.

Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others. For further details with respect to products manufactured by our Company, please refer to heading titled '*Broad description of Products and Applications*' in chapter titled '*Our Business*' on page 226 of this Draft Red Herring Prospectus.

Replacement of maize starch from other raw materials such as potato, rice, tapioca and wheat can hinder the growth of maize starch market *(Source: F&S Report)*. In the event any or all products of our Company are to be replaced by substitute products of same or low cost, the business, financials, profitability and demand for our products may be affected.

38. Our business is dependent upon our ability to effectively operate and manage the equipment at our Devarapalli Facility and any material malfunction or breakdown may affect our results of operations, business and profitability.

As on September 30, 2024, our Devarapalli Facility has an installed capacity of 1,28,000 tons (800 tons per day) and capacity utilization of 1,19,475 tons as certified Gudiseva Prabhakar Rao, Chartered Engineer, (The Institution of Engineers India, Membership No.: F-1239895) *vide* certificate dated October 10, 2024. For further details, please refer to the chapter titled '*Our Business*' on page number 223 of this Draft Red Herring Prospectus. Our business is dependent upon our ability to effectively manage the equipment at our Devarapalli Facility, which are subject to various operating risks, including those beyond our control, such as the breakdown, failure of equipment or industrial accidents, however our Company maintains comprehensive insurance coverage to mitigate the risk arising out of such event. While there have been no such instances in Fiscals 2024, 2023 and 2022, any significant malfunction or breakdown of our machinery, our equipment, our automation systems or any other part of our manufacturing processes or systems may entail significant repair and maintenance costs and cause delays in our manufacturing operations incidentally affecting our business and profitability.

39. This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from Frost & Sullivan (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. Frost & Sullivan (India) Private Limited is an independent third-party entity and is not related to the Company, its Promoters or Directors in any manner whatsoever. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.

This Draft Red Herring Prospectus includes industry-related information that is derived from the industry report titled "*Industry Report on* Maize based Speciality Products" issued on October 30, 2024 ("**F&S Report**"), prepared by Frost & Sullivan (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. We commissioned and paid for this report for the purpose of confirming our understanding of the industry exclusively for the purpose of the Offer. The F&S Report shall be available on the website of our Company at www.paramesu.com in compliance with applicable laws. Our Company, our Promoters, and our Directors are not related to Frost & Sullivan (Indian) Private Limited in any manner whatsoever.

Frost & Sullivan (India) Private Limited has advised that while it has taken adequate care to ensure the accuracy and completeness of the F & S Report, it believes that the F&S Report presents a true and fair view of the global and Indian industry within the limitations of, among others, secondary statistics and primary research, and it does not purport to be exhaustive. The commissioned report also highlights certain industry and market data, which may be subject to assumptions. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions vary widely among different industry sources. Further, such assumptions may change based on various factors. Additionally, some of the date and information in the F&S Report are also based on discussions/conversation with industry sources. Neither our Company (including our directors) and the BRLM can assure you that Frost & Sullivan(India) Private Limited assumptions are correct or will not change and, accordingly, our position in the market may differ, favourably or unfavourably, from that presented in this Draft Red Herring Prospectus. Further, the commissioned report is not a recommendation to invest or disinvest in our Company. Prospective Investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Draft Red Herring Prospectus, when making their investment decisions.

40. Any inability to protect our intellectual property or any claims that we infringe on the intellectual property rights of others could have a material adverse effect on us.

As on date of this Draft Red Herring Prospectus, the trademark '*PARAMESU*' has been registered in our Company's name and for 'PARAMESU Biotech Limited' application has been made for registration and is currently at Fomalities Check Pass Stage. For further details with respect to intellectual property of our Company, please refer to heading titled '*Intellectual Property*' in chapter titled '*Our Business*' and heading titled '*Intellectual Property Related Approvals*' in chapter titled '*Government and other Statutory Approvals*' on page 246 and 395 of this Draft Red Herring Prospectus respectively. In addition to the above, we are also exposed to the risk that other entities may pass off their products as ours by imitating our brand name, packaging material and to create counterfeit products.

There may be other companies or vendors which operate in the unorganized segment using our trade name or brand names. Any such activities could harm the reputation of our brand and sales of our products, which could in turn adversely affect our financial performance and the market price of the Equity Shares. The measures we take to protect our intellectual property include relying on Indian laws and initiating legal proceedings, which may not be adequate to prevent unauthorized use of our intellectual property by third parties. Furthermore, the application of laws governing intellectual property rights in India is uncertain and evolving and could involve substantial risks to us. Notwithstanding the precautions we take to protect our intellectual property rights, it is possible that third parties may copy or otherwise infringe on our rights, which may have an adverse effect on our reputation, business, financial condition, cash flows and results of operations.

While we take care to ensure that we comply with the intellectual property rights of others, we cannot determine with certainty whether we are infringing any existing third-party intellectual property rights which may force us to alter our brand names. We may also be susceptible to claims from third parties asserting infringement and other related claims. If similar claims are raised in the future, these claims could result in costly litigation, divert management's attention and resources, subject us to significant liabilities and requires to enter into potentially expensive royalty or licensing agreements or to cease usage of certain brand names. Furthermore, necessary licenses may not be available to us on satisfactory terms, if at all. Any of the foregoing could have an adverse effect on our reputation, business, financial condition, cash flows and results of operations.

41. We may not be able to efficiently implement our Company's business strategies and the same may have an adverse effect on our business, financial condition and future prospects.

In contemplation of our Company's future growth, we plan to adopt several key strategies. These include augmenting capacity by establishing a new manufacturing facility in Madhya Pradesh, Central India, expanding our global presence while driving growth in domestic markets, increasing revenue contribution from derivative and value-added products, enhancing production efficiencies and streamlining costs, and focusing on deleveraging to improve financial flexibility. For further details, please refer to heading titled '*Our Strategies*' in chapter titled '*Our Business*' on page 240 of this Draft Red Herring Prospectus. In the past, our Company has adopted strategic initiatives and we have successfully commissioned and expanded the Devarapalli Facility, expanded our geographical reach by increasing our domestic sales and exports to various geographies. Such growth strategies will place significant demands on the management of our Company as well as our finances and the same may require us to continuously evolve and improve our operational, financial and internal controls across our Company.

Further, as we scale-up and diversify our customer base or increase our global footprint, we may not be able to execute our operations efficiently in a desired manner, which may result in delays or increased costs. Though, as on date of this Draft Red Herring Prospectus, there have been no instances of failure in the past having an adverse impact on business operations, we cannot assure you that our future performance or growth strategies will be in line with our past performance or growth strategies. Our failure to manage our growth effectively may have an adverse effect on our business, results of operations, financial condition, collections and cash flows.

42. Our Company has undertaken an issuance of bonus Equity Shares in the past. However, we cannot assure you that our Company will be able to undertake an issuance of bonus Equity Shares in the future.

Pursuant to Section 63 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder, a company may issue bonus shares to its shareholders. Our Company has in the past authorized the issuances of bonus shares to its shareholders. For further details, please refer to heading titled '*Notes to Capital Structure*' and sub-heading titled '*History of Equity Share capital of our Company*' in the chapter titled '*Capital Structure*' on page 85 of this Draft Red Herring Prospectus.

In the event our Company issues bonus shares to its shareholders in the future out of the Company's free reserves or the capital redemption reserve. Such issuance of bonus shares may result into depletion of the funds standing to the credit of free reserves or the capital redemption reserve. Any future issuance of bonus equity shares, if proposed to be undertaken, will depend upon internal and external factors, including but not limited to, profits earned, results of future earnings, capital structure, financial condition, capital expenditures and applicable Indian legal restrictions. There can be no assurance that our Company will be able to undertake bonus issuance of bonus equity shares in the future.

43. Our Company engages contract labour at its Devarapalli Facility and we may be liable for or exposed to litigations, sanctions, penalties or losses arising from accidents or damages caused by our workers or contractors.

We engage independent contractors through whom we engage contract labourers for performance of certain functions at our Devarapalli Facility for the performance of non-core tasks such as packing and handling, material handling and security and service. Further, our Company has entered into individual agreements with the contractors as well as work orders are placed by our Company for provision of such contract labour on a need basis. Under the Contract Labour (Regulation & Abolition) Act, 1970, as on date of this Draft Red Herring Prospectus, our Company is permitted to engage maximum 6 contractors and maximum 200 contract labourers. As per the Restated Financial Statements, for the six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022, our Company has incurred ₹ 33.07 million, ₹ 51.94 million, ₹ 49.55 million and ₹ 40.41 million towards payment of contract labour expenses constituting 0.89%, 0.90%, 0.85% and 0.90% of our total expenses respectively. Although we do not engage these labourers directly, we are responsible for any wage and statutory payments to be made to such labourers in the event of default by such independent contractors. Any requirement to fund their wage requirements may have an adverse impact on our results of operations and our financial conditions. Although as on date of this Draft Red Herring Prospectus, our Company is not involved in any legal proceedings, neither any penalty or regulatory action has been imposed or taken against our Company, neither there have been any instances of default on behalf of the Company towards payment of expenditure for contract labour activities, we may be liable for or exposed to litigations, sanctions, penalties or losses arising from accidents or damages caused by our workers or contractors. For further details, please refer to heading titled '*Labour Related Approvals*' in chapter titled '*Government and other Statutory Approvals'* on page 395 of this Draft Red Herring Prospectus.

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

Our Company has entered into various transactions with certain related parties. The table below sets forth the total amount of our related party transactions in the ordinary course of business for the Fiscal stated:

Particulars	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Amount (₹ million)	% of revenue from operations	Amount (₹ million)	% of revenue from operations	Amount (₹ million)	% of revenue from operations	Amount (₹ million)	% of revenue from operations
Total related party transactions	1088.91	26.72	1,387.39	22.10	1,512.39	24.24	1,354.07	27.36

For information on all our related party transactions, see "*Financial Information – Note 36 - Related party disclosure*" and the heading titled '*Related Party Transactions*' on page 304 and 355 of this Draft Red Herring Prospectus.

While we trust that all such transactions are conducted on arm's length basis, there can be no assurance that we could not have achieved more favourable terms than the transactions entered into with related parties and are not prejudicial to the interest of our Company. It is likely that we will continue to enter into related party transactions in the future. Some of these transactions may require significant capital outlay and there can be no assurance that we will be able to make a return on these investments. Although all related party transactions that we may enter into will be subject to Audit Committee, Board or shareholder approval, as may be required under the Companies Act, 2013 and the SEBI Listing Regulations, as applicable, we cannot assure you that such transactions, individually or in the aggregate, will perform as expected/ result in the benefit envisaged therein, or that we could not have undertaken such transactions on more favorable terms with any unrelated parties. There can be no assurance that conflicts of interest will not arise which could negatively impact our business and prospects. Further, there can be no guarantee that we will be able to address any such conflicts of interest, that may arise in the future, in our favour.

45. Any downgrade in our credit ratings in the future may increase interest rates for refinancing our borrowings, which would increase our cost of borrowings, and adversely affect our ability to borrow on a competitive basis.

The cost and availability of capital depends in part on our short-term and long-term credit ratings. Credit ratings reflect the opinions of ratings agencies on our financial strength, operating performance, strategic position and ability to meet our obligations. Our credit ratings for our outstanding debt instruments as on September 30, 2024 are set out below:

Rating Agency	Date	Instruments	Credit Rating

Care Rating Limited	September 20, 2024	Long Term and Short Term Bank Facilities	BBB+ Stable

While we have not witnessed any downgrade, withdrawal or rejection (non-acceptance) in our credit ratings during the last three Financial Years, any downgrade in our credit ratings could increase borrowing costs, resulting in an event of default under certain of our financing arrangements and adversely affect our access to capital. In addition, it could increase the probability of our lenders imposing additional terms and conditions to any financing or refinancing arrangements we enter into in the future. The ratings provided by credit rating agencies may be suspended, withdrawn or revised at any time by the assigning rating agency and should be evaluated independently of any other rating. These ratings are not a recommendation to buy, sell or hold securities and investors should take their own decisions. These instances could adversely affect our business, results of operations, financial condition and cash flows, with any downgrade in the future potentially impacting our ability to raise debt and equity capital.

46. A portion of the Net Proceeds may be utilised for repayment or prepayment of certain loan facilities availed by our Company.

We propose to repay or pre-pay certain loan facilities availed by our Company to Indian Bank from the Net Proceeds. For details see "*Objects of the Issue*" on page 103.

The loan facilities to be prepaid or repaid will be selected based on a range of various factors, including (i) any conditions attached to the loan facilities restricting our ability to repay or prepay the loan facilities and time taken to fulfil such requirements, (ii) levy of any prepayment penalties and the quantum thereof, (iii) receipt of consents for prepayment, (iv) provisions of any laws, rules and regulations governing such loan facilities, and (v) other commercial considerations including, among others, the amount of the loan outstanding and the remaining tenor of the loan.

While a voluntary prepayment or scheduled re-payment of a portion of certain outstanding loan facilities will help reduce our outstanding indebtedness and debt servicing costs, assist us in maintaining a favourable debt to equity ratio and enable utilisation of our internal accruals for further investment in business growth and expansion, the repayment/ pre-payment will not result in the creation of any tangible assets for our Company.

47. We have availed unsecured loans that may be recalled at any time.

As of September 30, 2024, we have availed unsecured loans aggregating ₹ 96.88 million from some of our Directors. Our unsecured loans can typically be recalled at any time. There can be no assurance that the lenders will not recall such borrowings or if we will be able to repay loans advanced to us in a timely manner or at all. In the event that any lender seeks a repayment of any such loan, we would need to find alternative sources of financing, which may not be available on commercially reasonable terms, or at all. As a result, if such unsecured loans are recalled at any time, it may adversely affect our financial condition and results of operations.

48. Our Promoters and members of our Promoter Group will be able to exercise significant influence and control over us after the Offer and may have interests that are different from or conflict with those of our other shareholders.

As on the date of this Draft Red Herring Prospectus, our Promoters and Promoter Group collectively hold 92.19% of the paid-up Equity Share capital of our Company. Post-Offer, the Promoters will continue to collectively hold substantial shareholding in our Company. For details of their shareholding pre and post-Offer, see "*Capital Structure*" on page 85. By virtue of their shareholding, our Promoters will have the ability to exercise significant control and influence over our Company and our affairs and business, the timing and payment of dividends, the adoption of and amendments to our Memorandum and Articles of Association, the approval of a merger or sale of substantially all of our assets and the approval of most other actions requiring the approval of our shareholders. The interests of our Promoters may be different from or conflict with our interests or the interests of our other shareholders in material aspects and, as such, our Promoters may not make decisions in our best interests.

49. Any non-compliance by our Company with changes in, safety, health and environmental legislations and other applicable laws, may adversely affect our business, results of operations and financial condition.

The operations of our Company are subject to a broad range of safety, health, environmental, labour, workplace and related laws and regulations in the jurisdictions in which we operate, which impose controls on the disposal air and water discharges; on the storage, handling, discharge and disposal of waste, and other aspects of our operations. The Devarapalli Facility of our Company is based on semi automation and any accidents at our Devarapalli Facility may result in personal injury or loss of life of our workmen, substantial damage to or destruction of property and equipment resulting in the suspension of operations. Any of the foregoing could subject us to litigation claims which may increase our expenses in the event we are found liable, and could adversely affect our reputation. Additionally, the government or the relevant regulatory bodies may require us to shut down our facilities, which in turn could lead to product shortages that delay or prevent us from fulfilling our obligations to customers.

Our Company being into manufacturing of products, is also subject to the laws and regulations governing relationships with employees such as minimum wage and maximum working hours, overtime wages, working conditions, hiring and termination of employees, contract labour and work permits. Though, there have not been any instances of non-compliances by the Company having adverse impact on the business of the Company, we cannot assure you that we will not be involved in future non-compliances, litigation or other proceedings, or be held liable in any litigation or proceedings including in relation to safety, health and environmental matters, the costs of which could turn out to be significant.

50. Our operations at our Devarapalli Facility could be adversely affected by strikes, work stoppages or increased wage demands by our employees or any other kind of disputes with our employees.

As of September 30, 2024, we engaged 362 employees (excluding our Directors and KMP's) across our Devarapalli Facility, and Registered Office collectively. Furthermore, India has stringent labour legislation that protects 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. Presently, none of our employees are unionized. In the event that employees seek to unionize, it may become difficult for us to maintain flexible labour policies, and may increase our costs and adversely affect our business. While we have not experienced any major instance of labour unrest, slowdowns or work stoppages in the last three Fiscals, any disruption in services due to any potential strikes may affect our reputation, business, financial condition and results of operations.

51. The Offer Price, market capitalization to total revenue multiple and price to earnings ratio based on the Offer Price of our Company, may not be indicative of the market price of the Equity Shares on listing or thereafter.

The Offer Price of the Equity Shares is proposed to be determined through a book-building process. The market price of the Equity Shares, market capitalization to total revenue multiple and price to earnings ratio based on the Offer Price may be subject to significant fluctuations in response to, among other factors, variations in our operating results, market conditions specific to the industry we operate in, developments relating to India, volatility in securities markets in jurisdictions other than India, variations in the growth rate of financial indicators, variations in revenue or earnings estimates by research publications, and changes in economic, legal and other regulatory factors. Consequently, the price of our Equity Shares may be volatile, and you may be unable to resell your Equity Shares at or above the Offer Price, or at all. There has been significant volatility in the Indian stock markets in the recent past, and our Equity Share price could fluctuate significantly because of market volatility. A decrease in the market price of our Equity Shares could cause investors to lose some or all of their investment.

52. If we fail to maintain an effective system of internal controls, we may not be able to successfully manage or accurately report our financial risk.

Effective internal controls are necessary for us to prepare reliable financial reports and effectively prevent and detect any frauds or misuse of funds. Moreover, any internal controls that we may implement, or our level of compliance with such controls, may decline over time. There can be no assurance that additional 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. If internal control weaknesses are identified in a delayed manner, our actions may not be sufficient to correct such internal control weakness. Such instances may also adversely affect our reputation, thereby adversely impacting our business, results of operations and financial condition.

53. The average cost of acquisition of Equity Shares held by our Promoters could be lower than the Offer Price.

Our Promoters' average cost of acquisition of Equity Shares in our Company may be lower than the Offer Price as may be decided by the Company, in consultation with the Book Running Lead Manager. The details of the average cost of acquisition of Equity Shares held by our Promoters, as at the date of the DRHP is set out below:

Sr. No.	Name	Number of Equity Shares*	Average cost of acquisition per equity shares (in ₹)
Promoters			
1	Unimark Business Solutions Private Limited^	21,53,33,300	0.79
2	Speedfast Tracom Limited	Nil	Not Applicable
3	Ananda Swaroop Adavani	86,93,300	0.60

4	Mani Swetha Tetali	93,20,000	0.75
5	Himabindu Tetali	73,86,700	0.75

^ Unimark Business Solutions Private Limited is also participating in the Offer as the Promoter Selling Shareholder.

The number of equity shares acquired and the weighted average price of acquisition per equity share is calculated after giving effect of bonus and split.
** As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.*

For more details regarding weighted average cost of acquisition of Equity Shares by our Promoters and build-up of Equity Shares by our Promoters in our Company, see "*Capital Structure*" on page 85.

54. Pricing pressure from customers may affect our gross margin, profitability and ability to increase our prices.

Our customers in the usual course of business may negotiate for discounts in price of our products as the volume of their orders increase. Pursuing cost-cutting measures while maintaining rigorous quality standards may lead to an erosion of our margins, which may have a material adverse effect on our business, results of operations and financial condition. In addition, estimating amounts of such price reductions is subject to risk and uncertainties, as any price reduction is the result of negotiations and other factors. Such price reductions may affect our sales and profit margins. If we are unable to offset customer price reductions in the future our business, results of operations and financial condition may be materially adversely affected.

55. Our Company has not paid any dividends in the past and we may not be able to pay dividends in the future.

Our Company has not declared dividends for any financial year in the past and our Company may not be able to declare dividends in the future. The declaration, payment and amount of any future dividends is subject to the discretion of the Board and Shareholders, and will depend upon various factors, inter alia, our earnings, financial position, capital expenditures and availability of profits, restrictive covenants in our financing arrangements and other prevailing regulatory conditions from time to time. Any of these factors may thus restrict our ability to pay dividends in the future. If we are unable to pay dividends in the future. 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

56. Significant differences exist between Ind AS and other accounting principles, such as Indian GAAP, IFRS and U.S. GAAP, which may be material to investors' assessments of our financial condition, result of operations and cash flows.

Our Restated Financial Statements for the period April 1, 2024 to September 30, 2024, Financial Years 2024, 2023 and 2022 included in this Draft Red Herring Prospectus are presented in conformity with Ind AS, in each case restated in accordance with the SEBI ICDR Regulations and the Guidance Note on "Reports in Company Prospectus (Revised 2019)" issued by the ICAI. Ind AS differs from accounting principles with which prospective investors may be familiar, such as Indian GAAP, IFRS and U.S. GAAP.

We have not attempted to quantify the impact of US GAAP, IFRS or any other system of accounting principles on the financial data included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial statements to those of US GAAP, IFRS or any other accounting principles. US GAAP and IFRS differ in significant respects from Ind AS and Indian GAAP. Accordingly, the degree to which the Restated Financial Statements included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Ind AS, Indian GAAP and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

57. Our Company's future funding requirements, in the form of further issue of capital or other securities and/or loans taken by us, may turn out to be prejudicial to the interest of the shareholders depending upon the terms and conditions on which they are raised.

Our Company may require additional capital from time to time depending on our business needs and commercial strategies formulated by the management of our Company. Any further issue of Equity Shares or convertible securities would dilute the shareholding of the existing shareholders and such issuance may be done on terms and conditions, which may not be favourable to the then existing shareholders. If such funds are raised in the form of loans or debt or preference shares, then it may substantially increase our fixed interest/dividend burden and decrease our cash flows, thus adversely affecting our business, results of operations and financial condition.

58. Our Company will not receive any proceeds from the Offer for Sale Portion, and the Promoter Selling Shareholder shall be entitled to the Offer Proceeds to the extent of the Equity Shares offered by it in the Offer for Sale.

The Offer includes an offer for sale of such number of Equity Shares aggregating [●] Equity Shares by the Promoter Selling Shareholder amounting up to ₹ 800.00 million. The Promoter Selling Shareholder is, therefore, interested in the Offer Proceeds to the extent of the Equity Shares offered by it in the Offer for Sale. The entire proceeds from the Offer for Sale will be paid to the Promoter Selling Shareholder in proportion to its portion of the Offered Shares transferred pursuant to the Offer for Sale, and our Company will not receive any such proceeds. See "*Capital Structure*" and "*Objects of the Offer*" beginning on pages 85 and 103, respectively of this Draft Red Herring Prospectus.

59. Any increase in interest rates would have an adverse effect on our results of operations and will expose our Company to interest rate risks.

We are dependent upon the availability of equity, cash balances and debt financing to fund our operations and growth. Our secured debt has been availed at floating rates of interest. Any fluctuations in interest rates may directly impact the interest costs of such loans and, in particular, any increase in interest rates could adversely affect our results of operations. Furthermore, our indebtedness means that a material portion of our expected cash flow may be required to be dedicated to the payment of interest on our indebtedness, thereby reducing the funds available to us for use in our general business operations. As per the Restated Financial Statements, we have total borrowings (long term and short-term including current maturity) outstanding amounting to ₹ 2,161.75 million, ₹ 2058.84 million, ₹ 1,405.64 million and ₹ 819.79 million as on six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022 respectively. Further, as on six month period ended September 30, 2024, Fiscals 2024, 2023, 2022 our Company has incurred ₹ 103.92 million, ₹ 152.55 million, ₹ 85.50 million and ₹ 100.61 million towards finance costs respectively.

If interest rates increase, our interest payments will increase and our ability to obtain additional debt and non-fund based facilities could be adversely affected with a concurrent adverse effect on our business, financial condition and results of operations. For further details, please refer chapter titled "*Financial Indebtedness*" and '*Related Party Transactions*' on page 385 and 355 of this Draft Red Herring Prospectus.

External Risk Factors

60. A slowdown in economic growth in India could have a negative impact on cause our business, results of operations and financial conditions to suffer.

The economy and securities markets in India are influenced by economic developments and volatility in securities markets in other nations across the globe. Investors' responses to developments in one country may have adverse effects on the market price of securities of companies located in other countries, including India. Negative developments in the economy, such as increase in trade deficits, decline in India's foreign exchange reserves or a default on national debt, in other emerging countries may also affect investor confidence and cause increase in volatility in Indian securities markets and affect the Indian economy in general. Any financial instability across the globe may also have a negative impact on the Indian economy, including the movement of exchange rates and interest rates in India and may adversely affect our business, financial performance and the price of our Equity Shares. Any other global economic developments or the probability of their occurrence may continue to have an adverse effect on global economic conditions and the stability of financial markets across the globe and may significantly reduce global market liquidity and restrict the ability of key market participants to operate in certain financial markets. Any of these factors could decrease economic activity and restrict our access to capital, which could have an adverse effect on our business, financial condition and results of operations and reduce the price of our equity shares. Any financial disruption could have an adverse effect on our business, cash flows, future financial performance, shareholders' equity and the price of our Equity Shares.

61. The outbreak and after-effects of COVID-19, or outbreak of any other severe communicable disease could have a potential impact on our business, financial condition, cash flows and results of operations.

The outbreak, of any severe communicable disease, as seen in the recent outbreak and aftermath of COVID-19, could materially and adversely affect business sentiment and environment across industries. In addition, our revenue and profitability could be impacted to the extent that a natural disaster, health epidemic or other outbreak harms the Indian and global economy in general. The outbreak of COVID-19 has resulted in authorities implementing several measures such as travel bans and restrictions, quarantines, shelter in place orders, and lockdowns. These measures have impacted and may further impact our workforce and operations and also the operations of our clients. A rapid increase in severe cases and deaths where measures taken by governments fail or are lifted prematurely, may cause significant economic disruption in India and in the rest of the world. The scope, duration and frequency of such measures and the adverse effects of COVID-19 remain uncertain and could be severe. During the lockdown period in response to the COVID-19 pandemic, our Company had certain interim measures in place to ensure business and operational continuity. Our employees worked remotely. However, certain of our operations are dependent on various information technology systems and applications which may not be adequately supported by a robust business continuity plan, which could impact our business in the event of a disaster of any nature. Although we continue to devote resources and management focus, there can be no assurance that these programs will operate effectively.

62. Natural disasters, acts of war, terrorist attacks and other events could materially and adversely affect our business and profitability.

Natural disasters (such as earthquakes, fire, typhoons, cyclones, hurricanes and floods), pandemics, epidemics, strikes, civil unrest, terrorist attacks and other events, which are beyond our control, may lead to global or regional economic instability, which may in turn materially and adversely affect our business, financial condition, cash flows and results of operations. Any of these occurrences could cause severe disruptions to our daily operations and may warrant a temporary closure of our Devarapalli Facility. Such closures may disrupt our business operations and adversely affect our results of operations. Such an outbreak or epidemic may significantly interrupt our business operations as health or governmental authorities may impose quarantine and inspection measures on us or our clients.

Moreover, certain regions in India have witnessed terrorist attacks and civil disturbances and it is possible that future terrorist attacks or civil unrest, as well as other adverse social, economic and political events in India could have a negative effect on us. Transportation facilities, including vehicles, can be targets of terrorist attacks, which could lead to, among other things, increased insurance and security costs. Regional and global political or military tensions or conflicts, strained or altered foreign relations, protectionism and acts of war or the potential for war could also cause damage and disruption to our business, which could materially and adversely affect our business, financial condition, cash flows and results of operations. Such incidents could create the perception that investments in Indian companies involve a higher degree of risk and such perception could adversely affect our business and the price of the Equity Shares.

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

If we are unable to successfully anticipate and respond to changing economic and market conditions, our business, results of operations and financial condition may be adversely affected.

63. Changes in technology may render our current technologies obsolete or require us to make substantial capital investments.

The industry in which we operate is continually changing due to technological advances, scientific discoveries, research and development with the constant introduction of new and enhanced products. These changes result in the frequent introduction of new products and significant price competition. Although we strive to maintain and upgrade our technologies, facilities and machinery consistent with current international standards, we cannot assure you that we will be able to successfully make timely and cost-effective enhancements and additions to our technological infrastructure, keep up with technological improvements in order to cater for the specific requirements of our new products, geographical requirements, marketing needs, our customers' needs or that the technology developed by others will not render our products less competitive or attractive. In addition, the new technologies we adopt from time to time may not perform as expected. The cost of implementing new technologies for our operations could be significant, which could adversely affect our business, financial condition, cash flows and results of operations.

64. Financial instability in other countries may cause increased volatility in Indian and other financial markets.

The Indian financial market and the Indian economy are influenced by economic and market conditions in other countries, particularly in emerging market in South - East Asian countries. Although economic conditions are different in each country, investors' reactions to developments in one country can have an adverse effect on the securities of companies in other countries, including India. A loss in investor confidence in the financial systems of other emerging markets may cause increased volatility in Indian financial markets and, indirectly, in the Indian economy in general. Any global financial instability, including further deterioration of credit conditions in the U.S. market, could also have a negative impact on the Indian economy. Financial disruptions may occur again and could harm our results of operations and financial condition.

The Indian economy is also influenced by economic and market conditions in other countries. This includes, but is not limited to, the conditions in the United States, Europe and certain economies in South East Asia. Any worldwide financial instability may cause increased volatility in the Indian financial markets and, directly or indirectly, adversely affect the Indian economy and financial sector and its business.

65. The Equity Shares have never been publicly traded, and, after the Offer, the Equity Shares may experience price and volume fluctuations, and an active trading market for the Equity Shares may not develop. Further, the price of the Equity Shares may be volatile, and you may be unable to resell the Equity Shares at or above the Offer Price, or at all.

Prior to the Offer, there has been no public market for the Equity Shares, and an active trading market on the Stock Exchanges may not develop or be sustained after the Offer. Listing and quotation does not guarantee that a market for the Equity Shares will develop, or if developed, the liquidity of such market for the Equity Shares. The Offer Price of the Equity Shares is proposed to be determined through the book building process in accordance with the SEBI ICDR Regulations and may not be indicative of the market price of the Equity Shares at the time of commencement of trading of the Equity Shares or at any time thereafter. The market price of the Equity Shares may be subject to significant fluctuations in response to, among other factors, variations in our operating results of our Company, market conditions specific to the industry we operate in, developments relating to India, volatility in securities markets in jurisdictions other than India, variations in the growth rate of financial indicators, variations in revenue or earnings estimates by research publications, and changes in economic, legal and other regulatory factors.

66. We may be affected by competition laws, the adverse application or interpretation of which could adversely affect our business.

The Competition Act, 2002, of India, as amended ("**Competition Act**"), regulates practices having an appreciable adverse effect on competition in the relevant market in India ("**AAEC**"). Under the Competition Act, any formal or informal arrangement, understanding or action in concert, which causes or is likely to cause an AAEC is considered void and may result in the imposition of substantial penalties. Further, any agreement among competitors which directly or indirectly involves the determination of purchase or sale prices, limits or controls production, supply, markets, technical development, investment or the provision of services or shares the market or source of production or provision of services in any manner, including by way of allocation of geographical area or number of customers in the relevant market or directly or indirectly results in bid-rigging or collusive bidding is presumed to have an AAEC and is considered void. The Competition Act also prohibits abuse of a dominant position by any enterprise.

The Competition Act aims to, among others, prohibit all agreements and transactions which may have an AAEC in India. Consequently, all agreements entered into by us could be within the purview of the Competition Act. Further, the CCI has extra-territorial powers and can investigate any agreements, abusive conduct or combination occurring outside India if such agreement, conduct or combination has an AAEC in India. However, the impact of the provisions of the Competition Act on the agreements entered into by us cannot be predicted with certainty at this stage. However, since we pursue an acquisition driven growth strategy, we may be affected, directly or indirectly, by the application or interpretation of any provision of the Competition Act, or any enforcement proceedings initiated by the CCI, or any adverse publicity that may be generated due to scrutiny or prosecution by the CCI or if any prohibition or substantial penalties are levied under the Competition Act, it would adversely affect our business, results of operations, cash flows and prospects.

67. Our business is substantially affected by prevailing economic, political and other prevailing conditions in emerging markets.

Political, economic or other factors that are beyond our control may have an adverse effect on our business, financial condition, results of operations and cash flows.

The Indian economy and capital markets are influenced by economic, political and market conditions in India and globally. We are incorporated in and currently functioning only in India and, as a result, are dependent on prevailing economic conditions in India. Our results of operations are significantly affected by factors influencing the Indian economy. Factors that may adversely affect the Indian economy, and hence our results of operations, may include:

- the macroeconomic climate, including any increase in Indian interest rates or inflation;
- any exchange rate fluctuations, the imposition of currency controls and restrictions on the right to convert or repatriate currency or export assets;
- any scarcity of credit or other financing in India, resulting in an adverse effect on economic conditions in India and scarcity of financing for our expansions;
- volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges;
- changes in India's tax, trade, fiscal or monetary policies;
- political instability, terrorism or military conflict in India or in countries in the region or globally, including in India's various neighboring countries;
- ongoing conflict between Russia and Ukraine, between Israel and Hamas, Hezbollah and Iran and between Houthi rebels and certain western countries

- occurrence of natural or man-made disasters (such as hurricanes, typhoons, floods, earthquakes, tsunamis and fires) which may cause us to suspend our operations;
- civil unrest, acts of violence, terrorist attacks, regional conflicts or situations or war may adversely affect the Indian markets as well as result in a loss of business confidence in Indian companies;
- epidemics, pandemics or any other public health concerns in India or in countries in the region or globally, including in India's various neighboring countries, such as the highly pathogenic H7N9, H5N1 and H1N1 strains of influenza in birds and swine and more recently, the COVID-19 pandemic;
- any downgrading of India's debt rating by a domestic or international rating agency;
- international business practices that may conflict with other customs or legal requirements to which we are subject, including anti-bribery and anti-corruption laws;
- protectionist and other adverse public policies, including local content requirements, import/export tariffs,
- increased regulations or capital investment requirements; and
- being subject to the jurisdiction of foreign courts, including uncertainty of judicial processes and difficulty enforcing contractual agreements or judgments in foreign legal systems or incurring additional costs to do so.

While our results of operations may not necessarily track India's economic growth figures, the Indian economy's performance nonetheless affects the environment in which we operate. Any slowdown or perceived slowdown in the Indian economy, or in specific sectors of the Indian economy, could adversely affect our business, financial condition and results of operations, and the price of the Equity Shares.

68. It may not be possible for investors outside India to enforce any judgment obtained outside India against our Company or our management or any of our associates or affiliates in India, except by way of a suit in India.

Our Company is incorporated as a public limited company under the laws of India and all of our directors and executive officers reside in India. As a result, it may be difficult to effect service of process outside India upon us and our executive officers and directors or to enforce judgments obtained in courts outside India against us or our executive officers and directors, including judgments predicated upon the civil liability provisions of the securities laws of jurisdictions outside India.

India has reciprocal recognition and enforcement of judgments in civil and commercial matters with only a limited number of jurisdictions, which includes the United Kingdom, Singapore, United Arab Emirates and Hong Kong. In order to be enforceable, a judgment from a jurisdiction with reciprocity must meet certain requirements of the Indian Code of Civil Procedure, 1908 (the "**Civil Code**"). The Civil Code only permits the enforcement of monetary decrees, 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 enforceable in India. Even if an investor obtained a judgment in such a jurisdiction against us, our officers or directors, it may be required to institute a new proceeding in India and obtain a decree from an Indian court. However, the party in whose favour such final judgment is rendered may bring a fresh suit in a competent court in India based on a final judgment that has been obtained in a non-reciprocating territory within three years of obtaining such final judgment. It is unlikely that an Indian court would award damages on the same basis or to the same extent as was awarded in a final judgment rendered by a court in another jurisdiction if the Indian court believed that the amount of damages awarded was excessive or inconsistent with public policy in India. In addition, any person seeking to enforce a foreign judgment in India is required to obtain prior approval of the RBI to repatriate any amount recovered pursuant to the execution of the judgment.

69. Indian legal principles may differ from those that would apply to a company in another jurisdiction. Thus, rights of shareholders under Indian laws may differ to those under the laws of other jurisdictions.

Indian legal principles related to corporate procedures, directors' fiduciary duties and liabilities, and shareholders' rights may differ from those that would apply to a company in another jurisdiction. Shareholders' rights, including in relation to class actions, under Indian law may not be similar to shareholders' rights under the laws of other countries or jurisdictions. Investors may have more difficulty in asserting their rights as shareholder in an Indian company than as shareholder of a corporation in another jurisdiction.

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

SEBI and the Stock Exchanges have introduced various pre-emptive surveillance measures in order to enhance market integrity and safeguard the interests of investors, including ASM and GSM. ASM and GSM are imposed on securities of companies based on various objective criteria such as significant variations in price and volume, concentration of certain client accounts as a percentage of combined trading volume, average delivery, securities which witness abnormal price rise not commensurate with financial health and fundamentals such as earnings, book value, fixed assets, net worth, price / earnings multiple and market capitalization, among others.

Upon listing, the trading of our Equity Shares would be subject to differing market conditions as well as other factors which may result in high volatility in price, low trading volumes, and a large concentration of client accounts as a percentage of combined trading volume of our Equity Shares. The occurrence of any of the abovementioned factors or other circumstances may trigger any of the parameters prescribed by SEBI and the Stock Exchanges for placing our securities under the GSM and/or ASM framework or any other surveillance measures, which could result in significant restrictions on trading of our Equity Shares being imposed by SEBI and the Stock Exchanges. These restrictions may include requiring higher margin requirements, requirement of settlement on a trade for trade basis without netting off, limiting trading frequency, reduction of applicable price band, requirement of settlement on gross basis or freezing of price on upper side of trading, as well as the mentioning of our Equity Shares on the surveillance dashboards of the Stock Exchanges. The imposition of these restrictions and curbs on trading may have an adverse effect on market price, trading and liquidity of our Equity Shares and on the reputation and conditions of our Company.

In the event our Equity Shares are subject to such pre-emptive surveillance measures implemented by any of the Stock Exchanges, we may be subject to certain additional restrictions in connection with trading of our Equity Shares and the same may in cause disruptions in the development of an active trading market for our Equity Shares.

71. We cannot assure that prospective investors will be able to sell immediately on an Indian stock exchange any of the Equity Shares they purchase in the Offer.

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 Stock Exchanges within a prescribed time. 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 Stock Exchanges, which would adversely affect your ability to sell our Equity Shares.

72. Volatile conditions in the Indian securities market may affect the price or liquidity of the Equity Shares.

The Indian securities markets have experienced significant volatility from time to time. The regulation and monitoring of the Indian securities market and the activities of investors, brokers and other participants differ, in some cases significantly, from those in the United States, Europe and certain economies in Asia. Instability in the global financial markets has negatively affected the Indian economy in the past and may cause increased volatility in the Indian financial markets and, directly or indirectly, adversely affect the Indian economy, financial sector and business in the future. For instance, recent concerns relating to the United States and China trade tensions have led to increased volatility in the global capital markets. In addition, the United States, the United Kingdom and Europe are some of India's major trading partners, and there are rising concerns of a possible slowdown in these economies.

Although economic conditions vary across markets, loss of investor confidence in one emerging economy may cause increased volatility across other economies, including India. Financial instability in other parts of the world could have a global influence and thereby impact the Indian economy. Financial disruptions in the future could adversely affect our business, prospects, financial condition and results of operations. In response to such developments, legislators and financial regulators in the United States and other jurisdictions, including India, have implemented a number of policy measures designed to improve the stability of the global financial markets. However, the overall long-term impact of these and other legislative and regulatory efforts is uncertain, and they may not have had the intended stabilising effects. Adverse economic developments overseas in countries where we have operations or other significant financial disruptions could have a material adverse effect on our business, future financial performance and the trading price of the Equity Shares.

73. Holdings of the prospective investors may be diluted by additional issuances of Equity Shares by our Company, including grants of stock options under any future employee stock option plans implemented by our Company, which may result in a charge to our profit and loss account and, to that extent, reduce our profitability and financial condition and adversely affect the market price of our Equity Shares. Further, any sales of Equity

Shares by our Promoters and other shareholders in the future may also adversely affect the market price of our Equity Shares.

Any future issuance of our Equity Shares by us or the possibility of such issuance could adversely affect the market price of our Equity Shares. Any Grants of stock options result in a charge to our statement of profit and loss and reduce, to that extent, our reported profits in future periods. Any issuance of the equity or equity-linked securities by us, including through exercise of any future employee stock options or similar schemes that our Company may implement we may implement in the future, may dilute your shareholding in our Company, adversely affecting the trading price of the Equity Shares and our ability to raise capital through an issuance of new securities. Additionally, Equity Shares (and convertible debt securities to finance future acquisitions or other business activities) may be issued at prices below the then-current market price or below the Offer Price, which may also adversely affect the market price of our Equity Shares.

Any sales (or pledge or encumbrance) of substantial amounts of our Equity Shares in the public market after the completion of the Offer by our major shareholders, including our Promoters (subject to compliance with the lock-in provisions under the SEBI ICDR Regulations) or the perception that such sales could occur, could adversely affect the market price of our Equity Shares and materially impair our future ability to raise capital through offerings of our Equity Shares.

74. You may be subject to Indian taxes arising out of capital gains on sale of the Equity Shares, which will adversely affect any gains made upon sale of Equity Shares.

Under current Indian tax laws, unless specifically exempted, capital gains arising from the sale of equity shares in an Indian company are generally taxable in India. Any capital gain exceeding ₹125,000, realized on the sale of listed equity shares on a recognized stock exchange, held for more than 12 months immediately preceding the date of transfer, will be subject to long term capital gains in India, at the rate of 12.5% (plus applicable surcharge and cess). This beneficial rate is, inter alia, subject to payment of Securities Transaction Tax (“**STT**”). Further, any gain realized on the sale of equity shares in an Indian company held for more than 12 months, which are sold using any platform other than a recognized stock exchange and on which no STT has been paid, will be subject to long term capital gains tax in India at the rate of 10% (plus applicable surcharge and cess).

Further, any capital gains realized on the sale of listed equity shares held for a period of 12 months or less immediately preceding the date of transfer will be subject to short term capital gains tax in India. Such gains will be subject to tax at the rate of 15% (plus applicable surcharge and cess), subject to STT being paid at the time of sale of such shares. Otherwise, such gains will be taxed at the applicable rates. Capital gains arising from the sale of the Equity Shares will be exempt from taxation in India in cases where the exemption from taxation in India is provided under a treaty between India and the country of which the seller is resident. Generally, Indian tax treaties do not limit India’s ability to impose tax on capital gains. As a result, residents of other countries may be liable for tax in India as well as in their own jurisdiction on a gain upon the sale of the Equity Shares.

Similarly, any business income realized from the transfer of Equity Shares held as trading assets is taxable at the applicable tax rates subject to any treaty relief, if applicable, to a non-resident seller.

Pursuant to the enactment of the Finance Act (No.2), 2024, among other amendments has amended the capital gains tax rates and calculations, with effect from the date of enactment. The Bidders are advised to consult their own tax advisors to understand their tax liability as per the laws prevailing on the date of disposal of Equity Shares. Investors are advised to consult their own tax advisors and to carefully consider the potential tax consequences of owning Equity Shares. Unfavourable changes in or interpretations of existing laws, rules and regulations, or the promulgation of new laws, rules and regulations including foreign investment and stamp duty laws governing our business and operations could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals.

75. Foreign investors are subject to restrictions prescribed under Indian laws that may limit their ability to transfer shares and thus our ability to attract foreign investors, which may have an adverse impact on the market price of the Equity Shares.

Under the foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain exceptions) if they comply with the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares is not in compliance with such pricing guidelines or reporting requirements or falls under any of the exceptions referred to above, then the prior approval of the RBI will be required. Additionally, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no objection or a tax clearance certificate from the income tax authority. We cannot assure investors that any required approval from the RBI or any other government agency can be obtained on any particular terms or at all. For further information, also see "*Restrictions on Foreign Ownership of Indian Securities*" and "*Offer Procedure*", beginning on pages 450 and 424 respectively, of this Draft Red Herring Prospectus. Our ability to attract further foreign investment, or the ability of foreign investors to transact in the Equity Shares may accordingly be limited, which may also have an impact on the market price of the Equity Shares.

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

Under the Companies Act, a company that has share capital and is incorporated in India must offer its equity shareholders pre-emptive rights to subscribe and pay for a proportionate number of equity shares to maintain their existing ownership percentages prior to issuance of any new equity shares, unless the pre-emptive rights have been waived by the approval of a special resolution by our Company. However, if the law of the jurisdiction that you are in does not permit the exercise of such pre-emptive rights without our 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. We may elect not to file a registration statement, in relation to pre-emptive rights otherwise available by Indian law to you. To the extent that you are unable to exercise pre-emptive rights granted in respect of our Equity Shares, you may suffer future dilution of your ownership position and your proportional interest in us would be reduced.

77. 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 the submission of their Bid, and Retail Individual Bidders are not permitted to withdraw their Bids after the Bid/Offer Closing Date.

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 Bidders can revise their Bids during the Bid/Offer Period and withdraw their Bids until the Bid/Offer Closing Date. While we are required to complete Allotment, within three Working Days from the Bid/Offer Closing Date or such other period as may be prescribed by the SEBI, events affecting the investors' decision to invest in the Equity Shares, including adverse changes in international or national monetary policy, financial, political or economic conditions, our business, results of operations, cash flows or financial condition may arise between the date of submission of the Bid and Allotment. We may complete the Allotment of the Equity Shares even if such events occur, and such events may 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.

78. Changing laws, rules and regulations and legal uncertainties in India may adversely affect our business, prospects and results of operations.

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes, including the instances mentioned below, may adversely affect our business, results of operations, financial condition, cash flows and future prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy. Adverse modifications to, or changes in interpretations of, existing policies, laws, rules or regulations, or the introduction of new statutes, rules or regulations (including those related to foreign investment and stamp duty) that govern our business activities could lead to our operations being considered as non-compliant or adversely affect our business, prospects and operating results. For example, regulatory authorities in India and abroad may introduce new rules or policies, or pass new legislations that impact EVs or the broader automotive sector. Such circumstances could result in additional compliance obligations, necessitating us to secure further approvals and licences from relevant government and regulatory agencies, who may impose stringent conditions. It could also cause uncertainty in our business practices, potentially disrupting our operations. Adapting to such changes could result in higher costs and additional demands on our management and resources. Any lapses in compliance could negatively impact our business operations, financial performance, cash flow, and growth prospects.

Additionally, the Government of India has introduced (a) the Code on Wages, 2019 ("Wages Code"); (b) the Code on Social Security, 2020 ("Social Security Code"); (c) the Occupational Safety, Health and Working Conditions Code, 2020; and (d) the Industrial Relations Code, 2020 (collectively, the "Labour Codes") which consolidate, subsume and replace numerous existing central labour legislations. The Government of India has postponed the enactment of the respective Labour Codes, and they shall come into force from such dates as may be notified. It is possible that different provisions within the Labour Codes may come into effect at various times. While the rules for implementation under these codes have not been notified in its entirety, as an immediate consequence, their introduction could potentially increase our company's financial obligations, negatively affecting our profit margins. We have not yet fully assessed the impact that these or similar laws might have on our business operations, which could potentially limit our ability to expand in the future. For instance, the Social Security Code is designed to standardise social security benefits for employees, which were previously divided under various acts with differing scopes and coverage. Additionally, the Wages Code restricts the portion of wages that can be excluded from calculations for employment benefits (such as gratuity and maternity benefits) to a maximum of 50% of the total wages paid to employees. The enforcement of these laws could lead to higher employee and labour costs, which in turn could have a detrimental effect on our operational
results, cash flow, business, and overall financial health.

Further, pursuant to the Finance (No.2) Act of 2024, notified on August 16, 2024, the Government of India has introduced new income tax slabs, an increase in standard deduction and an increase in the deduction available in respect of private sector employer's contribution to National Pension Scheme from 10% to 14% of the salary of the concerned employees. There is no certainty on the impact of the full union budget on tax laws or other regulations, which may adversely affect our business, financial condition, results of operations or on the industry in which we operate.

79. Increase in Indian inflation may lead to increased costs and a decline in profits.

We may experience inflation volatility in India and continue to face historically persistent high inflation rates. Escalating inflation may increase interest rates and operational costs, including transportation, salaries, and other business-related expenses, negatively impacting our financial health. Inflationary pressures could also complicate cost estimation and management. Should operating expenses rise due to inflation, our inability to fully transfer these costs to customers could adversely affect our profitability and financial standing. Moreover, inflation-induced interest rate rises could slow economic growth and credit expansion, further straining our financial performance. Our future success depends on our ability to increase revenue to counterbalance inflation-related cost hikes, failing which our business prospects, financial condition, operational results, and cash flow could suffer. Although the Government of India has implemented measures to mitigate inflation, there can be no assurance that these measures remain effective.

80. Any domestic or international rating agencies' downgrade of India's debt rating could adversely affect our business.

Several factors could lead to a downgrade of India's sovereign debt rating, including changes in tax or fiscal policies or a decrease in India's foreign exchange reserves, all of which are beyond our company's control. Should international rating agencies revise India's creditworthiness for domestic or international debt, it could significantly affect our ability to secure additional external financing and the terms of such financing, particularly from international markets.

Our Company's ability to access debt capital markets and our cost of borrowing are heavily reliant on India's credit ratings. As of recent assessments, India's sovereign credit rating was affirmed at Baa3 with a "stable" outlook by Moody's in August 2023 and affirmed as BBB- with a "stable" outlook by Fitch in January 2024, and confirmed as BBB "low" by DBRS in May 2023. Additionally, S&P rated India's long-term sovereign credit as BBB- and short-term as A-3, both with a "stable" outlook. Any negative adjustments to these ratings could impair our ability to obtain additional financing on favourable terms, or any at all. Such a downgrade could be triggered by changes in the government's tax or fiscal policies, over which we have no control. Such downgrade and consequently, our overall financial health may also be. This may negatively impact our business operations, cash flow, financial condition, and the valuation of our Equity Shares.

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

There are provisions in Indian law that may delay, deter or prevent a future takeover or change in control of our Company, even if a change in control would result in the purchase of your Equity Shares at a premium to the market price or would otherwise be beneficial to you. Such provisions may discourage or prevent certain types of transactions involving actual or threatened change in control of our Company. Under the SEBI Takeover Regulations, an acquirer 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 may also discourage a third party from attempting to take control of our Company. Consequently, even if a potential takeover of our Company would result in the purchase of the Equity Shares at a premium to their market price or would otherwise be beneficial to its stakeholders, it is possible that such a takeover would not be attempted or consummated because of the SEBI Takeover Regulations.

SECTION III – INTRODUCTION

THE OFFER

The following table summarizes details of the Offer:

Offer of Equity Shares (1)	[●] Equity Shares of ₹ [●] each, aggregating up to ₹ 6,000 million
of which:	
Fresh Issue (1) ^	[●] Equity Shares of ₹[●] each, aggregating up to ₹ 5,200 million
Offer for Sale (2)	[●] Equity Shares of ₹[●] each, aggregating up to ₹ 800 million by the Promoter Selling Shareholder
The Offer comprises of:	
A. QIB Portion(3)(4)	Not more than [●] Equity Shares of ₹[●] each aggregating to ₹ [●] million
of which:	
(i) Anchor Investor Portion	Up to [●] Equity Shares of ₹[●] each
(ii) Net QIB Portion (assuming Anchor Investor Portion is fully subscribed)	Up to [●] Equity Shares of ₹[●] each
of which:	
a. Available for allocation to Mutual Funds only (5% of the Net QIB Portion)	Up to [●] Equity Shares of ₹[●] each
b. Balance for all QIBs including Mutual Funds	Up to [●] Equity Shares of ₹[●] each
B. Non-Institutional Portion(5)(6)	Not less than [●] Equity Shares of ₹[●] each aggregating to ₹ [●] million
of which:	
One-third of the Non-Institutional Portion available for allocation to Bidders with an application size of more than ₹ 0.20 million to ₹ 1.00 million	Up to [●] Equity Shares of ₹[●] each
Two-third of the Non-Institutional Portion available for allocation to Bidders with an application size of more than ₹ 1.00 million	Up to [●] Equity Shares of ₹[●] each
C. Retail Portion	Not less than [●] Equity Shares of ₹[●] each aggregating to ₹ [●] million
Pre and post-Offer Equity Shares	
Equity Shares outstanding prior to the Offer (as at the date of this Draft Red Herring Prospectus)	[●] Equity Shares of ₹[●] each
Equity Shares outstanding post the Offer	[●] Equity Shares of ₹[●] each
Use of Net Proceeds	See "*Objects of the Offer*" on page 103 for information on the use of proceeds arising from the Fresh Issue. Our Company will not receive any proceeds from the Offer for Sale.

Notes:

^ Our Company in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement. If the Pre-IPO Placement is completed, the Fresh Issue size will be reduced to the extent of such Pre-IPO Placement, subject to the Offer complying with Rule 19(2)(b) of the SCRR, 1957, as amended.

1. *The Offer has been authorized by a resolution of our Board dated October 21, 2024, and the Fresh Issue has been authorized by a special resolution of our Shareholders dated October 23, 2024.*

2. *The Promoter Selling Shareholder, confirms 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 in accordance with Regulation 8 of the SEBI ICDR Regulations and accordingly are eligible for being offered for sale as part of the Offer in terms of the SEBI ICDR Regulations.*

Name of the Selling Shareholder	Equity Shares offered in the Offer for Sale aggregating (up to) (₹ in million)	Date of Consent letter
Unimark Business Solutions Private Limited	800.00	October 5, 2024

For details, see *"Other Regulatory and Statutory Disclosures – Authority for the Offer"* on page 397.

3. *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, as applicable, at the discretion of our Company, in consultation with the Book Running Lead Manager, and the Designated Stock Exchange, subject to applicable laws. Undersubscription, if any, in the QIB Portion (excluding the Anchor Investor Portion) will not be allowed to be met with spill-over from other categories or a combination of categories. In the event of an under-subscription in the Offer, (i) the Equity Shares in the Fresh Offer will be issued prior to the sale of Equity Shares through the Offer for Sale to meet the minimum subscription of 90% of the Fresh Offer. Additionally, even if the minimum subscription to the Fresh Offer is reached, the Equity Shares in the remaining portion of the Fresh Offer will be issued prior to the Equity Shares being offered as part of the Offer for Sale; (ii) QIB Portion (excluding the Anchor Investor Portion) will not be allowed to be met with spill-over from other categories or a combination of categories.*
4. *Our Company, in consultation with the Book Running Lead Manager, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. The QIB Portion will accordingly be reduced for the Equity Shares allocated to Anchor Investors. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. 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. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the Net QIB Portion. 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. For details, see "Offer Procedure" on page 424.*
5. *Allocation to Bidders in all categories except the Anchor Investor Portion, Non-Institutional Portion and the Retail Portion, if any, shall be made on a proportionate basis subject to valid Bids received at or above the Offer Price, as applicable. The allocation to each of the RIBs 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. The Equity Shares available for Allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following(i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹ 0.2 million and up to ₹ 1.00 million; and (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹ 1.00 million provided that the unsubscribed portion in either of the sub-categories specified above may be allocated to applicants in the other sub-category of Non-Institutional Bidders. The allocation to each Non-Institutional Investor shall not be less than ₹ 0.2 million, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the SEBI ICDR Regulations.*
6. *SEBI through its circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022, has prescribed that all individual investors applying in initial public offerings opening on or after May 1, 2022, where the application amount is up to ₹ 0.5 million, shall use UPI. Individual investors bidding under the Non-Institutional Portion bidding for more than ₹ 0.2 million and up to ₹ 0.5 million, using the UPI Mechanism, shall provide their UPI ID in the Bid- cum-Application Form for Bidding through Syndicate, sub-Syndicate Member, 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.*

For further details, see "*Terms of the Offer*", "*Offer Structure*" and "*Offer Procedure*" on pages 411, 420 and 424 respectively.

SUMMARY FINANCIAL INFORMATION

The following tables set forth summary financial information derived from our Restated Financial Statements. 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 304 and 356, respectively.

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

SUMMARY OF RESTATED ASSETS AND LIABILITIES

(₹ in million)

Particulars	For the six month period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
ASSETS				
Non-Current Assets				
Property, Plant and Equipment	2,675.45	2,416.24	1,275.48	1,304.11
Right of use assets	384.54	-	-	-
Capital Work-in-Progress	48.42	238.89	659.76	28.66
Financial Assets	46.39	35.54	29.09	25.66
Investments	15.75	-	-	-
Other non-current assets	0.00	0.00	0.00	0.00
Current Assets				
Inventories	840.29	996.13	595.53	599.20
Financial Assets				
Trade Receivables	689.19	562.84	473.76	344.09
Cash and Cash Equivalents	5.50	24.95	1.41	3.85
Bank Balances other than cash and cash equivalents	-	-	-	-
Loans	0.11	0.15	2.56	0.18
Other Current Assets	88.79	122.06	154.09	83.02
Total Assets	**4,794.43**	**4,396.80**	**3,191.68**	**2,388.77**
EQUITY AND LIABILITIES				
Equity				
Equity Share Capital	1,312.90	262.58	262.58	262.58
Other Equity	688.10	1,468.65	1,067.03	746.88
Total Equity	2,001.00	1,731.23	1,329.61	1,009.46
Liabilities				
Non-Current Liabilities				
Financial Liabilities				
Borrowings	1,114.21	1,013.37	887.69	413.72
Lease Liabilities	13.97	-	-	-
Provisions	21.09	19.93	14.22	8.75
Deferred Tax Liabilities (Net)	154.19	136.80	98.37	88.94
Current Liabilities				
Financial Liabilities				
Borrowings	1,047.54	1,045.47	517.95	406.07
Lease Liabilities	1.71	-	-	-
Trade and Other Payables due to				
Micro and Small Enterprises	68.72	118.30	25.94	24.29
Other than Micro and Small Enterprises	273.16	258.76	257.06	354.50
Other Financial Liabilities	-	9.40	-	-
Other Current Liabilities	84.79	52.58	43.99	72.91
Provisions	4.12	3.73	3.54	2.63
Current Tax Liabilities (Net)	9.93	7.23	13.31	7.50
Total Equity and Liabilities	**4,794.43**	**4,396.80**	**3,191.68**	**2,388.77**

SUMMARY OF RESTATED STATEMENT OF PROFIT AND LOSS

(₹ in million)

Particulars	For the six month period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Income				
Revenue from Operations	4,075.94	6,278.47	6,239.29	4,949.05
Other Income	18.00	14.38	14.15	16.98
Total Income	**4,093.94**	**6,292.85**	**6,253.44**	**4,966.03**
Expenses				
Cost of Materials Consumed	3,032.69	4,641.70	4,315.04	3,527.19
Purchases of stock-in-trade	217.68	196.87	720.26	210.37
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	(62.23)	(50.98)	2.64	(3.22)
Employee Benefits Expenses	88.18	167.26	139.84	116.27
Finance Costs	103.92	152.55	85.50	100.61
Depreciation and Amortization Expense	56.95	83.01	55.71	53.81
Other Expenses	296.32	558.17	494.24	500.95
Total Expenses	**3,733.51**	**5,748.58**	**5,813.23**	**4,505.98**
Profit Before Exceptional Items and Tax	360.43	544.27	440.21	460.05
Exceptional Items	-	-	-	-
Profit Before Tax and after Exceptional Items	**360.43**	**544.27**	**440.21**	**460.05**
Income Tax Expense				
Current Year	(74.97)	(99.76)	(105.54)	(108.69)
Deferred Tax Charge	(16.96)	(39.02)	(9.43)	(11.71)
Tax adjustments of earlier years	-	(2.12)	-	-
Total Tax Expense	**91.93**	**140.90**	**114.97**	**120.40**
Profit for the Year	**268.50**	**403.37**	**325.24**	**339.65**
Other Comprehensive Income	-	-	-	-
Items that will not be reclassified to Profit or Loss	-	-	-	-
Remeasurements of Defined benefit plans	1.72	(2.33)	-	-
Income Tax relating to items that will not be reclassified to Profit or Loss	(0.43)	0.59	-	-
Items that will be reclassified to Profit or Loss	-	-	-	-
Exchange differences in translating the financial statements of foreign operations	-	-	-	-
Total Other Comprehensive Income for the Year, Net of Tax	1.29	(1.74)	-	-
Total Comprehensive Income for the Year	**269.79**	**401.63**	**325.24**	**339.65**
Earnings per Equity Share at face value of ₹ 5 each				
Basic	1.02*	1.54	1.24	1.29
Diluted	1.02*	1.54	1.24	1.29

** Not Annualised*

SUMMARY OF RESTATED CASH FLOW STATEMENT

(₹ in million)

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
A. Cash Flow from Operating Activities:				
Net Profit before tax	360.43	544.27	440.21	460.05
Adjusted for:				
Depreciation	56.95	83.01	55.71	53.81
Finance Cost (including fair value change in financial instruments)	103.92	152.55	85.50	100.61
Provision for doubtful debts	(1.93)	2.47	-	-
Profit on Sale on Property, Plant & Equipment	-	(0.22)	-	-
Interest income	(1.53)	(3.82)	(4.05)	(1.52)
Operating Profit/(Loss) before working capital changes	**517.84**	**778.26**	**577.37**	**612.95**
(Increase) / Decrease in Trade Receivables	(124.42)	(91.55)	(134.76)	(107.29)
(Increase) / Decrease in Loans	0.04	2.41	(2.38)	(0.18)
(Increase) / Decrease in Inventories	155.84	(400.60)	3.67	109.97
(Increase) / Decrease in Other Assets	22.42	25.58	(74.50)	(14.77)
Increase / (Decrease) in Trade Payables	(35.18)	94.06	(95.91)	314.70
Increase/(Decrease) in Borrowings	-	-	-	-
Increase / (Decrease) in Current Liabilities	32.21	8.59	(28.92)	21.02
Increase / (Decrease) in Current Financial Liabilities	(9.40)	9.40	-	(4.98)
Increase / (Decrease) in Provisions	3.27	3.57	6.38	4.99
Cash Generated from Operations	**562.62**	**429.72**	**250.95**	**936.41**
Direct Taxes paid	(72.29)	(107.97)	(99.61)	(104.57)
Net Cash Flow from Operating Activities	**490.33**	**321.75**	**151.34**	**831.84**
B. Cash Flow from Investing Activities				
Purchase of Property, Plant and Equipment	(125.36)	(808.69)	(658.18)	(50.41)
Sale of Property, Plant and Equipment	-	6.01	-	-
Interest income	1.53	3.82	4.05	1.52
Investment in Mutual Fund	(15.75)			
Right to Use of Lease Assets	(367.62)			
Net Cash used in Investing Activities	**(507.20)**	**(798.86)**	**(654.13)**	**(48.89)**
Proceeds from borrowings	100.84	125.68	473.97	(357.78)
Repayment of other Financial Labilities	2.07	527.52	111.88	(321.15)
Interest Paid	(103.77)	(152.55)	(85.50)	(100.61)
Interest paid on Lease Liability	(0.15)	-	-	-
Payment towards principal portion of lease liability	(1.57)	-	-	-
Net cash from Financing Activities	**(2.58)**	**500.65**	**500.35**	**(779.54)**
Net Increase/(Decrease) in Cash and Cash Equivalents	(19.45)	23.54	(2.44)	3.41
Cash and Cash Equivalents as at beginning of the Financial Year	24.95	1.41	3.85	0.44
Cash and Cash Equivalents as at end of the Financial Year	5.50	24.95	1.41	3.85

Note to Cash Flow Statement:
1. The above Cash Flow Statement has been prepared under the Indirect Method.

GENERAL INFORMATION

Our Company was incorporated as 'Paramesu Biotech Private Limited', as a private limited company under the Companies Act, 1956, pursuant to the certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh on September 7, 2011. The name of our Company was subsequently changed to 'Paramesu Biotech Limited', upon conversion into a public company, pursuant to a board resolution dated April 20, 2024, and a shareholder's resolution dated May 14, 2024, and a fresh certificate of incorporation was issued on July 12, 2024, by the Registrar of Companies, Central Processing Centre.

Corporate Identity Number: U24232AP2011PLC076378

Company Registration Number: 076378

Registered and Corporate Office:

Paramesu Biotech Limited
RS. No. 972, 3rd KM on Gopalapuram Road,
West Godavari, Devarapalli – 534 313,
Andhra Pradesh, India.

For details in relation to the changes in the registered office of our Company, see "*History and Certain Corporate Matters - Changes in our registered office*" on page 261.

Address of the Registrar of Companies

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

The Registrar of Companies, Andhra Pradesh at Vijayawada
29-7-33, First Floor, Vishnuvardhanarao Street
Suryaraopet, Vijayawada-520002
Andhra Pradesh, India.

Board of Directors

Our Board comprises the following Directors as on the date of filing of this Draft Red Herring Prospectus:

Name	Designation	DIN	Address
Ananda Swaroop Adavani	Managing Director	02949170	2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy Mandalam, Anaparthi, East Godavari – 533 342, Andhra Pradesh, India.
Mani Swetha Tetali	Whole Time Director	02949349	2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy, East Godavari-533342 Andhra Pradesh, India.
Satya Suresh Veeravilli	Whole Time Director and Chief Financial Officer	10826361	71-10-13/1, Flat No. B1,Tarakarama Nagar, Revenue Ward No 41, police quarters back side, Rajahmundry, East Godavari – 533101, Andhra Pradesh, India.
Lakshmipathi Reddy Garachetla	Independent Director	09101769	Flat No. 5224, Tower-5, Floor – 22, Prestige Gulmohar, Kalkere Main Road, Horamavu, Bangalore South, Bengaluru – 560 043, Karnataka, India.
Venkateswarlu Usurupati	Independent Director	03158874	8-2-293/82/F/69/A, Lakshmi Sikhara Pride Apts, G-2 Flat, Road No. 13, Film Nagar, Next to TSSPDCL Office, Jubillee Hills, Shaikpet, Hyderabad – 500 096, Telangana, India.

Name	Designation	DIN	Address
Maithri Yedla	Independent Director	10798905	R/o. Flat No. 205, Santosh Residency, Block F 61-63, Madhurnagar, VTC Ameerpet, PO Sanjeev Nagar, Hyderabad – 500 038, Telangana, India.

For brief profiles and further details of our Directors, see "*Our Management*" on page 266.

Company Secretary and Compliance Officer

Amulya Dasari is the Company Secretary and Compliance Officer of our Company. Her contact details are as follows:

Paramesu Biotech Limited
RS. No. 972, 3rd KM on Gopalapuram Road,
West Godavari, Devarapalli – 534 313,
Andhra Pradesh, India.
Telephone: 0883 2945700
E-mail: cs@paramesu.com

Investor Grievances

Investors can contact the Company Secretary and Compliance Officer, the Book Running Lead Manager or the Registrar to the Offer in case of any pre-Offer or post-Offer related matters, 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.

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(ies) 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, UPI 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(ies) where the Bid cum Application Form was submitted by the Bidder and ASBA Account number (for Bidders other than RIBs using the UPI Mechanism) in which the amount equivalent to the Bid Amount was blocked or the UPI ID in case of RIBs 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 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 Book Running Lead Manager giving full details such as the name of the sole or First Bidder, Anchor Investor Application Form number, Bidders' DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Bidder, number of the Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form and the name and address of the Book Running Lead Manager where the Anchor Investor Application Form was submitted by the Anchor Investor.

Book Running Lead Manager

Pantomath Capital Advisors Private Limited
Pantomath Nucleus House
Saki Vihar Road,
Andheri East, Mumbai – 400 072
Maharashtra, India.
Telephone: 1800 889 8711
E-mail: paramesu.ipo@pantomathgroup.com
Investor Grievance ID: investors@pantomathgroup.com
Website: www.pantomathgroup.com
Contact Person: Kaushal Patwa
SEBI Registration Number: INM000012110

Statement of inter-se allocation of responsibilities among the Book Running Lead Manger

Pantomath Capital Advisors Private Limited is the sole Book Running Lead Manager to the Offer, and accordingly all the responsibilities relating to co-ordination and other activities in relation to the Offer shall be performed by them.

Syndicate Member

[●]

Legal Counsel to our Company and Promoter Selling Shareholder as to Indian law

M/s. Crawford Bayley & Co.
State Bank Building, 4th Floor
NGN Vaidya Marg
Fort, Mumbai – 400 023
Maharashtra, India.
Telephone: +91 22 2266 3353
Contact Person: Sanjay K. Asher
Email Id: sanjay.asher@crawfordbayley.com

Statutory Auditor to our Company

Kunda and Associates, Chartered Accountants,
26-22-8, Madunurivari Street,
Gandhinagar, Vijayawada – 520 003,
Andhra Pradesh, India.
Telephone: +91 9848184404
Email: ca.kunda@gmail.com
Firm Registration Number: 010579S
Peer review number: 013440
Contact Person: K Ramgopal

Changes in Statutory Auditors

There has been no change in our statutory auditors in the three years preceding the date of this Draft Red Herring Prospectus except as mentioned below:

Sr. No.	Particulars of Auditors	Date of change	Reason
1.	V.V.V.S Kiran, Chartered Accountant	April 19, 2024	Resignation as the audit firm was not peer reviewed
2.	Kunda and Associates, Chartered Accountants	June 12, 2024	Appointment as peer reviewed audit firm to fulfil the casual vacancy
3.	Kunda and Associates, Chartered Accountants	September 18, 2024	Appointment for an initial term of four consecutive years ending in the year 2028.

Registrar to the Offer

Bigshare Services Private Limited
Office No S6-2, 6th floor Pinnacle Business Park
Next to Ahura Centre, Mahakali Caves Road
Andheri (East) Mumbai - 400093
Maharashtra, India.
Telephone: + 91 22 62638200
E-mail: ipo@bigshareonline.com
Investor grievance e-mail: investor.del@bigshareonline.com
Website: www.bigshareonline.com

Contact person: Babu Rapheal
SEBI registration number: INR000001385

Banker(s) to the Offer

[●]

Escrow Collection Bank(s)

[●]

Refund Bank(s)

[●]

Public Offer Account Bank(s)

[●]

Sponsor Bank(s)

[●]

Banker to our Company

Indian Bank Limited
36-2-2, Shyamalamba Road
East Godavari, Rajhamundry – 533 101
Andhra Pradesh, India.
Telephone: 9908124511/ 08832427100
Contact Person: Parimi Ananda Babu
Website: www.indianbank.in
Email: rajahmundry@indianbank.co.in

Designated Intermediaries

Self-Certified Syndicate Banks

The list of SCSBs notified by SEBI for the ASBA process is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which an ASBA Bidder (other than a UPI Bidders using the UPI Mechanism), not Bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms, is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34, or at such other websites as may be prescribed by SEBI from time to time.

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 and 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, 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 mechanisms, 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) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time.

Applications through UPI in the Offer can be made only through the SCSBs mobile applications (apps) whose name appears on the SEBI website. A list of SCSBs and mobile application, which are live for applying in public issues using UPI mechanism is provided as Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019. This list is also available at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 appearing in the "list of mobile applications for using UPI in public issues" displayed on the SEBI website as updated from time to time or any 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.

Syndicate SCSB Branches

In relation to Bids (other than Bids by Anchor Investor and RIBs) submitted under the ASBA process to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35) and updated from time to time or any other website 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 https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 as updated from time to time or any other website 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.

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 SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10 and Stock Exchanges at https://www.bseindia.com/Static/PublicIssues/RtaDp.aspx and https://www.nseindia.com/products/consent/equities/ipos/asba-procedures.htm or any such other websites as updated from time to time.

Designated Collecting Depository Participants

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the website of the Stock Exchanges at http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm, or any 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 10, 2024 from the Statutory Auditor, namely, Kunda and 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) their examination report dated October 21, 2024 on the Restated Financial Statements; and (ii) their report dated November 7, 2024 on the statement of possible special tax benefits 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.

Further, our Company has received written consent dated August 31, 2024 from Gudiseva Prabhakar Rao, as Chartered Engineer to include its name as an "expert" as defined under Section 2(38) and other applicable provisions of the Companies Act, 2013 in respect of the chartered engineer certificate dated October 10, 2024, on installed capacity and capacity utilisation at our manufacturing facility, 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 will appoint a monitoring agency prior to the filing of the Red Herring Prospectus in accordance with Regulation 41 of SEBI ICDR Regulations, for monitoring of the utilisation of the Gross Proceeds from the Fresh Issue. For details in relation to the proposed utilisation of the proceeds from the Fresh Issue, please see "*Objects of the Offer*" beginning on page 103.

Appraising Entity

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

Credit Rating

As this is an offer of Equity Shares, there is no credit rating for the Offer.

IPO Grading

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

Debenture Trustees

As this is an offer of Equity Shares, no debenture trustee has been appointed for the Offer.

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 is being filed electronically on the SEBI's Intermediary online portal at https://siportal.sebi.gov.in, as specified in Regulation 25(8) of SEBI ICDR Regulations and pursuant to the SEBI ICDR Master Circular. It 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

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 will be filed with the RoC and a copy of the Prospectus to be filed under Section 26 of the Companies Act, 2013 would be filed with the RoC at its office, and through the electronic portal at http://www.mca.gov.in.

Book Building Process

Book building, in the context of the Offer, refers to the process of collection of Bids from investors on the basis of the Red Herring Prospectus and the Bid cum Application Forms within the Price Band, which will be decided by our Company, in consultation with the Book Running Lead Manager, and if not disclosed in the Red Herring Prospectus, will be advertised all editions of [●], an English national daily newspaper and all editions of [●], a Hindi national daily newspaper and editions of [●], a Telugu daily newspaper (Telugu being the regional language of Andhra Pradesh, where our Registered 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 purpose of uploading on their respective websites. The Offer Price shall be determined by our Company, in consultation with the Book Running Lead Manager, after the Bid/Offer Closing Date. For further details, see "*Offer Procedure*" on page 424.

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 SCSBs. In addition to this, the RIBs may 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 the SCSBs; or (b) through the UPI Mechanism. Non-Institutional Investors with an application size of up to ₹ 500,000 shall use the UPI Mechanism and shall also provide their UPI ID in the Bid cum Application Form submitted with Syndicate Member, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents. Anchor Investors are not permitted to participate in the Offer through the ASBA process. Pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all individual bidders in initial public offerings whose application sizes are up to ₹ 500,000 shall use the UPI Mechanism.

In accordance with the SEBI ICDR Regulations, QIBs and Non-Institutional Investors are not permitted to withdraw or lower the size of their Bids (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Retail Individual Investors 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. Allocation to QIBs (other than Anchor Investors) and Non-Institutional Investors will be on a proportionate basis while allocation to Anchor Investors will be on a discretionary basis. For further details, see "*Terms of the Offer*" and "*Offer Procedure*" on pages 411 and 424 respectively.

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

Bidders should note that the Issue is also subject to (i) filing of the Prospectus by the Company with the RoC; and; (ii) the Company obtaining final listing and trading approvals from the Stock Exchanges, which the Company shall apply for post-Allotment.

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 further details on the method and procedure for Bidding, see "*Offer Structure*", "*Offer Procedure*" and "*Terms of the Offer*" on pages 420, 424 and 411, respectively.

Illustration of Book Building and Price Discovery Process

For an illustration of the Book Building Process and the price discovery process, see "*Offer Procedure*" on page 424.

Underwriting Agreement

The Underwriting Agreement has not been executed as on the date of this Draft Red Herring Prospectus. After the determination of the Offer Price but prior to the filing of the Prospectus with the RoC, our Company and the Promoter Selling Shareholder will enter into an Underwriting Agreement with the Underwriters for the Equity Shares proposed to be offered through the Offer. 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 Underwriting Agreement is dated [●]. The Underwriters have indicated their intention to underwrite the following number of Equity Shares:

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

Name, Address, Telephone Number and Email Address of the Underwriters	Indicative Number of Equity Shares to be Underwritten	Amount Underwritten (in ₹ million)
[●]	[●]	[●]
[●]	[●]	[●]

The above-mentioned is indicative underwriting amount and will be finalised after determination of Offer Price and actual allocation in accordance with provisions of the SEBI ICDR Regulations.

In the opinion of our Board (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). Our Board / 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 investors respectively procured by them in accordance with the Underwriting Agreement. In the event of any default in payment, the respective Underwriter, in addition to other obligations defined in the Underwriting Agreement, will also be required to procure subscribers for or subscribe to the Equity Shares to the extent of the defaulted amount in accordance with the Underwriting Agreement. The extent of underwriting obligations and the Bids to be underwritten in the Offer shall be as per the Underwriting Agreement.

CAPITAL STRUCTURE

The share capital of our Company, as on the date of this Draft Red Herring Prospectus, is set forth below.

(in ₹ million, except share data or indicated otherwise)

Sr. No.	Particulars	Aggregate nominal value	Aggregate value at Offer Price(1)
A.	**AUTHORIZED SHARE CAPITAL**		
	42,00,00,000 Equity Shares of face value ₹ 5 each	2,100.00	-
B.	**ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL BEFORE THE OFFER**		
	26,25,80,000 Equity Shares of face value ₹ 5 each	1,312.90	-
C.	**PRESENT OFFER**		
	Offer of [●] Equity Shares of face value ₹ 5 each(2) aggregating up to 6,000 million	[●]	[●]
	Of which		
	Fresh Issue of [●] Equity Shares of face value ₹ 5 each aggregating up to ₹ 5,200 million (2)	[●]	[●]
	Offer for Sale of [●] Equity Shares of face value ₹ 5 each aggregating up to ₹ 800 million (3)	[●]	[●]
D.	**ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL AFTER THE OFFER(1)**		
	[●] Equity Shares of face value ₹ 5 each	[●]	-
E.	**SECURITIES PREMIUM ACCOUNT**		
	Before the Offer	8.00	
	After the Offer(1)	[●]	

Notes:

1. *To be included upon finalization of the Offer Price.*
2. *The Offer has been authorized by a resolution of our Board dated October 21, 2024, and the Fresh Issue has been authorized by a special resolution of our Shareholders dated October 23, 2024. Further, our Board have taken on record the approval for the Offer for Sale by the Promoter Selling Shareholder pursuant to its resolution dated October 21, 2024.*
3. *The Promoter Selling Shareholder confirms that the Offered Shares held by it is eligible for being offered for sale in the Offer as required under Regulation 8 of the SEBI ICDR Regulations. For details on authorisation of the Promoter Selling Shareholder in relation to their respective portion of the Offered Shares, see "The Offer" and "Other Regulatory and Statutory Disclosures" on pages 71 and 397, respectively.*
4. *Our Company, in consultation with the BRLM, may consider a Pre-IPO Placement, prior to filing of the Red Herring Prospectus of an amount aggregating up to ₹ 900 million. 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. Prior to the completion of the Offer, 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 RHP and the Prospectus.*

For details of changes to our Company's authorised share capital in the last 10 years, see "*History and Certain Corporate Matters – Amendments to the Memorandum of Association*" on page 261

Notes to the Capital Structure:

1. Share capital history of our Company:

(a) Equity share capital

The following table sets forth the history of the equity share capital of our Company:

Date of allotment	No of Equity Shares	Face value per equity share (₹)	Issue price per equity share (₹)	Nature of consideration	Reasons / nature of allotment	Name of allottees and equity shares allotted	Cumulative no of equity shares	Cumulative paid-up equity share capital (in ₹)
September 7, 2011	1,000	100	100	Cash	Initial Subscription to the MoA	Allotment of 200 Equity Shares to Krishna Reddy Tetali, 200 Equity Shares to Upendra Reddy Tetali, 200 Equity Shares to Satish Kumar Tetali, 200 Equity Shares to Ananda Swaroop Adavani and 200 Equity Shares to Rajasekhar Tetali.	1000	1,00,000
November 16, 2013	2,90,950	100	100	Cash	Further Issue	Allotment of 39,000 Equity Shares to Ananda Swaroop Adavani, 55,300 Equity Shares to Mani Swetha Tetali, 40,400 Equity Shares to Himabindu Tetali, 8,000 Equity Shares to Venugopal Adavani, 3,000 Equity Shares to Kovvuri Adhi Reddy, 3,000 Equity Shares to Kovvuri Sathi Reddy, 91,500 Equity Shares to Satish Kumar Tetali, 2,000 Equity Shares to Venkata Kishore Tetali, 9,000 Equity Shares to Venkata Krishna Reddy Tetali, 8,000 Equity Shares to Madhavi Tetali, 10,000 Equity Shares to Madhuri Tetali, 11,750 Equity Shares to Rajasekhar Tetali, 5,000 Equity Shares to Pavuluri Naga Venkata Munindra and 5,000 Equity Shares to Perimdevi Adavani.	2,91,950	2,91,95,000
September 1, 2014	1,71,400	100	100	Cash	Preferential Allotment	Allotment of 5,400 Equity Shares to Mani Swetha Tetali, 6,000 Equity Shares to Sabbella Shyamala, 1,50,000 Equity Shares to Unimark Business Solutions Private Limited, 5,000 Equity Shares to	4,63,350	4,63,35,000

Date of allotment	No of Equity Shares	Face value per equity share (₹)	Issue price per equity share (₹)	Nature of consideration	Reasons / nature of allotment	Name of allottees and equity shares allotted	Cumulative no of equity shares	Cumulative paid-up equity share capital (in ₹)
						Himabindu Tetali, 5,000 Equity Shares to Pavuluri Naga Venkata Munindra.		
October 30, 2014	3,01,000	100	100	Cash	Preferential Allotment	Allotment of 2,85,000 Equity Shares to Unimark Business Solutions Private Limited, 1,000 Equity Shares to Ananda Swaroop Adavani, and 15,000 Equity Shares to Vootla Srinivasa Reddy.	7,64,350	7,64,35,000
February 3, 2015	2,55,000	100	100	Cash	Preferential Allotment	Allotment of 2,30,000 Equity Shares to Unimark Business Solutions Private Limited, 6,000 Equity Shares to Ananda Swaroop Adavani, 9,000 Equity Shares to Mani Swetha Tetali, and 10,000 Equity Shares to Himabindu Tetali.	10,19,350	10,19,35,000
April 10, 2015	1,45,000	100	100	Cash	Preferential Allotment	Allotment of 1,45,000 Equity Shares to Unimark Business Solutions Private Limited	11,64,350	11,64,35,000
June 1, 2015	1,50,000	100	100	Cash	Preferential Allotment	Allotment of 1,50,000 Equity Shares to Unimark Business Solutions Private Limited	13,14,350	13,14,35,000
October 19, 2015	75,000	100	100	Cash	Preferential Allotment	Allotment of 75,000 Equity Shares to Unimark Business Solutions Private Limited	13,89,350	13,89,35,000
March 20, 2018	1,00,000	100	100	Cash	Conversion of loans into equity shares.	Allotment of 1,00,000 Equity Shares to Unimark Business Solutions Private Limited	14,89,350	14,89,35,000
July 24, 2018	50,000	100	100	Cash	Conversion of loans into equity shares.	Allotment of 50,000 Equity Shares to Unimark Business Solutions Private Limited	15,39,350	15,39,35,000.
November 19, 2018	1,10,000	100	100	Cash	Conversion of loans into equity shares.	Allotment of 1,10,000 Equity Shares to Unimark Business Solutions Private Limited	16,49,350	16,49,35,000
November 30, 2019	3,20,000	100	125	Cash	Conversion of loans into equity shares.	Allotment of 3,20,000 Equity Shares to Unimark Business Solutions Private Limited	19,69,350	19,69,35,000
March 28, 2022	6,56,450	100	N.A.	Other than cash	Bonus Issue (1:3)	Allotment of 21,733 Equity Shares to Ananda Swaroop Adavani, 3,333 Equity Shares to Pavuluri Naga Venkata Munindra, 18,467 Equity Shares to Himabindu Tetali, 67 Equity Shares to Krishna Reddy Tetali, 2,667 Equity Shares to Madhavi Tetali, 3,333 Equity Shares to Madhuri Tetali, 23,233 Equity Shares to Mani Swetha Tetali, 3,983 Equity Shares to Rajasekhar Tetali, 30,567 Equity	26,25,800	26,25,80,000

Date of allotment	No of Equity Shares	Face value per equity share (₹)	Issue price per equity share (₹)	Nature of consideration	Reasons / nature of allotment	Name of allottees and equity shares allotted	Cumulative no of equity shares	Cumulative paid-up equity share capital (in ₹)
						Shares to Satish Kumar Tetali, 67 Equity Shares to Upendra Reddy Tetali, 2,667 Equity Shares to Venkata Kishore Reddy Tetali, 3,000 Equity Shares to Venkata Krishna Reddy Tetali, 5,38,333 Equity Shares to Unimark Business Solutions Private Limited, and 5,000 Equity Shares to Vootla Srinivasa Reddy.		
September 26, 2024	1,05,03,200	100	N.A.	Other than cash	Bonus Issue (4:1)	Allotment of 3,47,732 Equity Shares to Ananda Swaroop Adavani, 1,068 Equity Shares to Krishna Reddy Tetali, 4,89,068 to Satish Kumar Tetali, 63,732 Equity Shares to Rajashekhar Tetali, 53,332 Equity Shares to Pavuluri Naga Venkata Munindra, 2,95,468 Equity Shares to Himabindu Tetali, 42,668 Equity Shares to Madhavi Tetali, 53,332 Equity Shares to Madhuri Tetali, 3,72,800 Equity Shares to Mani Swetha Tetali, 42,668 Equity Shares to Venkata Kishore Reddy Tetali, 48,000 Equity Shares to Venkata Krishna Reddy Tetali, 80,000 Equity Shares to Idara Sudha Rani and 86,13,332 Equity Shares to Unimark Business Solutions Private Limited.	1,31,29,000	1,31,29,00,000
Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Accordingly, the Authorised Share Capital of ₹ 2,10,00,00,000 was sub divided from 2,10,00,000 shares of face value of ₹ 100 each to 42,00,00,000 of ₹ 5 each.								

(b) **History of Preference share capital**

As on the date of this Draft Red Herring Prospectus, our Company does not have any preference share capital.

2. Equity shares issued for consideration other than cash or out of revaluation of reserves

Our Company has not issued any Equity Shares out of revaluation reserves since its incorporation. Except as disclosed below, our Company has not issued any equity shares for consideration other than cash or any bonus issues since its incorporation:

Date of allotment	No of Equity Shares	Face value (₹)	Issue price per equity share (₹)	Nature of considerations	Name of allottees	Reasons/nature of allotment
March 28, 2022	6,56,450	100	N.A.	Other than Cash	Allotment of 21,733 Equity Shares to Ananda Swaroop Adavani, 3,333 Equity Shares to Pavuluri Naga Venkata Munindra, 18,467 Equity Shares to Himabindu Tetali, 67 Equity Shares to Krishna Reddy Tetali, 2,667 Equity Shares to Madhavi Tetali, 3,333 Equity Shares to Madhuri Tetali, 23,233 Equity Shares to Mani Swetha Tetali, 3,983 Equity Shares to Rajasekhar Tetali, 30,567 Equity Shares to Satish Kumar Tetali, 67 Equity Shares to Upendra Reddy Tetali, 2,667 Equity Shares to Venkata Kishore Reddy Tetali, 3,000 Equity Shares to Venkata Krishna Reddy Tetali, 5,38,333 Equity Shares to Unimark Business Solutions Private Limited, and 5,000 Equity Shares to Vootla Srinivasa Reddy.	Bonus Issue in 1:3 ratio
September 26, 2024	1,05,03,200	100	N.A.	Other than cash	Allotment of 3,47,732 Equity Shares to Ananda Swaroop Adavani, 1,068 Equity Shares to Krishna Reddy Tetali, 4,89,068 to Satish Kumar Tetali, 63,732 Equity Shares to Rajashekhar Tetali, 53,332 Equity Shares to Pavuluri Naga Venkata Munindra, 2,95,468 Equity Shares to Himabindu Tetali, 42,668 Equity Shares to Madhavi Tetali, 53,332 Equity Shares to Madhuri Tetali, 3,72,800 Equity Shares to Mani Swetha Tetali, 42,668 Equity Shares to Venkata Kishore Reddy Tetali, 48,000 Equity Shares to Venkata Krishna Reddy Tetali, 80,000 Equity Shares to Idara Sudha Rani and 86,13,332 Equity Shares to Unimark Business Solutions Private Limited.	Bonus Issue in 4:1 ratio

3. Allotment of equity shares pursuant to schemes of arrangement

Our Company has not issued or allotted any equity shares pursuant to any schemes of arrangement approved under sections 391-394 of the Companies Act, 1956 or sections 230 - 234 of the Companies Act, 2013 as applicable.

4. Issue of equity shares at a price lower than the Offer Price in the last one year

Except for issue of Bonus Shares and as mentioned above under "*Capital Structure – Notes to Capital Structure*" on page 85, our Company has not issued any Equity Shares at a price which may be lower than the Offer Price during a period of one year preceding the date of this Draft Red Herring Prospectus.

5. Issue of Equity Shares under employee stock option schemes

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

6. Shareholding pattern of our Company

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

The remainder of the page is intentionally kept blank

Category (I)	Category of shareholder (II)	Number of shareholders (III)*	Number of fully paid up Equity Shares of face value of ₹ 5 each held (IV)	Number of partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts\ (VI)	Total number of Equity Shares held (VII) =(IV)+(V)+ (VI)	Shareholding as a % of total number of Equity Shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)				Number of Equity shares underlying outstanding convertible securities (including warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted Equity Share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of locked in Equity Shares (XII)		Number of Equity Shares pledged or otherwise encumbered (XIII		Number of Equity Shares of face value of ₹ 5 held held in dematerialized form (XIV)
								Number of Voting Rights			Total as a % of (A+B+C)							
								Class (Equity Shares)	Class (Others)	Total				Number (a)	As a % of total Equity Shares held (b)	Number (a)	As a % of total Equity Shares held (b)	
(A)	Promoter and Promoter Group	5	24,20,66,600	-	-	24,20,66,600	92.19	24,20,66,600	-	24,20,66,600	92.19	-	92.19	-	-	-	-	24,20,66,600
(B)	Public	8	2,05,13,400	-	-	2,05,13,400	7.81	2,05,13,400	-	2,05,13,400	7.81	-	7.81	-	-	-	-	2,05,13,400
(C)	Non Promoter-Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**13**	**26,25,80,000**	**-**	**-**	**26,25,80,00**	**100.00**	**26,25,80,000**	**-**	**26,25,80,000**	**100.00**	**-**	**100.00**	**-**	**-**	**-**	**-**	**26,25,80,000**

** One of our Corporate Promoter, Speedfast Tracom Limited does not hold any Equity Shares in the Company.*

7. **Details of shareholding of the major Shareholders of our Company**

As on the date of this Draft Red Herring Prospectus, our Company has 13 Shareholders.

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

Sr. No.	Name of the Shareholder	Number of Equity Shares of face value of ₹ 5 each	Percentage of pre-Offer Equity Share capital (%)*
1.	Unimark Business Solutions Private Ltd	21,53,33,300	82.01
2.	Satish Kumar Tetali	1,22,26,700	4.66
3.	Mani Swetha Tetali	93,20,000	3.55
4.	Ananda Swaroop Adavani	86,93,300	3.31
5.	Himabindu Tetali	73,86,700	2.81

**The percentage is calculated against the total share capital of our Company.*

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

Sr. No.	Name of the Shareholder	Number of Equity Shares of face value of ₹ 5 each	Percentage of pre-Offer Equity Share capital (%)*
1.	Unimark Business Solutions Private Ltd	21,53,33,300	82.01
2.	Satish Kumar Tetali	1,22,26,700	4.66
3.	Mani Swetha Tetali	93,20,000	3.55
4.	Ananda Swaroop Adavani	86,93,300	3.31
5.	Himabindu Tetali	73,86,700	2.81

**The percentage is calculated against the total share capital of our Company.*

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

Sr. No.	Name of the Shareholder	Number of Equity Shares of face value of ₹ 100 each	Percentage of pre-Offer Equity Share capital (%)*
1.	Unimark Business Solutions Private Limited	21,53,333	82.01
2.	Satish Kumar Tetali	1,22,267	4.66
3.	Mani Swetha Tetali	92,933	3.54
4.	Ananda Swaroop Adavani	86,933	3.31
5.	Himabindu Tetali	73,867	2.81

** The percentage is calculated against the total share capital of our Company.*

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

Sr. No.	Name of the Shareholder	Number of Equity Shares of face value of ₹ 100 each	Percentage of pre-Offer Equity Share capital (%)*
1.	Unimark Business Solutions Private Limited	21,53,333	82.01
2.	Satish Kumar Tetali	1,22,267	4.66
3.	Mani Swetha Tetali	92,933	3.54
4.	Ananda Swaroop Adavani	86,933	3.31
5.	Himabindu Tetali	73,867	2.81

***** *The percentage is calculated against the total share capital of our Company.*

8. Details of Shareholding of our Directors, Key Managerial Personnel and Senior Management in our Company

Except as stated below, none of the Directors, Key Managerial Personnel and Senior Management holds shares in our Company:

Sr No	Name*	Number of Equity Shares of face value of ₹ 5 each	Percentage of the pre-Offer Equity Share capital (%)	Percentage of the post-Offer Equity Share capital (%)
1.	Mani Swetha Tetali	93,20,000	3.55	[●]
2.	Ananda Swaroop Adavani	86,93,300	3.31	[●]

** Ananda Swaroop Adavani is the Managing Director and Mani Swetha Tetali is the Whole Time Director of the Company and they are also the Key Managerial Personnel of the Company.*

9. Details of Shareholding of our Promoter, members of Promoter Group in our Company

As on the date of this Draft Red Herring Prospectus, our Promoters, Unimark Business Solutions Private Limited, Speedfast Tracom Limited, Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali and our Promoter Group, Pavuluri Naga Venkata Munindra collectively hold 24,20,66,600 Equity Shares aggregating to approximately 92.19 % of the issued, subscribed and paid-up Equity Share capital of our Company.

Set forth below is the build-up of the equity shareholding of our Promoters, since incorporation of our Company.

The remainder of the page is intentionally kept blank

Pre-Offer							Post - Offer	
Date of allotment/ transfer/ acquisition of equity shares	**No of Equity Shares**	**Face value per equity share (₹)**	**Issue/ Transfer/ Acquisition price per equity share(₹)**	**Nature of considerations**	**Nature of transaction**	**Percentage of Equity Share Capital of the Company (%)**	**No. of Equity Shares**	**Percentage of Equity Share capital of the Company (%)#**
Unimark Business Solutions Private Limited								
September 1, 2014	1,50,000	100	100	Cash	Preferential Allotment	1.14	[●]	[●]
October 30, 2014	2,85,000	100	100	Cash	Preferential Allotment	2.17	[●]	[●]
February 3, 2015	2,30,000	100	100	Cash	Preferential Allotment	1.75	[●]	[●]
April 10, 2015	1,45,000	100	100	Cash	Preferential Allotment	1.10	[●]	[●]
June 1, 2015	1,50,000	100	100	Cash	Preferential Allotment	1.14	[●]	[●]
October 19, 2015	75,000	100	100	Cash	Preferential Allotment	0.57	[●]	[●]
March 20, 2018	1,00,000	100	100	Cash	Conversion of loans into equity shares.	0.76	[●]	[●]
July 24, 2018	50,000	100	100	Cash	Conversion of loans into equity shares.	0.38	[●]	[●]
November 19, 2018	1,10,000	100	100	Cash	Conversion of loans into equity shares.	0.84	[●]	[●]
November 30, 2019	3,20,000	100	125	Cash	Conversion of loans into equity shares.	2.44	[●]	[●]
March 28, 2022	5,38,333	100	N.A.	Other than Cash	Bonus Issue in 1:3 ratio	4.10	[●]	[●]

Pre-Offer							Post - Offer	
Date of allotment/ transfer/ acquisition of equity shares	**No of Equity Shares**	**Face value per equity share (₹)**	**Issue/ Transfer/ Acquisition price per equity share(₹)**	**Nature of considerations**	**Nature of transaction**	**Percentage of Equity Share Capital of the Company (%)**	**No. of Equity Shares**	**Percentage of Equity Share capital of the Company (%)#**
September 26, 2024	86,13,332	100	N.A.	Other than Cash	Bonus Issue in 4:1 ratio	65.62	[●]	[●]
Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Consequently, 1,07,66,665 of face value of ₹ 100 each, held by Unimark Business Solutions Private Limited were sub-divided into 21,53,33,300 Equity Shares of ₹ 5 each.								
Sub-total (A)	**21,53,33,300**	**5**				**82.01**	**[●]**	**[●]**
Speedfast Tracom Limited*								
-	Nil	-	-	-	-	-	-	-
Sub-total (B)	**Nil**	-	-	-	-	-	-	-
Ananda Swaroop Adavani								
September 7, 2011	200	100	100	Cash	Initial Subscription	Negligible	[●]	[●]
November 16, 2013	39,000	100	100	Cash	Further Issue	0.30	[●]	[●]
October 30, 2014	1,000	100	100	Cash	Preferential Allotment	0.01	[●]	[●]
February 3, 2015	6,000	100	100	Cash	Preferential Allotment	0.05	[●]	[●]
March 21, 2019	3,000	100	100	Cash	Transfer from Kovvuri Adhi Reddy	0.02	[●]	[●]
March 21, 2019	3,000	100	100	Cash	Transfer from Kovvuri Sathi Reddy	0.02	[●]	[●]
January 20, 2022	8,000	100	N.A.	Gift	Gift from Venu Gopal Adavani	0.06	[●]	[●]
January 20, 2022	5,000	100	N.A.	Gift	Gift from Perimdevi Adavani	0.04	[●]	[●]

Pre-Offer							Post - Offer	
Date of allotment/ transfer/ acquisition of equity shares	**No of Equity Shares**	**Face value per equity share (₹)**	**Issue/ Transfer/ Acquisition price per equity share(₹)**	**Nature of considerations**	**Nature of transaction**	**Percentage of Equity Share Capital of the Company (%)**	**No. of Equity Shares**	**Percentage of Equity Share capital of the Company (%)#**
March 28, 2022	21,733	100	N.A.	Other than Cash	Bonus Issue at 1:3 ratio	0.17	[●]	[●]
September 26, 2024	3,47,732	100	N.A.	Other than Cash	Bonus Issue at 4:1 ratio	2.64	[●]	[●]
Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Consequently, 4,34,665 Equity Shares of face value of ₹ 100 each, held by Ananda Swaroop Adavani were sub-divided into 86,93,300 Equity Shares of ₹ 5 each.								
Sub-total (C)	**86,93,300**	**5**				**3.31**	**[●]**	**[●]**
Mani Swetha Tetali								
November 16, 2013	55,300	100	100	Cash	Further Issue	0.42	[●]	[●]
September 1, 2014	5,400	100	100	Cash	Preferential Allotment	0.04	[●]	[●]
February 3, 2015	9,000	100	100	Cash	Preferential Allotment	0.07	[●]	[●]
March 28, 2022	23,233	100	N.A.	Other than Cash	Bonus Issue at 1:3 ratio	0.18	[●]	[●]
August 9, 2024	267	100	N.A.	Gift	Gift received from Upendra Reddy Tetali	Negligible	[●]	[●]
September 26, 2024	3,72,800	100	N.A.	Other than Cash	Bonus Issue at 4:1 ratio	2.84	[●]	[●]
Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Consequently, 4,66,000 Equity Shares of face value of ₹ 100 each, held by Mani Swetha Tetali were sub-divided into 93,20,000 Equity Shares of ₹ 5 each.								
Sub-total (D)	**93,20,000**	**5**				**3.55**	**[●]**	**[●]**
Himabindu Tetali								
November 16, 2013	40,400	100	100	Cash	Further Issue	0.31	[●]	[●]

Pre-Offer							Post - Offer	
Date of allotment/ transfer/ acquisition of equity shares	**No of Equity Shares**	**Face value per equity share (₹)**	**Issue/ Transfer/ Acquisition price per equity share(₹)**	**Nature of considerations**	**Nature of transaction**	**Percentage of Equity Share Capital of the Company (%)**	**No. of Equity Shares**	**Percentage of Equity Share capital of the Company (%)#**
September 1, 2014	5,000	100	100	Cash	Preferential Allotment	0.04	[●]	[●]
February 3, 2015	10,000	100	100	Cash	Preferential Allotment	0.08	[●]	[●]
March 28, 2022	18,467	100	N.A.	Other than Cash	Bonus Issue at 1:3 ratio	0.14	[●]	[●]
September 26, 2024	2,95,468	100	N.A.	Other than Cash	Bonus Issue at 4:1 ratio	2.24	[●]	[●]
Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 100 each to face value of ₹ 5 each. Consequently, 3,69,335 Equity Shares of face value of ₹ 100 each, held by Himabindu Tetali were sub-divided into 73,86,700 Equity Shares of ₹ 5 each.								
Sub-total (E)	**73,86,700**	**5**				**2.81**	**[●]**	**[●]**
Total (A+B+C+D+E)	**24,07,33,300**	**5**				**91.68**	**[●]**	**[●]**

 # Subject to finalisation of Basis of Allotment.
** Speedfast Tracom Limited is the holding company of Unimark Business Solutions Private Limited who is one of the Promoters of our Company and a Promoter Selling Shareholder. As on the date of this Draft Red Herring Prospectus, Speedfast Tracom Limited does not hold any share in our Company.*

All the Equity Shares held by our Promoters were fully paid-up on the respective dates of acquisition of such Equity Shares. Further, none of the Equity Shares held by our Promoters are pledged as of the date of this Draft Red Herring Prospectus.

The entire shareholding of our Promoters is in dematerialised form as of the date of this Draft Red Herring Prospectus.

10. Except as disclosed below, the members of the Promoter Group (other than our Promoters) do not hold any Equity Shares as on the date of this Draft Red Herring Prospectus:

Sr. No.	Shareholder	Pre - Offer		Post - Offer	
		Number of Equity Shares of face value of ₹ 5 each	Percentage of Equity Share capital (%)	No. of Equity Shares	Percentage of Equity Share capital (%)#
1.	Pavuluri Naga Venkata Munindra	13,33,300	0.51	[●]	[●]

 # Subject to finalisation of Basis of Allotment

(a) Details of Promoters' contribution and lock-in for three years

Pursuant to Regulations 14 and 16 (1) of the SEBI ICDR Regulations, an aggregate of 20% of the fully diluted post-Offer Equity Share capital of our Company held by the Promoters, except for the Equity Shares offered pursuant to the Offer for Sale, shall be locked in for a period of three years as minimum Promoter's contribution ("**Minimum Promoter's Contribution**") from the date of Allotment and the shareholding of the Promoters 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 a majority of the Net Proceeds are proposed to be utilized for capital expenditure. For details of objects of the Offer, see "*Objects of the Offer*" at page 103.

(b) Details of the Equity Shares to be locked-in for three years from the date of Allotment as Minimum Promoter's Contribution are set forth in the table below*:

Name of the Promoters	Number of Equity Shares locked-in	Date of allotment of 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
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Total	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]

** To be included in the Prospectus.*

(c) Our Promoters have given consent to include 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 the Minimum Promoters' Contribution. Our Promoters have agreed not to dispose, sell, transfer, charge, pledge or otherwise encumber in any manner, the Promoter's Contribution from the date of filing of this Draft Red Herring Prospectus, until the expiry of the lock-in period specified above, or for such other time as required under SEBI ICDR Regulations, except as may be permitted, in accordance with the SEBI ICDR Regulations. The Minimum Promoters' Contribution has been brought in to the extent of not less than the specified minimum lot and from the persons defined as "promoter" under the SEBI ICDR Regulations.

(d) Our Company confirms that the Equity Shares that are being locked-in are not and will not be, ineligible for computation of Minimum Promoter's contribution in terms of Regulation 15 of the SEBI ICDR Regulations.

In this connection, please note that:

i. The Equity Shares offered for Promoter's Contribution do not include Equity Shares acquired in the three immediately preceding years (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 Promoter's Contribution;

ii. The Minimum Promoter's Contribution does not include any Equity Shares acquired during the immediately preceding one year at a price lower than the price at which the Equity Shares are being offered to the public in the Offer except for Bonus Issue of Equity Shares.

iii. Our Company has not been formed by the conversion of one or more partnership firms or of a limited liability partnership firm into a Company.

iv. The equity shares held by the Promoters and offered for Minimum Promoters' Contribution are not subject to any pledge; and

v. All the equity shares held by the Promoters are held in dematerialised form.

11. Details of equity share capital locked-in for six months

In terms of Regulation 17 to the SEBI ICDR Regulations, the entire pre-Offer equity share capital of our Company will be locked-in for a period of six months from the date of Allotment in the Offer, except: (a) the Promoters' Contribution which shall be locked in as above as stated in para 10 (a); and (b) Offered Shares, which are successfully sold and transferred as part of the Offer for Sale.

12. There has been no acquisition of equity shares with any special rights including any right to nominate Directors on our Board, in the immediately preceding three years (including the immediately preceding one year) by our Promoters, the Promoter Selling Shareholder, members of the Promoter Group and Shareholders.

13. Lock-in of Equity Shares Allotted to Anchor Investors

Fifty percent (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, and the remaining fifty percent (50%) of the Equity Shares Allotted to the Anchor Investors shall be locked in for 90 days from the date of Allotment.

14. Recording on non-transferability of Equity Shares locked-in

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.

15. Other requirements in respect of lock-in

Pursuant to Regulation 21 of the SEBI ICDR Regulations, Equity Shares held by our Promoters and locked-in, as mentioned above, may be pledged as collateral security for a loan granted by a scheduled commercial bank, a public financial institution, Systemically Important Non-Banking Financial Company or a deposit taking housing finance company, subject to the following:

(i) With respect to the Equity Shares locked-in for one year from the date of Allotment, such pledge of the Equity Shares must be one of the terms of the sanction of the loan; and

(ii) With respect to the Equity Shares locked-in as Minimum Promoter's Contribution for three years from the date of Allotment, the loan must have been granted to our Company for the purpose of financing one or more of the objects of the Offer and such pledge of the Equity Shares must be one of the terms of the sanction of the loan, which is not applicable in the context of this Offer.

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 the Equity Shares till the relevant lock-in period has expired in terms of the SEBI ICDR Regulations.

In terms of Regulation 22 of the SEBI ICDR Regulations, Equity Shares held by our Promoters and locked-in, terms of Regulation 16 of the SEBI ICDR Regulations, may be transferred to and amongst the members of our Promoter Group or a new promoter, subject to continuation of lock-in, in the hands of such transferee, for the remaining period and compliance with provisions of the Takeover Regulations , as applicable and such transferees shall not be eligible to transfer them till the lock-in period stipulated under the SEBI ICDR Regulations has expired.

Further, in terms of Regulation 22 of the SEBI ICDR Regulations, Equity Shares held by persons (other than our Promoters) prior to the Offer and locked-in for a period of six months from the date of Allotment in the Offer, may be transferred to any other person holding Equity Shares which are locked-in along with the Equity Shares proposed to be transferred, subject to the continuation of the lock-in in the hands of such transferee and compliance with the applicable provisions of the Takeover Regulations. However, it should be noted that the Offered Shares which will be transferred by the respective Promoter Selling Shareholder in the Offer for Sale shall not be subject to lock-in.

16. Except for any Equity Shares that may be issued pursuant to the Pre-IPO Placement and issuance of Equity Shares pursuant to this Fresh Issue, there will be no further issue of Equity Shares whether by way of a split or consolidation of the denomination of Equity Shares, or by way of further issue of Equity Shares (including issue of securities convertible into or exchangeable, directly or indirectly, for Equity Shares), whether on a preferential basis, or further public issue of Equity Shares, or otherwise, during the period commencing from the date of filing of this Draft Red Herring Prospectus with SEBI until the Equity Shares have been listed on the Stock Exchanges or all application monies have been refunded, as the case may be.

17. Our Company may alter its capital structure within a period of six months from the Bid/Offer Opening Date, by way of split or consolidation of the denomination of Equity Shares, or by way of further issue of Equity Shares (including issue of securities convertible into or exchangeable, directly or indirectly for Equity Shares), whether on a preferential basis, or by way of issue of bonus Equity Shares, or on a rights basis, or by way of further public issue of Equity Shares, or otherwise to finance an acquisition, merger or joint venture or for regulatory compliance or such other scheme of arrangement or for acquiring assets or for business purposes or any other purpose as the Board may deem fit, if an opportunity of such nature is determined by its Board of Directors to be in the interest of our Company.

18. Except as disclosed below, none of our Promoters, members of the Promoter Group and / or our Directors and their relatives have purchased or sold any securities of our Company during the period of six months immediately preceding the date of this Draft Red Herring Prospectus. The details of the price at which specified securities were acquired in the six months preceding the date of this Draft Red Herring Prospectus, by our Promoters, member of the Promoter Group and/ or our Directors and their relatives, are disclosed below:

Sr. No.	Name of the acquirer/ shareholder	Date of acquisition of equity shares	Number of equity shares acquired	Face value of equity shares (₹)	Acquisition price per equity share* (in ₹)
Promoters					
1.	Mani Swetha Tetali	August 9, 2024	267	100	Not Applicable$
2.	Unimark Business Solutions Private Limited	September 26, 2024	86,13,332	100	Not Applicable*
3.	Mani Swetha Tetali	September 26, 2024	3,72,800	100	Not Applicable*
4.	Ananda Swaroop Adavani	September 26, 2024	3,47,732	100	Not Applicable*
5.	Himabindu Tetali	September 26, 2024	2,95,468	100	Not Applicable*
Promoter Group					
6.	Pavuluri Naga Venkata Munindra	September 26, 2024	53,332	100	Not Applicable*

**Pursuant to bonus issue dated September 26, 2024*

$Pursuant to gift from Upendra Reddy Tetali (member of our Promoter Group) to Mani Swetha Tetali (Promoter and Whole Time Director of our Company)

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

20. All Equity Shares issued pursuant to the Offer shall be fully paid-up at the time of Allotment and there are no partly paid-up Equity Shares as on the date of this Draft Red Herring Prospectus.

21. As on the date of this Draft Red Herring Prospectus, the Book Running Lead Manager, its associates, as defined under the SEBI Merchant Bankers Regulations, do not hold any Equity Shares of our Company. The Book Running Lead Manager, its associates may engage in the transactions with and perform services for our Company in the ordinary course of business or may in the future engage in commercial banking and investment banking transactions with our Company for which they may in the future receive customary compensation.

22. Pre-IPO Placement

Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement, prior to filing of the Red Herring Prospectus of an amount aggregating up to ₹ 900.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Manager. 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. Prior to the completion of the Offer, 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 RHP and the Prospectus.

Our Company confirms that the details pertaining to the price and the names of the allottees pursuant to the Pre-IPO Placement (if undertaken) shall be disclosed through a public advertisement. In the event the Pre-IPO Placement is undertaken, a confirmation in this regard will be included in the "*Material Contracts and Material Documents for Inspection*" section of the Red Herring Prospectus.

23. As on the date of this Draft Red Herring Prospectus, the Company does not have any shareholders entitled with right to nominate Directors or any other rights.

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

25. Our Company, the Promoters, our Directors and the Book Running Lead Manager have no existing buyback arrangements or any other similar arrangements for the purchase of Equity Shares being offered through the Offer.

26. There are no outstanding warrants, options or rights to convert debentures, loans or other instruments convertible into Equity Shares as on the date of this Draft Red Herring Prospectus.

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

28. Except to the extent of the Offer for Sale by the Promoter Selling Shareholder our Promoters and members of the Promoter Group will not participate in the Offer.

29. No person connected with the Offer, including, but not limited to, the Book Running Lead Manager, the members of the Syndicate, our Company, our Directors, our Promoters, members of our Promoter Group or Group Companies, shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any Bidder for making a Bid.

30. Except as disclosed in this section, our Company has not undertaken any public issue of securities or any rights issue of any kind or class of securities in terms of SEBI ICDR Regulations, since its incorporation.

31. Except for the proceeds that shall be received by our Promoter Selling Shareholder, pursuant to the Equity Shares offered by them pursuant to the Offer for Sale, our Promoters and members of our Promoter Group will not receive any proceeds from the Offer.

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

OBJECTS OF THE OFFER

The Offer comprises the Fresh Issue of [●] Equity Shares, aggregating up to ₹ 5,200.00 million to be issued by our Company and the Offer for Sale of [●] Equity Shares, aggregating up to ₹ 800.00 million by the Promoter Selling Shareholder.

Offer for sale

The Promoter Selling Shareholder will be entitled to the proceeds from the sale of the Equity Shares offered by the Promoter Selling Shareholder as part of the Offer for Sale after deducting its proportion of Offer related expenses and relevant taxes thereon. The proceeds of the Offer for Sale shall be received by the Promoter Selling Shareholder and will not form part of the Net Proceeds. Our Company will not receive any proceeds from the Offer for Sale. For further details of the Offer for Sale, see "*The Offer*" beginning on page 71.

The Equity Shares offered for sale by the Promoter Selling Shareholder in the Offer are eligible for being offered in the Offer for Sale in terms of Regulation 8 of the SEBI ICDR Regulations. The table below sets forth the details of offer for sale by the Promoter Selling Shareholder.

Name of the Selling Shareholder	Maximum number of Offered Shares	Aggregate proceeds from the Offered Shares *(₹ in million)*	Pre-Offer Number of Equity Shares held	Percentage of Pre-Offer Equity Share capital (%)
Unimark Business Solutions Private Limited	[●]	Up to 800.00	21,53,33,300	82.01
Total	**[●]**	**up to 800.00**	**21,53,33,300**	**82.01**

Objects of the Fresh Issue

The Net Proceeds of the Fresh Issue, i.e., Gross Proceeds of the Fresh Issue less the issue expenses apportioned to our Company are proposed to be utilised in the following manner:

1. Funding the capital expenditure requirement for setting up of new plant of 1200 TPD at our Proposed Facility in Mohasa – Babai, District Narmadapuram, Madhya Pradesh.
2. Repayment and/ or pre-payment, in part or full, of certain borrowings availed by our Company; and
3. General Corporate Purposes.

(Collectively, referred to as the '**Objects**'/ '**Objects of the Offer**')

In addition, our Company expects to achieve the benefits of listing of the Equity Shares on the Stock Exchanges and enhance our Company's visibility and brand name amongst our existing and potential customers and creation of public market for the Equity Shares in India.

The main object clause and objects incidental and ancillary to the main objects as set out in the Memorandum of Association enables our Company to undertake its existing activities and the activities proposed to be funded from the Net Proceeds and the activities towards which the loans proposed to be repaid or pre-paid from the Net Proceeds were utilised.

Net Proceeds

After deducting the expenses related to the Offer from the Gross Proceeds, we estimate the Net Proceeds of the Fresh Issue to be ₹ [●] million ("**Net Proceeds**"). The details of the Net Proceeds of the Offer are summarized in the table below.

(₹ in million)

Particulars	Estimated Amount[(1)]
Gross Proceeds from the Offer [(1)]	Upto 5,200
(Less) Offer related expenses in relation to the Fresh Issue to be borne by our Company[(2)]	[●]

Net Proceeds[(1)]	[●]

[(1)] Our Board has authorised the Offer pursuant to their resolution dated October 21, 2024. Our Shareholders have authorised the Fresh Issue pursuant to their special resolution dated October 23, 2024. Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement of specified securities, as may be permitted under the applicable law, aggregating up to ₹ 900 million 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 Book Running Lead Manager. 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 shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Offer, 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 RHP and Prospectus.

[(2)]The Offer related expenses shall vary depending upon the final offer size and the allotment of Equity Shares. For further details, please refer to heading titled 'Objects of the Offer - Offer Related Expenses' on page number 119 of the Draft Red Herring Prospectus.

Utilization of Net Proceeds

The Net Proceeds are proposed to be used in the manner set out in in the following table:

(*₹ in million*)

Sr. No.	Particulars	Estimated Amount[(1)]
1.	Funding the capital expenditure requirement for setting up of new plant of 1200 TPD at our Proposed Facility in Mohasa – Babai, District Narmadapuram, Madhya Pradesh	3,300.00
2.	Repayment and/ or pre-payment, in part or full, of certain borrowings availed by our Company	850.00
3.	General Corporate Purposes[(2)]	[●]
	Total	[●]

[(1)] Our Board has authorised the Offer pursuant to their resolution dated October 21, 2024. Our Shareholders have authorised the Fresh Issue pursuant to their special resolution dated October 23,2024. Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement of specified securities, as may be permitted under the applicable law, aggregating up to ₹ 900.00 million 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 Book Running Lead Manager. 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 shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Offer, 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 RHP and Prospectus.

[(2)] To be finalized on determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. In compliance with Regulation 7(2) of the SEBI ICDR Regulations, the amount utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds of the Offer.

Proposed schedule of deployment of Net Proceeds and implementation

We propose to deploy the Net Proceeds for the aforesaid purposes in accordance with the estimated schedule of implementation and deployment of funds set forth in the table below:

(*₹ in million*)

Sr. No.	Particulars	Total Estimated amount/ expenditure (to be funded entirely from the Net Proceeds)	Estimated amount to be deployed from the Net Proceeds in Fiscal 2025	Estimated amount to be deployed from the Net Proceeds in Fiscal 2026
1.	Funding the capital expenditure requirement for setting up the new Plant at our Proposed Facility in Mohasa – Babai, District Narmadapuram, Madhya Pradesh	3,300.00 [(1)]	697.13	2,602.87

2.	Repayment or pre-payment, in part or full, or certain borrowings availed by our Company	850.00	850.00	-
3.	General corporate purposes[(2)]	[●]	[●]	[●]
	Total Net Proceeds[(3)]	[●]	[●]	[●]

(1) Total estimated cost, as per the Techno Economic Viability Report dated October 30, 2024 issued by Dun & Bradstreet Information Services (India) Private Limited in respect of funding of capital expenditure requirements for setting-up of the new Plant at our Proposed Facility in Madhya Pradesh.

(2) In compliance with Regulation 7(2) of the SEBI ICDR Regulations, the amount utilized for general corporate purpose shall not exceed 25% of the gross proceeds of the offer.

(3) Our Company, in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement, for an aggregate amount not exceeding ₹900.00 million, 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 Book Running Lead Manager. 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 the Offer complying 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. Prior to the completion of the Offer, 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. The utilisation of the proceeds raised pursuant to the allotment of the specified securities issued pursuant to the Pre-IPO Placement will be done towards the Objects in compliance with requirements prescribed under the Companies Act and other applicable law.

The above-stated fund requirements, deployment of the funds and the intended use of the Net Proceeds as described in this Draft Red Herring Prospectus are based on our current business plan, management estimates current and valid quotations from vendors, market conditions and other external commercial and technical factors. Such fund requirements and deployment of funds have not been appraised by any bank or financial institution. However, in connection with incurring capital expenditure towards setting up a manufacturing plant in Madhya Pradesh, the Company has commissioned a detailed Techno Economic Viability project report dated October 30, 2024, by Dun & Bradstreet Information Services (India) Private Limited ("**TEV Report**") which has verified the quotations from vendors and also certified the cost to be incurred towards capital expenditure. For further details, see "*Risk Factors No. – 30. This Draft Red Herring Prospectus contains information from TEV Report dated October 30, 2024, which we have paid for and commissioned from Dun & Bradstreet Information Services (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. The TEV report has been relied upon to undertake the objects of the proposed offer and the proceeds being raised by the issuer Company. Further the TEV Report contains analysis of various risks related to the proposed setting up of plant at our Proposed Facility at Madhya Pradesh. There can be no assurance that the information contained in the report is complete and accurate.*" and "*Risk Factors No. 15 - Our funding requirements and proposed deployment of the Net Proceeds are based on management estimates and we have not entered into any definitive arrangements to utilize the Net Proceeds of the Offer and the Objects have not been independently appraised by a bank or a financial institution. Any variation in the utilisation of the Net Proceeds would be subject to certain compliance requirements, including prior shareholders' approval. Any delay or inability in obtaining such shareholders' approval may adversely affect our business or operations.*" on pages 52 and 46 respectively. We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, our business and growth strategies, our ability to identify and implement inorganic growth initiatives (including investments and acquisitions), competitive landscape, general factors affecting our results of operations, financial condition and access to capital and other external factors such as changes in the business environment or regulatory climate and interest or exchange rate fluctuations, which may not be within the control of our management. This may entail rescheduling the proposed utilization of the Net Proceeds and changing the allocation of funds from its planned allocation at the discretion of our management, subject to compliance with applicable law. Further, in the event, the Net Proceeds are not utilized (in full or in part) for the objects of the Offer during the period stated above due to any reason, including (i) the timing of completion of the Offer; (ii) market conditions outside the control of our Company; and (iii) any other economic, business and commercial considerations, the remaining Net Proceeds shall be utilized in subsequent periods as may be determined by our Company, in accordance with applicable laws.

Subject to compliance with applicable law, in case of variations in the actual utilization of funds earmarked for the purposes set forth above, increased fund requirements for a particular purpose may be financed by our internal accruals, additional equity and/or debt arrangements, as required. Further in case the actual utilization towards any of the Objects is lower than the proposed deployment, such balance will be used for funding other existing Objects, if necessary and/or towards general corporate purposes to the extent that the total amount to be utilized towards general corporate purposes does not exceed 25% of the Gross Proceeds in accordance with the SEBI ICDR Regulations.

Further, our Company may decide to accelerate the estimated Objects ahead of the schedule specified above. However, in the event that estimated utilization out of the Net Proceeds in a scheduled Fiscal being not undertaken in its entirety, the remaining Net Proceeds shall be utilized in subsequent Fiscals, as may be decided by our Company, in accordance with applicable laws. Any such change in our plans may require rescheduling of our expenditure programs and increasing or decreasing expenditure for a particular object vis-à-vis the utilization of Net Proceeds. Our Company may also utilise any portion of the Net Proceeds, towards the aforementioned Objects of the Offer, ahead of the estimated schedule of deployment specified above.

Further, in case of a shortfall in raising requisite capital from the Net Proceeds towards meeting the objects or any increase in the actual utilisation of funds earmarked for the Objects, our Company may explore a range of options including utilizing our internal accruals and/or seeking additional debt from existing and future lenders. We believe that such alternate arrangements would be available to fund any such shortfalls.

Means of finance

The fund requirements for the Objects above are proposed to be entirely funded from the Net Proceeds and hence, no amount is proposed to be raised through any other means of finance. We intend to fund the entire cost from the Net Proceeds and internal accruals. 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.

Details of Objects of the Fresh Issue

1. ***Funding the capital expenditure requirement for setting up of new plant of 1200 TPD at our Proposed Facility in Mohasa – Babai, District Narmadapuram, Madhya Pradesh***

Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others.

We have consistently built production capacities. We began operations at our Devarapalli Facility in 2015 with an initial capacity of 160 TPD. During 2018, we had increased this capacity to 210 TPD. In 2020, we continued this growth by doubling our capacity to 420 TPD. In 2021, we further expanded to 500 TPD. Most recently, in 2023, we further increased capacity to 800 TPD.

Our Company has one manufacturing facility situated at Devarapalli, Andhra Pradesh with an installed capacity of 800 TPD and the same is working at an optimum capacity utilisation level. As on September 30, 2024, our Devarapalli facility is operating at 93.34% capacity utilization *(Source: Chartered Engineer Certificate dated October 10, 2024, issued by Gudiseva Prabhakar Rao, Chartered Engineer)*.

As part of our growth strategy and with a view to increase our manufacturing capacities, to meet the increasing demand from both current and new customers and to increase sales in the existing markets and to penetrate new markets, to achieve this we intend to establish a new facility in Madhya Pradesh with an installed capacity of 1200 TPD. Madhya Pradesh is one of the highest maize growing states with production area of 1.56 Mn Ha (*Source: F&S Report*).

Over time, the starch market has grown on a global and India market. In last 5 years, from 2019, CAGR of 3.64% has been seen in the global starch market where it is estimated to be valued at USD 47,210.2 Million in 2024. The global market is expected to grow by CAGR 4.21% till 2029 with the expected valuation of USD 58,021 Million. In the last 5 years, from 2019, CAGR of 4.71% has been seen in the Indian starch market where it is estimated to be valued at USD 3,292.8 Million in 2024. The Indian market is expected to grow by CAGR 5.04% till 2029 with the expected valuation of USD 4,210 Million (*Source: F&S Report*).

A lease deed dated August 30, 2024, was executed between our Company and Governor of Madhya Pradesh acting through Executive Director MPIDC Regional Office Naramadapuram for the lease of land admeasuring 109.80 acres to set up the Proposed Facility at Industrial Area Growth Centre at Mohasa – Babai, District Narmadapuram, Madhya Pradesh. The total estimated cost of the Proposed Facility is ₹ 3,471.71 million of which our Company proposes to utilise ₹ 3,300 million from the Net Proceeds for the capital expenditure requirements for setting up the Proposed Facility. For setting up a new plant at our Proposed Facility at Madhya Pradesh, we are required to make investment in inter alia civil and construction, plant and machinery and electrical equipments and instrumentation. For further details of the aforesaid expansion, see "*Our Business – Our strategies*" on page 240.

The Company plans to manufacture products such as native starch and co-products such as germ, gluten, fibre, and corn steep liquor at our Proposed Facility at Madhya Pradesh. The Proposed Facility has many incentives in the form of subsidy, concessions, power tariff, exemption/re-imbursement and electricity duty in the form of re-imbursement of investment and capital subsidy of setting up of ZLD.

Installed capacity at our Existing Manufacturing Facility and at our Proposed Facility before and after proposed expansion

Installed capacity (in Tons per day) of the Company are as under:

Facility	Current	Proposed Expansion	Total Post Expansion
Deverapalli	800	-	800
Narmadapuram	-	1,200	1,200
Total	**800**	**1,200**	**2,000**

Installed capacity (in Tons per annum) of the Company are as under:

Facility	Current	Proposed Expansion	Total Post Expansion
Deverapalli*	2,80,000	-	2,80,000
Narmadapuram**	-	3,96,000	3,96,000
Total	**2,80,000**	**3,96,000**	**6,76,000**

**Based on 3 shifts of 8 hours each per day for 350 days a year*
*** Based on 3 shifts of 8 hours each per day for 330 days a year*

Post expansion, the aggregate installed capacity of our Company would be 2,000 TPD (6,76,000 tons per annum).

Company Commissioned TEV Report

The Company has availed TEV Report dated October 30, 2024 from Dun & Bradstreet Information Services (India) Private Limited to conduct the techno economic viability study for setting up a new plant at our Proposed Facility in Madhya Pradesh. The Company Commissioned TEV Report contains the following aspects:

1. Technical aspects
2. Economic aspects
3. Financial aspects

The Company Commissioned TEV Report contains information with respect to the setting up a new plant at our Proposed Facility in Madhya Pradesh. The TEV report has been relied upon to undertake the objects of the proposed Offer and the proceeds being raised by the Company. As per the TEV report, Dun & Bradstreet Information Services (India) Private Limited is of the opinion that the project is technically feasible and commercially viable.

Estimated Proposed Project Cost

The total estimated cost of the Proposed Facility is ₹ 3,471.71 million, as certified by TEV Report dated October 30, 2024. The fund requirements, the deployment of funds and the intended use of the Net Proceeds for the Proposed Project as described herein are based on our current business plan, management estimates, current and valid quotations from suppliers or purchase orders issued to suppliers/vendors, and other commercial and technical factors. However, such total estimated cost and related fund requirements have not been appraised by any bank or financial institution. Other expenses such as IT infrastructure, furniture and fixture etc. are proposed to be incurred from company's internal accruals. The estimated production capacity will be 1200 TPD (*Source: Chartered Engineer Certificate dated October 10, 2024*).

Our Company proposes to utilise an amount of up to ₹ 3,300.00 million from the Net Proceeds for funding capital expenditure requirements of our Company towards setting up the Proposed Facility.

The total estimated cost for setting up the Proposed Facility comprises the following:

(₹ in million)

Sr. No.	Particulars	Total Estimated Cost*	Amount deployed till September 30, 2024*	Balance amount proposed to be funded
1.	Civil Construction	750.00	-	750.00
2.	Plant and Machinery	2,280.97	8.81	2,272.16
3.	Electrical Equipment and Instrumentation	320.20	-	320.20
4.	Deposit	10.00	5.32	4.68
5.	Contingencies	100.54	-	100.54
6.	Pre-Operative & Preliminary Expenses	10.00	6.13	3.87
Total		**3,471.71**	**20.26**	**3,451.45**

**inclusive of applicable taxes*

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024,

The current estimates and specifications in relation to the capital expenditure requirements of the Proposed Project are based on the current status of implementation, project design and layout. Further, we may continue to place new orders, amend existing orders as per project requirements or pursuant to any design or technical changes or make scheduled payments in relation to the orders which have been placed with vendors for various plant, machinery and equipment, materials, civil work and any other requirements (including services) in relation to the Proposed Project. Such payments or any subsequent initial expenditure in relation to the Proposed Project will be funded through internal accruals/ bridge financing of our Company, until the Net Proceeds are available to our Company.

We will be placing the orders with vendors based on the competitive cost and proposed delivery schedule of the equipment. The vendors for supply of such other equipment have been shortlisted on the basis of the reputation of the vendors, the historical performance of the equipment supplied by them and other factors such as electrical energy consumption, maintenance cost during operation stages, after sales services and support capability of the supplier to assist us during installation and provision of post-sale services.

We will place orders for the assets and services for which orders are yet to be placed as per the schedule of implementation for the Proposed Project. For further details see "*Risk Factors No. 8 - We intend to utilise a portion of the Net Proceeds for funding our capital expenditure requirements. We have shortlisted vendors and obtained quotations from them, however, we are yet to place orders or enter into definitive agreements with the vendors in relation to such capital expenditure requirements.*" on page 41.

Means of finance for Proposed Project

Particulars	Estimated Amount (₹ in million)
Net Proceeds	3,300.00
Internal Accruals	171.71
Total	**3,471.71**

Funds Already Deployed

As on September 30, 2024, our Company has deployed ₹ 20.26 million towards the setting up of the new plant at our Proposed Facility. The details of such deployment are as follows:

Particulars	Estimated Amount (₹ in million)
Plant and Machinery	8.81
Deposit	5.32
Preliminary & Preoperative Expenses	6.13
Total	**20.26**

** As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated October 30, 2024, have certified the deployment of funds as on September 30, 2024 towards setting up of the new plant at our Proposed Facility in Madhya Pradesh.*

Break - up of the estimated cost

Civil & Construction Work

The total estimated cost for civil & construction work for the Proposed Facility is ₹ 750.00 million. Our Company proposes to utilise the said amount towards constructing factory building, godowns, silos, sheds, plumbing and sanitation work, electrical and security room amongst others on our land parcel of 109.80 acres situated at A-4, A-5 and A-6, Industrial Area, Muhasa Tehsil, Makhan Nagari, Narmadapuram, Madhya Pradesh. For civil & construction work, we have obtained an estimate from D.S. Ramesh Varma, Chartered Engineer, Registered Valuer and Structural Engineer at S.R.V. Consultancy, Engineers, Architects and Valuers dated October 15, 2024, having a validity up to June 30, 2025. A detailed break-up of such estimated cost towards civil and construction works which is proposed to be funded from the Net Proceeds up to ₹ 750.00 million is set forth below:

Sr. No.	Purpose	Quantity (Unit in Sq. Ft.)	Area in square metres	Total Estimated Cost (in ₹ million)*
1.	Maize Godown and maize unloading shed	1	7,895.07	67.00
2.	Silos for maize storage (15,000 MTs each)	4	857.37	52.00
3.	Maize pre-cleaning shed	1	248.06	13.80
4.	Post cleaning shed	1	248.06	13.80
5.	Steeping Vats	12	676.46	40.00
6.	Starch Main building (G+2 floors)	1	10,564.66	104.00
7.	Starch packing & godown shed	1	11,353.96	84.00
8.	Starch & byproducts godown shed	1	9,749.16	70.00
9.	Boiler 60 Tonnes Per Hour, Chimney & Fuel Handling System	1	7,057.27	32.40
10.	Husk shed	1	6,601.56	33.50
11.	Raw Water Sump	1	383.16	2.40
12.	Effluent Treatment Plant, Zero Liquid Discharge & Sewage Treatment Plant	1	7,499.81	35.00
13.	Corn Steep Liquor Evaporator shed.	1	430.56	6.50
14.	Corn Steep Liquor Cooling towers Sump	1	375.00	3.20
15.	Stores and packing materials shed	1	500.00	4.80
16.	Lab building	1	264.38	4.00
17.	Mechanical Workshop	1	517.39	4.20
18.	Time office building	1	159.88	2.00
19.	Office building	1	393.22	4.10
20.	Canteen building	1	250.00	3.00
21.	Labour camp shed	4	392.11	6.00
22.	Sulphur Dioxide section & Sulphur Shed	1	233.01	3.25
23.	Security room	1	37.81	0.80
24.	Weigh bridge rooms	2	126.00	2.00
25.	By-products packing & godown shed	1	9,749.16	66.00
26.	Packing materials shed	1	1,335.38	9.60
27.	Wash rooms	4	54.27	2.00
28.	Fire water sump	1	128.96	1.50
29.	Bituminous roads, drains and compound works	1	-	79.15

	Total		**-**	**750.00**

* *inclusive of applicable taxes*

Plant and Machinery

Out of the total estimated cost of the Proposed Project, the estimated cost towards the plant and machinery is ₹ 2,280.97 million.

A detailed break-up of such estimated costs towards purchase of plant and machinery which is proposed to be funded from the Net Proceeds up to ₹ 2,280.97 million is set forth below:

(The remainder of the page is intentionally kept blank)

Sr. No.	Particulars	Quotation received from	Date of quotation	Validity of quotation	Total estimated costs (in ₹ million)
1.	Complete Plant Drawings for corn starch production line	Oushangyuan Process and Equipment Intelligent Company	June 28, 2024	March 31, 2025	16.27
2.	i. Chutes for belt conveyors ii. Distributions Chutes iii. Process Piping (NB Pipes, NB Elbows, NB Flanges amongst others) iv. Tanks (MM Sheet, MM MS Flat amongst others)	R J Traders	October 15, 2024	June 30, 2025	158.69
3.	i. Fibre hydraulic stacker ii. Geared shutters iii. Vats Dewatering Stainers iv. Rotary air lock valves v. Vapor filters (Germ Dryer, vapor filter, enriched fibre vapour filter, gluten dryer vapor filter) vi. Exhaust Blowers (Germ Dryer exhaust blower, Fibre dryer exhaust blower, enriched fibre dryer exhaust blower amongst others) vii. Agitators viii. Work Shop Equipment’s (heavy duty roll turing lathe machine complete with standard accessories, lathe machine complete with standard accessories amongst others) ix. Security Gate x. Machinery Errection xi. Fiber washing sump	Bhagwat Engineering Private Limited	October 15, 2024	June 30, 2025	85.31
4.	Silo, Machinery, Electrical Control System (including Packaging, freight and insurance)	Famsun Storage Engineering Company Limited	October 14, 2024	June 30, 2025	283.67
5.	i. Centrifuge – PS, GT and MST ii. Centrifuge - Clarifier	Alfa Laval India Private Limited	October 16, 2024	July 13, 2025	113.05
6.	Flash Dryer with Pneumatic Conveying System – 12 TPH	New AVM Systech Private Limited	October 11, 2024	June 30, 2025	156.91

7.	Centrifuge - CSL	Alfa Laval India Private Limited	September 13, 2024	March 31, 2025	123.90
8.	Softner Water Treatment Plant	Karthikeya Packaged Water Technologies	October 14, 2024	June 30, 2025	6.16
9.	Cooling Tower	Karthikeya Packaged Water Technologies	October 10, 2024	June 30, 2025	7.79
10.	Weighing Scales (2 Tonnes)	Essae-Teroaka Private Limited	October 13, 2024	June 30, 2025	0.43
11.	Weighing Scales (150 KG’s)	Essae-Teroaka Private Limited	October 13, 2024	June 30, 2025	0.71
12.	Weighing Scales (Way Bridge Control Room)	M.G. Weighing Systems	October 16, 2024	June 30, 2025	3.68
13.	Double grinder EOT crane plate – 7 tonnes	Lakshmi Industries	October 15, 2024	June 30, 2025	2.36
14.	Double grinder EOT crane plate – 10 tonnes	Lakshmi Industries	October 15, 2024	June 30, 2025	3.66
15.	DAS Grate Water Tube Multifuel Boiler – 55 TPH	Forbesvyncke Private Limited	October 10, 2024	June 30, 2025	380.55
16.	Boiler and RO Plant	Karthikeya Packaging Technologies	October 14, 2024	June 30, 2025	13.12
17.	Steam and condensate accessories with cloud based KPI monitoring system and KPI sustenance (vats, SO2, Germ Dryer, Fibre Dryer amongst others)	Forbes Marshall Private Limited	October 10, 2024	June 30, 2025	94.21
18.	Pumps (Wet transport pump, csl pump, SO2 water transfer pump amongst others)	Sivani Pumps and Systems Private Ltd.	October 10, 2024	June 30, 2025	95.79
19.	Installation of ZLD plant starch effluent	United Envirotech Private Limited	October 13, 2024	June 30, 2025	199.27
20.	Supply of 10 M3/Hr RO Plant water treatment system	Karthikeya Packaging Technologies	October 14, 2024	June 30, 2025	3.50
21.	Fire fighting system equipment (Sprinklers, pumpsets, panels, spoke detective system, hydrant system with necessary fittings and accessories)	Pump Engineering Enterprises	October 15, 2024	June 30, 2025	29.50
22.	Lab Equipment’s (194 Items)	IISHA Scientifics	October 15, 2024	June 30, 2025	15.78
23.	Compressed Air System (620 CFM PFE, 620 CFM FFE LDV 1000 level sensing auto drain valve amongst others)	Coastal Pneumatic Agencies	October 13, 2024	June 30, 2025	18.48
24.	Insulation (LRB Mattresses – 150 Kgs, Aluminium Sheet)	Arundeep Enterprises	October 15, 2024	June 30, 2025	11.92

25.	i. Grinding System - 450 Kw motor IE3 1440 rpm ii. Fine Grinding System – 75 kw motor IE3 1440 rpm	Pump Engineering Enterprises	October 14, 2024	June 30, 2025	4.06
26.	Engineering Equipment’s (139 items)	Oushangyuan Process and Equipment Intelligent Company	October 12, 2024	June 30, 2025	452.21
Total					**2,280.97**

Electrical equipment and instrumentation

Out of the total estimated cost of the Proposed Project, the estimated cost towards the Electrical equipment and instrumentation amounts to ₹ 320.20 million. A detailed break-up of such estimated costs towards purchase/installation of electrical equipment and Instrumentation which are proposed to be funded from the Net Proceeds up to ₹ 320.20 million is set forth below:

Sr. No.	Particulars	Date of quotation	Validity of Quotation	Quotation received from	Total estimated costs (in ₹ million)*
1.	Supply of ABB – DCS Hardware and Software (Processor Unit, Battery Unit, Analog input output, SCADA Software amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	8.81
2.	Supply of Marshaling Panel (MCB, SMPS, Terminals, Diode amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	1.67
3.	Supply of Bought Outs (PC for server and operations, LED monitor)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	0.61
4.	Supply of Network Components (16-port Ethernet Switch, Modbus Converters, Profitbus Cable amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	0.26
5.	Engineering Services: Engineering & Logic Development. Screens & Graphic Development Commissioning.	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	0.52
6.	Supply of field instruments (Pneumatic Rotary Acutuator, Electromagnetic Flowmeter, Pressure Transmitter amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	93.15
7.	Supply of 90KW HD VFD Panel (MCB, Control Transformer, Control Terminal, TNC breaker control switch amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	2.71

8.	Supply of 450KW VFD Panel (MCB, Control Transformer, Control Terminal, TNC breaker control switch amongst others)	October 15, 2024	June 30, 2025	Sigma Automation & Instruments	1.82
9.	HT Substation Work (Transformer, DG, HT, VCB)	October 15, 2024	June 30, 2025	VL Engineers	44.36
10.	Cable and Termination	October 15, 2024	June 30, 2025	VL Engineers	43.69
11.	Cable Tray and Support	October 15, 2024	June 30, 2025	VL Engineers	7.04
12.	Earthing and Lightning Protection	October 15, 2024	June 30, 2025	VL Engineers	3.22
13.	Indoor and Outdoor Lighting	October 15, 2024	June 30, 2025	VL Engineers	7.32
14.	LT Panels	October 15, 2024	June 30, 2025	VL Engineers	65.59
15.	Sandwitch BBT	October 15, 2024	June 30, 2025	VL Engineers	12.00
16.	Hybrid RTPFC Panels	October 15, 2024	June 30, 2025	VL Engineers	5.32
17.	Internal Wiring for lighting	October 15, 2024	June 30, 2025	VL Engineers	3.54
18.	DG Sets	October 15, 2024	June 30, 2025	VL Engineers	18.57
Total					**320.20**

*inclusive of applicable taxes.

We have considered the above quotations for the estimate purpose and have not placed orders for them. The actual cost of procurement and actual supplier/dealer may vary.

Quotation received from the vendor mentioned above is valid as on the date of this Draft Red Herring Prospectus. However, we have not entered into any definitive agreements with vendor and there can be no assurance that the same vendor would be engaged to eventually supply the material and services or at the same costs. If there is any increase in the costs, the additional costs shall be paid by our Company from its internal accruals.

The quotations relied upon by us in arriving at the above cost are valid for a specific period of time and may lapse after the expiry of the said period. Consequent upon which, there could be a possible escalation in the cost, resulting in increase in the estimated cost. Such cost escalation would be met out of our internal accruals.

Further, our Promoters, Directors and Key Managerial Personnel do not have any interest in the construction of factory building and civil construction, purchase of Plant and machinery, purchase of utilities, or in the entities from whom we have obtained quotations / cost estimates in relation to the setting up of the new Plant at our Proposed Facility in Madhya Pradesh.

Contingencies

The Company envisages that there might be price fluctuations and the currently estimated project cost may increase on account of factors beyond our control, including increase in cost of machinery and associated transportation or other charges or taxes. The total estimated cost for contingencies is ₹ 100.54 million as per TEV Report.

The details as mentioned above are certified by Dun & Bradstreet Information Services (India) Private Limited, in the TEV report dated October 30, 2024.

The quotation received from the above suppliers are valid as on the date of this Draft Red Herring Prospectus. However, we have not entered into any definitive agreements with the suppliers and there can be no assurance that the abovementioned suppliers would be engaged to eventually provide the products and services at the same costs. If there is any increase in the costs, the additional costs shall be paid by our Company from its internal accruals.

We do not intend to purchase any second-hand equipment in relation to this Object

Government approvals, permissions and clearances

While there are no material approvals that will be required in connection with setting up the Proposed Facility, certain other business related approvals are set out below:

Sr. No.	Approval	Authority	Status
1.	Approval of new electricity connection	Energy Department – Central Discom	Approval received vide estimate report deposit and supervision project dated September 25, 2024 issued by Madhya Pradesh Madhy Kshetra Vidyut Vitaran Co. Limited.
2.	Water Connection by MPIDC	Department of Industrial Policy and Investment Promotion	Approval received vide sanction order dated September 18, 2024
3.	Consent to Establish Order for part expansion under Section 25 of the Water (Prevention & Control of Pollution) Act, 1974 & under Section 21 of the Air (Prevention & Control of Pollution) Act, 1981 and Authorization under Rule 6 and Rule 18(7) of the Hazardous & Other Wastes (Management & Transboundary Movement) Rules 2016	Madhya Pradesh Pollution Control Board	Approval received vide consent order dated October 7, 2024, by Madhya Pradesh Pollution Control Board
4.	Approval of Factory Plan/ Layout	Labour Department	Exempted vide certificate dated September 6, 2024 issued by MP Industrial Development Corporation Limited
5.	Fire Approval Plan	Urban Development and Housing	Exempted vide certificate dated September 6, 2024 issued by MP Industrial Development Corporation Limited

Proposed Schedule of Implementation of the Proposed Project*

Particulars	Estimated Date of Commencement	Estimated Date of Completion
Land - Acquired	Completed	
Civil & Construction Work	October, 2024	June, 2025
Plant and Machinery	March 2025	December, 2025
Electrical equipment's and Instrumentation	July, 2025	March, 2026
Trial manufacturing	January, 2026	March, 2026
Commercial operation	April, 2026 onwards	

Estimated implementation schedule as per the Company commissioned Report dated October 30, 2024 issued by Dun & Bradstreet Information Services (India) Private Limited in respect of the Proposed Facility setting up of the new Plant at our Proposed Facility in Madhya Pradesh.

2. Repayment and/ or pre-payment, in part or full, of certain borrowings availed by our Company

Our Company has entered into certain financing arrangements with banks and financial institutions. For disclosure of our Company's secured and unsecured borrowings as on September 30, 2024, please refer to chapter titled "*Financial Indebtedness*" beginning on page 385.

Our Company proposes to utilise an estimated amount of up to ₹ 850.00 million out of the Net Proceeds towards repayment and/or pre-payment of certain existing borrowings availed by our Company. Further, our Company shall pay the prepayment charges, if any, on the loans identified below, out of the portion of Net Proceeds earmarked for this Object. In the event the Net Proceeds are insufficient for payment of pre-payment penalty or accrued interest, as applicable, such payment shall be made from the internal accruals of our Company. Accordingly, our Company may utilise the Net Proceeds for part or full pre-payment or scheduled repayment of any such refinanced borrowings or additional borrowings obtained. Further, the amounts outstanding under the borrowings of our Company as well as the sanctioned limits are dependent on several factors and may vary with our Company's business cycle with multiple intermediate repayments, drawdowns and enhancement of sanctioned limits. However, our Company confirms that the aggregate amount to be utilised from the Net Proceeds towards pre-payment and/or scheduled repayment of its existing borrowings (including re-financed or additional borrowings availed, if any), in part or full, will not exceed ₹ 850.00 million. We may choose to repay and/or pre-pay certain borrowings availed by us, other than those identified in the table below, which may include additional borrowings we may avail after the filing of this Draft Red Herring Prospectus. Given the nature of these borrowings and the terms of repayment/pre-payment, the aggregate outstanding borrowing amounts may vary from time to time. In light of the above, at the time of filing the Red Herring Prospectus or Prospectus with the Registrar of Companies, the details in this chapter shall be suitably updated to reflect the revised amounts or loans as the case may be which have been availed by us. In the event our Board deems appropriate, the amount allocated for estimated schedule of deployment of Net Proceeds in a particular fiscal may be repaid/ pre-paid in part or full by our Company in the subsequent fiscal. We believe that the pre-payment or scheduled repayment will help reduce our existing borrowings, assist us in maintaining a favourable debt-equity ratio and enable utilisation of our internal accruals for further investment in business growth and expansion. In addition, we believe that this will improve our debt-equity ratio, enabling us to raise further resources in the future at competitive rates to fund potential business development opportunities and plans to grow and expand our business in the future. As on September 30, 2024, the aggregated outstanding borrowings of our Company amounted to ₹ 2,161.75 million. The following table provides the details of outstanding borrowings availed by our Company, any of which are proposed to be repaid or prepaid, in full or in part, from the Net Proceeds.

Sr. No.	Name of the Lender	Nature of Loan	Amount Sanctioned (in ₹ million)	Date of Disbursement	Amount outstanding as on September 30, 2024 (₹ in million)	Rate of interest per annum as on September 30, 2024	Tenure/ Repayment in months	Purpose of Raising the loan#	Pre-payment/ pre-closure charges
1.	Indian Bank	Term Loan	350.00	March 15, 2019	180.58	8.55	Repayment in 84 instalments	Purchase of fixed assets of the Company	Nil
2.	Indian Bank	Term Loan	843.80	September 30, 2022	839.16	8.55	Repayment in 84 instalments	Purchase of fixed assets of the Company	Nil
3.	Indian Bank	Open Cash Credit (OCC)	1200.00	March 7, 2015 (Renewed and enhanced from time to time)	795.13	8.55	Repayment in 12 months	To meet the working capital requirement.	Nil
4.	**Total**		**2,393.80**		**1,814.87**				

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024, the utilisation of the proceeds of the loans, as indicated above has been towards the purpose availed for, as per the sanction letters / loan agreements of the respective loans.

3. General Corporate Purposes

Our Company proposes to deploy the balance Net Proceeds aggregating 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 funding strategic initiatives, funding growth opportunities including acquisitions, meeting fund requirements of our Company in the ordinary course of our business, strengthening marketing capabilities and brand building exercises, meeting corporate contingencies and expenses incurred in ordinary course of business, business development initiatives, funding growth opportunities, capital expenditure, including towards expansion/ development/ refurbishment of our assets, branding and marketing initiatives, ongoing/new, meeting exigencies, meeting general, administrative and other business expenses, acquiring assets, etc., 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 actually available under this head and the business requirements of our Company and other relevant considerations, from time to time., as may be approved by our Board or a duly constituted committee thereof from time to time, subject to compliance with applicable law, including provisions of the Companies Act, 2013. 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 ₹ [●] million. The expenses of the Offer include, amongst others, listing fees, selling commission and brokerage, fees payable to the BRLM, fees payable to legal counsel, fees payable to the Registrar to the Offer, Bankers to the Offer, processing fee to the SCSBs for processing ASBA Forms, brokerage and selling commission payable to members of the Syndicate, Registered Brokers, Collecting RTAs and CDPs, fees payable to the sponsor bank for bids made by UPI bidders, printing and stationery expenses, advertising and marketing expenses, auditor's fees and all other incidental and miscellaneous expenses for listing and trading of the Equity Shares on the Stock Exchanges.

Our Company and the Promoter Selling Shareholder will share the costs and expenses (including all applicable taxes, except STT payable on sale of Offered Shares) directly attributable to the Offer (excluding listing fees, audit fees of the Statutory Auditor and expenses for any corporate advertisements, i.e. any corporate advertisements consistent with past practices of our Company (other than the expenses relating to marketing and advertisements undertaken in connection with the Offer) that will be borne by our Company), on a pro rata basis, based on the proportion of the proceeds received for the Fresh Issue and the respective Offered Shares. Any expenses in relation to the Offer shall initially be paid by our Company and to the extent of any expense paid by our Company on behalf of the Promoter Selling Shareholder, such expense shall be reimbursed to our Company by the Promoter Selling Shareholder on completion of the Offer, directly from the Public Offer Account, subject to applicable law. Offer expenses shall be shared on a pro-rata basis even if the Offer is not completed.

In the event of withdrawal of the Offer or if the Offer is not successful or consummated, all costs and expenses (including all applicable taxes) with respect to the Offer shall be borne by our Company and the Promoter Selling Shareholder to the extent of their respective proportion of such costs and expenses with respect to the Offer.

The estimated Offer expenses are as under:

Expenses*	**Estimated expenses (1) (₹ in million)**	**As a % of the total estimated Offer expenses**	**As a % of the total Gross Offer Proceeds**
Fixed fees payable to Book Running Lead Manager	[●]	[●]	[●]
Underwriting/Selling Commission to BRLM			
Commission/processing fee for SCSBs, Sponsor Bank(s) and fees payable to sponsor bank(s) for bids made by RIBs, Bankers to the Offer(s), Brokerage and Syndicate Fees, bidding	[●]	[●]	[●]

Expenses*	**Estimated expenses (1) (₹ in million)**	**As a % of the total estimated Offer expenses**	**As a % of the total Gross Offer Proceeds**
charges for Members of the Syndicate, Registered Brokers, RTAs and CDPs(1)(2)(3)(4)(5)(6)			
Fees payable to the Registrar to the Offer	[●]	[●]	[●]
Others including but not limited to: (i) Listing fees, SEBI filing fees, upload fees, BSE and SE processing fees, book building software fees and other regulatory expenses; (ii) Printing and distribution of stationery; (iii) Advertising and marketing expenses; (iv) Fees payable to legal counsel; (v) Fees payable to other advisors to the Offer, including but not limited to Statutory Auditors, industry service provider and Chartered Engineer; and (vi) Miscellaneous expenses	[●]	[●]	[●]
Total estimated Offer expenses	[●]	[●]	[●]

**Offer expenses include goods and services tax, where applicable. Offer expenses will be incorporated at the time of filing of the Prospectus with the RoC.*
(1) Offer expenses are estimates and are subject to change.
(2) Amounts and Amounts as a % of the Total Offer Size Proceeds will be finalised and incorporated in the Prospectus on determination of the Offer Price including applicable taxes, where applicable.

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

Portion for Retail Individual 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. No additional uploading/ processing fees shall be payable by our Company and the Promoter Selling Shareholder to the SCSBs on the applications directly procured by them. 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.*

(3)No processing fees shall be payable by our Company and the Promoter Selling Shareholder to the SCSBs on the applications directly procured by them. Processing fees payable to the SCSBs for processing the Bid cum Application for the portion of Retail Individual Bidders and Non-Institutional Bidders which are procured by the Syndicate Member/ Sub-Syndicate Member/ Registered Brokers / RTAs / CDPs and submitted to SCSBs for blocking. In case the total ASBA processing charges payable to SCSBs exceeds ₹ [●] the amount payable to SCSBs would be proportionately distributed based on the number of valid applications such that the total ASBA processing charges payable does not exceed ₹ [●] million.

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

(4)For Syndicate (including their Sub-Syndicate Member), RTAs and CDPs, Brokerages, selling commission and processing/uploading charges on the portion for Retail Individual Bidders (using the UPI mechanism) and portion for Non-Institutional Bidders which are procured by members of Syndicate (including their Sub-Syndicate Member), RTAs and CDPs or for using 3-in-1 type accounts-linked online trading, demat and bank account provided by some of the brokers which are members of Syndicate (including their Sub-Syndicate Member) would be as follows:

*Portion for Retail Individual 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.*

The selling commission payable to the Syndicate/ Sub-Syndicate Member will be determined 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.

The payment of selling commission payable to the sub-brokers/ agents of Sub-Syndicate Member are to be handled directly by the respective Sub-Syndicate Member.

The Selling commission payable to 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.

(5) Uploading charges/ processing charges for applications made by UPI Bidders. In case the total processing charges payable under this head exceeds ₹ [●] million, the amount payable would be proportionately distributed based on the number of valid applications such that the total processing charges payable does not exceed ₹ [●] million.

Members of Syndicate/RTAs/CDPs/Registered Brokers	*₹ [●] per valid application (plus applicable taxes)*
Sponsor Bank(s)	*₹ [●] per valid Bid cum Application Form (plus applicable taxes)* *The Sponsor Bank shall be responsible for making payments to the third parties such as remitter bank, NCPI and such other parties as required in connection with the performance of its duties under the SEBI circulars, the Syndicate Agreement and other applicable laws*

(6)Uploading charges/processing charges of ₹ [●] valid applications (plus applicable taxes) are applicable only in case of Bid uploaded by the members of the Syndicate, Registered Brokers, RTAs and CDPs: (a) for applications made by Retail Individual Bidders using 3-in-1 type accounts; and (b) for Non-Institutional Bids using Syndicate ASBA mechanism / using 3-in-1 type accounts. (In case the total processing charges payable under this head exceeds ₹ [●] million, the amount payable would be proportionately distributed based on the number of valid applications such that the total processing charges payable does not exceed ₹ [●] million.)

Further the processing fees for Bid cum application forms which are procured by the Registered Brokers/ RTAs / CDPs and submitted to the SCSB for blocking shall be ₹ [●] per valid Bid cum Application Form (plus applicable taxes).The processing fees for applications made by Retail Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 02, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 issued by the SEBI, is provided by such banks.

The offer expenses shall be payable in accordance with the arrangements or agreements entered into by our Company with the respective Designated Intermediary.

Bridge Financing

Our Company has not entered into any bridge finance arrangements that will be repaid from the Net Proceeds. However, we may draw down such amounts, as may be required, from an overdraft arrangement/ cash credit facility with our lenders, to finance setting up of a proposed manufacturing unit until the completion of the Offer. Any amount that is drawn down from the overdraft arrangement/ cash credit facility during this period to finance setting up of proposed manufacturing unit will be repaid from the Net Proceeds of the Offer.

Interim Use of Net proceeds

Pending utilization of the Net Proceeds for the Objects of the Offer described above, our Company shall deposit the funds only in Scheduled Commercial Banks included in the Second Schedule of Reserve Bank of India Act, 1934 as may be approved by our Board. In accordance with Section 27 of the Companies Act, 2013, our Company confirms that, pending utilisation of the proceeds of the Offer as described above, it shall not use the funds from the Net Proceeds for any investment in equity and/or real estate products and/or equity linked and/or real estate linked products.

Monitoring Utilization of Funds

If the Fresh Issue size is more than ₹ 1,000 million, a monitoring agency is required to be appointed prior to filing the Red Herring Prospectus with the RoC.

In terms of Regulation 41 of the SEBI ICDR Regulations, our Company will appoint a monitoring agency to monitor the utilisation of the Gross Proceeds including proceeds from the Pre-IPO Placement (if undertaken by the Company), including the proceeds proposed to be utilised towards general corporate purposes, prior to filing of the Red Herring Prospectus with the RoC. Our Audit Committee and the Monitoring Agency will monitor the utilisation of the Net Proceeds (including in relation to the utilisation of the Gross Proceeds towards the general corporate purposes) and the Monitoring Agency shall submit the report required under Regulation 41(2) of the SEBI ICDR Regulations, on a quarterly basis, until such time as the proceeds have been utilised in full. Our Company undertakes to place the report(s) of the Monitoring Agency on receipt before the Audit Committee without any delay. Our Company will disclose and continue to disclose the utilisation of the Gross Proceeds, including interim use under a separate head in its balance sheet for such fiscal periods as required under the SEBI ICDR Regulations, the SEBI Listing Regulations and any other applicable laws or regulations, clearly specifying the purposes for which the proceeds have been utilised, till the time any part of the Fresh Issue proceeds remains unutilised. Our Company will also, in its balance sheet for the applicable fiscal periods, provide details, if any, in relation to all such proceeds that have not been utilised, if any, of such currently unutilised proceeds.

Our Company will also, in its balance sheet for the applicable fiscal periods, provide details, if any, in relation to all such proceeds that have not been utilised, if any, of such currently unutilised proceeds. Further, our Company, on a quarterly basis, shall include the deployment of Gross Proceeds under various heads, as applicable, in the notes to our quarterly results.

Pursuant to Regulation 18(3) and Regulation 32(3) of the SEBI Listing Regulations, our Company shall on a quarterly basis disclose to the Audit Committee the uses and application of the Gross Proceeds. The Audit Committee shall make recommendations to our Board for further action, if appropriate. Our Company shall, on an annual basis, prepare a statement of funds utilised for purposes other than those stated in this Draft Red Herring Prospectus and place it before our Audit Committee. Such disclosure shall be made only until such time that all the Net Proceeds have been utilised in full. The statement shall be certified by the Statutory Auditor and such certification shall be provided to the Monitoring Agency. Further, in accordance with Regulation 32 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 utilisation of the Gross Proceeds from the objects of the Offer as stated above; and (ii) details of category wise variations in the utilisation of the Net Proceeds from the objects of the Issue as stated above.

Interim use of Net Proceeds

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 utilisation of the Net Proceeds for the purposes described above, our Company undertakes to deposit the Net Proceeds only in one or more scheduled commercial banks included in the Second Schedule of the Reserve Bank of India Act, 1934, as may be approved by our Board or the IPO Committee.

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.

Appraising agency

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

Variation in Objects

In accordance with Sections 13(8) and 27 of the Companies Act and applicable rules, our Company shall not vary the objects of the Offer without our Company being authorised to do so by the Shareholders by way of a special resolution and such variation will be in accordance with the applicable laws including the Companies Act 2013 and the SEBI ICDR Regulations. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution (the "**Notice**") shall specify the prescribed details, including justification for such variation and be published and placed on website of our Company, in accordance with the Companies Act, 2013, read with relevant rules.

The Shareholders' Meeting Notice shall simultaneously be published in the newspapers, one in English and one in Telugu (Telugu also being the regional language of the jurisdiction of Andhra Pradesh where our Registered and Corporate Office is situated). Our Promoters or controlling Shareholders will be required to provide an exit opportunity to such Shareholders who do not agree to the proposal to vary the objects, subject to the provisions of the Companies Act 2013 and in accordance with such terms and conditions, including in respect of pricing of the Equity Shares, in accordance with the Companies Act 2013 and provisions of Regulation 59 and Schedule XX of the SEBI ICDR Regulations.

Other Confirmations

Except to the extent of the proceeds received from the Offer for Sale, there is no proposal whereby any portion of the Offer Proceeds will be paid to our Promoters, Promoter Group, Directors, Key Managerial Personnel or Senior Management. Further, there are no material existing or anticipated transactions in relation to the utilisation of the

Net Proceeds entered into or to be entered into by our Company with our Promoters, Promoter Group, Directors, Key Managerial Personnel, Senior Management or Group Companies.

BASIS OF OFFER PRICE

The Price Band and the Offer Price will be determined by our Company in consultation with the Book Running Lead Manager, on the basis of assessment of market demand for the Equity Shares of face value of ₹ 5 each offered through the Book Building Process and on the basis of the qualitative and quantitative factors as described below. The face value of the Equity Shares is ₹ 5 each and the Floor Price is [●] times the face value of Equity Shares and Cap Price is [●] times the face value of Equity Shares.

Investors should also refer to the sections "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" beginning on pages 35, 223, 304 and 356 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:

a. One of the largest players, offering a diverse portfolio of maize based speciality products and having high barriers to entry;
b. Diversified customer base spread across multiple industries, inherently de-risking the business model;
c. Strategically located manufacturing plant well-connected to raw material sources and key consumption markets;
d. Demonstrated track record of consistently building capabilities and infrastructure, financial performance and growth;
e. Long-standing relationships with customers; and
f. Well positioned to tap growing opportunities in maize based speciality products industry;

For further details, please see "*Our Business – Strengths*" on page 124.

Quantitative Factors

Certain information presented in this section relating to our Company is based on and derived from the Restated Financial Statements. For details, see "*Financial Information*" beginning on page 304.

Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 5 each. Accordingly, the Authorised Capital of ₹ 2,100.00 million was sub divided from 2,10,00,000 Equity Shares of face value of ₹ 100 each to 42,00,00,000 Equity Shares of face value of ₹ 5 each. Sub-division of shares has been retrospectively considered for the computation of EPS in accordance with Ind AS 33 for all Fiscals/ periods presented.

Some of the quantitative factors, which may form the basis for computing the Offer Price, are as follows:

1. **Basic and Diluted Earnings per Share ("EPS")**

As derived from the Restated Financial Statements:

Financial Period	**Basic and Diluted EPS (in ₹) (Face Value of ₹ 5 each per equity share)**	**Weight**
Financial Year ended March 31, 2024	1.54	3
Financial Year ended March 31, 2023	1.24	2

Financial Year ended March 31, 2022	1.29	1
Weighted Average EPS	1.40	
Six month period ended September 30, 2024*	1.02	

**Not Annualized*

Notes:

i. *Basic EPS (₹) = In accordance with IND AS 33, Basic earnings per share is calculated by dividing the restated profit or loss for the year/ period attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year/ period;*

ii. *Diluted EPS (₹) = In accordance with Ind AS 33, Diluted earnings is calculated by dividing the restated profit/(loss) for the year / period attributable to equity shareholders of the company by the weighted average number of Equity Shares outstanding during the year/ period as adjusted for the effects of all dilutive potential Equity Shares during the year/ period;*

iii. *Pursuant to a resolution passed at the general meeting of shareholders dated September 24, 2024, the Company has approved bonus in the ratio of 4:1 i.e. 4(four) equity shares of ₹ 100 each for every 1 (one) existing fully paid-up equity shares of ₹ 100 each;*

iv. *The above statements and tables should be read with Significant Accounting Policies and the Notes to the Restated Financial Statements as appearing in Restated Financial Statements;*

v. *Weighted average EPS= Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year / Total of weights.*

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

As derived from the Restated Financial Statements:

Particulars	P/E at the lower end of Price Band (number of times)*	P/E at the higher end of Price Band (number of times)*
Based on Basic EPS for the Financial Year ended March 31, 2024	[●]	[●]
Based on Diluted EPS for the Financial Year ended March 31,2024	[●]	[●]

**To be updated on finalisation of the Price Band.*

3. **Industry P/E ratio**

Based on the peer group information (excluding our Company) given below in this section:

Particulars	P/E Ratio
Highest	71.67
Lowest	15.67
Industry Average	32.14

Notes:

i. *The industry high and low has been considered from the peers set provided later in this chapter. The industry average has been calculated as the arithmetic average of P/E of the industry peers set disclosed in this section. For further details, see para 6 below – "Comparison of Accounting Ratios with Listed Industry Peers" on page 126;*

ii. *The industry P/E ratio mentioned above is based on earnings for the financial year ended March 31, 2024. P/E ratio has been computed based on the closing market price of equity shares on NSE Limited on November 5, 2024 divided by the Diluted EPS for the year ended March 31, 2024 after incorporating impact of corporate action;*

iii. *All the financial information for listed industry peers mentioned above is sourced from the audited financial statements of the relevant companies for Fiscal 2024, as available on the websites of the Stock Exchanges.*

4. **Return on Net Worth ("RoNW")**

As derived from the Restated Financial Statements of our Company:

Particulars	RoNW %	Weight

Financial Year ended March 31, 2024	23.30	3
Financial Year ended March 31, 2023	24.46	2
Financial Year ended March 31, 2022	33.65	1
Weighted Average RoNW	25.41	6
Six month period ended September 30, 2024*	13.42	-

**Not Annualized*

Notes:

i. *Return on net worth is calculated as restated profit/(loss) for the year/ period divided by net worth;*

ii. *"Net worth" means the aggregate value of the paid-up share capital and all reserves 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, as per the restated financial statements, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;*

iii. *Weighted average return on Net Worth means aggregate of year-wise weighted Return on Net worth divided by the aggregate of weights i.e. (Return on Net worth x Weight) for each year / Total of weights*

5. Net Asset Value per Equity Share of face value of ₹ 5 each

As derived from the Restated Financial Statements:

Period	**NAV derived from the Restated Financial Statements (₹)**
As on September 30, 2024	7.62
As on March 31, 2024	6.59
After the completion of the Offer	At Floor Price: [●] At Cap Price: [●]
Offer Price	[●]

Notes:

i. *Offer Price per Equity Share will be determined on conclusion of the Book Building Process.*

ii. *Net Asset Value per share (in ₹): Net Asset Value per Share is calculated as Net Worth as of the end of relevant year/ period divided by the number of equity shares outstanding at the end of the year/ period. The Net Asset Value per share disclosed above is after considering the impact of bonus and subdivision of the issued equity shares.*

6. Comparison of accounting ratios with listed industry peers

Name of the company	Face value per equity share (₹)	Total income (in ₹ million)	EPS (Basic & Diluted) (₹)	PAT Margin (%)	NAV (₹ per share)	P/E	CMP (₹)	RoNW (%)
Paramesu Biotech Limited	5.00	6,292.85	1.54	6.41	6.59	[●]#	[●]#	23.30
Peer-Group								
Sanstar Limited	2.00	10,816.83	4.75	6.17	15.37	24.82	118.00	30.92
Gujarat Ambuja Exports Limited	1.00	50,714.20	7.54	6.82	60.37	16.38	123.54	12.49
Gulshan Polyols Limited	1.00	13,901.82	2.85	1.28	94.65	71.67	204.04	3.01
Sukhjit Starch and Chemicals Limited	5.00*	13,850.33	15.99	3.61	160.88	15.67	250.60	9.94

Source: All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from the annual reports / annual results as available of the respective company for the financial year ended March 31, 2024 submitted to stock exchanges.

#To be included in respect of our Company in the Prospectus based on the Offer Price

**Sukhjit Starch and Chemicals Limited had fixed October 25, 2024 as record date for sub-division of equity shares from existing face value of ₹ 10 each to face value of ₹ 5 each accordingly impact of subdivision of equity shares is incorporated in the calculation of EPS, NAV and P/E.*

Notes:

i. Return on net worth (RoNW) is calculated as restated profit/(loss) for the year divided by net worth for fiscal 2024.

ii. With respect to our Company, the information above is based on the Restated Financial Statements for the year ended March 31, 2024.

iii. P/E Ratio has been computed based on the closing market price of the equity shares (Source: NSE) on November 5, 2024, divided by the diluted EPS.

7. **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 Book Running Lead Manager, on the basis of assessment of demand from investors for Equity Shares through the Book Building Process and, is justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 35, 223, 304 and 356, respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "*Risk Factors*" on page 35 and you may lose all or part of your investments.

8. **Key Performance Indicators ("KPIs")**

The table below sets forth the details of KPIs that our Company considers have a bearing for arriving at the basis for the Issue Price. All the KPIs disclosed below have been approved by a resolution of our Audit Committee dated October 21, 2024. Further, the members of our 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 prior to the date of filing of this Draft Red Herring Prospectus. The KPIs disclosed below have been used historically by our Company to understand and analyse the business performance, which helps our Company in analysing the growth of various verticals in comparison to our Company's listed peers, and other relevant and material KPIs of the business of our Company that have a bearing for arriving at the Basis for Offer Price which have been disclosed below. Further, the KPIs herein have been certified by Kunda and Associates, Chartered Accountants pursuant to certificate dated November 7, 2024. This certificate has been included as a material document for inspection in connection with the Offer. See "*Material Contracts and Documents for Inspection*" on page 465.

The Bidders can refer to the below-mentioned KPIs, being a combination of financial and operational KPIs, to make an assessment of our Company's performances and make an informed decision.

A list of our KPIs for six month period ended September 30, 2024 and for the Fiscals 2024, 2023 and 2022 is set out below:

(₹ in million except per share data or unless otherwise specified)

Particulars	For the six month period ended September 30, 2024*	Fiscal 2024	Fiscal 2023	Fiscal 2022
Financial KPI				
Revenue from Operations(1)	4,075.94	6,278.47	6,239.29	4,949.05
EBITDA(2)	503.30	765.45	567.27	597.49
EBITDA Margin (%)(3)	12.35	12.19	9.09	12.07
Profit after Tax (PAT)(4)	268.50	403.37	325.24	339.65
PAT Margin (%)(5)	6.56	6.41	5.20	6.84
Total Borrowings(6)	2,161.75	2,058.84	1,405.64	819.79
Net worth(7)	2,001.00	1,731.23	1,329.61	1,009.46
Return on Equity (ROE) (%)(8)	13.42	23.30	24.46	33.65
Return on Capital Employed (ROCE) (%)(9)	10.74	18.13	18.71	29.78
Debt - Equity Ratio(10)	1.08	1.19	1.06	0.81
Fixed Assets Turnover Ratio(11)	1.52	2.60	4.89	3.79
Cash Conversion Cycle (in days)(12)	60	80	50	47

Operational KPI				
Total installed capacity in metric tonnes per day(13)	800	800	500.00	500.00
Capacity Utilization (%)(14)	93.34	93.09	94.58	91.76
No. of customers(15)	518	756	602	594

** Not Annualized*
NA indicates Not Available
As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Notes:
1) *Revenue from operation means revenue from operations as per the Restated Financial Statements;*
2) *EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income.;*
3) *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations;*
4) *Profit after Tax (PAT) for the year means the restated profit / (loss) for the year/ period after tax as per the Restated Financial Statements;*
5) *PAT Margin (%) for the year as a % of total Income is calculated as restated profit / (loss) for the year/ period divided by Total Income;*
6) *Total borrowings represent sum of current and non-current borrowings;*
7) *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;*
8) *ROE is calculated as PAT divided by net worth;*
9) *Return on Capital Employed (ROCE) is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (7) above + total current & non-current borrowings– cash and cash equivalents and other bank balances;*
10) *Debt to Equity Ratio is calculated as total borrowings divided by total equity;*
11) *Fixed Assets Turnover Ratio is calculated as revenue from operations for the year/ period divided by property, plant and equipment;*
12) *Cash Conversion Cycle (in days) is calculated as inventory days plus trade receivable days minus Trade payable days. Inventory days are calculated as Inventory divided by cost of goods sold multiplied by 365 days. Trade receivable days are calculated as Trade receivables divided by Revenue from operations multiplied by 365 days. Trade payable days are calculated as Trade payable divided by cost of goods sold multiplied by 365 days;*
13) *Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day;*
14) *Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable;*
15) *No. of customers is the aggregate customers served by the Company.*

The above KPIs of our Company have also been disclosed, along with other key financial and operating metrics, in "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 223 and 356. All such KPIs have been defined consistently and precisely in '*Definitions and Abbreviations*' on page 1.

Subject to applicable laws, the Company confirms that it shall continue to disclose all the key performance indicators included in this *"Basis for offer Price"* section, on a periodic basis, at least once in a year (or for any lesser period as determined by the Board of our Company), for a duration that is at least the later of (i) one year after the date of listing of the Equity Shares on the Stock Exchanges; or (ii) till the utilization of the Net Proceeds as disclosed under *"Objects of the Offer"* on page 103.

Explanation for Key Performance Indicators metrics

Set out below are explanations for how the KPIs listed above have been used by the management historically to analyse, track or monitor the operational and/or financial performance of our Company:

KPI	Explanation
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin is an indicator of the operational profitability and financial performance of our business

Profit after Tax (PAT)	Profit after Tax (PAT) for the year/ period provides information regarding the overall profitability of the business
PAT Margin (%)	PAT Margin is an indicator of the overall profitability and financial performance of our business
Total Borrowings	Total Borrowings is used by us to track our leverage position on time to time
Net Worth	Net worth is used to track the book value and overall value of shareholders' equity
Return on Equity (ROE) (%)	Return on Equity provides how efficiently our Company generates profits from shareholders' funds
Return on Capital Employed (ROCE) (%)	Return on Capital Employed provides how efficiently our Company generates earnings from the capital employed in the business
Debt-Equity Ratio	Debt to Equity Ratio is used to measure the financial leverage of our Company and provides comparison benchmark against peers
Fixed Assets Turnover	Fixed Asset Turnover is the efficiency at which our Company is able to deploy its assets (on net block basis) to generate the Revenue from Operations
Cash Conversion Cycle (in days)	Cash Conversion Cycle days indicate the working capital requirements in relation to revenue generated from operations
Total installed capacity in metric tonnes per day	Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day
Capacity Utilisation (%)	Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable

9. **Description on the historic use of the KPIs by our Company to analyse, track or monitor the operational and/or financial performance of our Company.**

Our Company shall continue to disclose the KPIs disclosed above, on a periodic basis, at least once in a year (or for any lesser period as determined by our Company), for a duration that is at least the later of (i) one year after the listing date or period specified by SEBI; or (ii) till the utilization of the Net Proceeds. Any change in these KPIs, during the aforementioned period, will be explained by our Company. The ongoing KPIs will continue to be certified as required under the SEBI ICDR Regulations.

10. **Comparison with Listed Industry Peers**

While the listed peers mentioned below operate in the same industry as us, and may have similar offerings or end use applications, our business may be different in terms of differing business models, different product verticals serviced or focus areas or different geographical presence.

a. Comparison with listed industry peers for six month period ended September 30, 2024

(₹ in million except per share data or unless otherwise specified)

Particulars	Paramesu Biotech Limited	Sanstar Limited	Gujarat Ambuja Exports Limited	Gulshan Polyols Limited	Sukhjit Starch and Chemicals Limited
Financial KPI					
Revenue from Operations(1)	4,075.94	NA	22,150.80	NA	NA
EBITDA(2)	503.30	NA	2,157.10	NA	NA
EBITDA Margin (%)(3)	12.35	NA	9.74	NA	NA
Profit after Tax (PAT)(4)	268.50	NA	1,460.20	NA	NA
PAT Margin (%)(5)	6.56	NA	6.45	NA	NA
Total Borrowings(6)	2,161.75	NA	1,560.10	NA	NA

Net worth(7)	2,001.00	NA	28,990.50	NA	NA
Return on Equity (ROE) (%)(8)	13.42	NA	5.04	NA	NA
Return on Capital Employed (ROCE) (%)(9)	10.74	NA	5.12	NA	NA
Debt - Equity Ratio(10)	1.08	NA	0.05	NA	NA
Fixed Assets Turnover Ratio(11)	1.52	NA	2.25	NA	NA
Cash Conversion Cycle (in days)(12)	60	NA	97	NA	NA
Operational KPI					
Total installed capacity in metric tonnes per day(13)	800	1,100#	NA#	600#	1,600#
Capacity Utilization (%)(14)	93.34	NA#	NA#	NA#	NA#
No. of customers(15)	518	NA#	NA#	NA#	NA#

Not annualized

*#Source: Industry report titled "Industry Report on Maize Based Speciality Products" issued on October 30, 2024 ("**F&S Report**")*

NA indicates Not Available

b. Comparison with listed industry peers for the fiscal 2024

(₹ in million except per share data or unless otherwise specified)

Particulars	**Paramesu Biotech Limited**	**Sanstar Limited**	**Gujarat Ambuja Exports Limited**	**Gulshan Polyols Limited**	**Sukhjit Starch and Chemicals Limited**
Financial KPI					
Revenue from Operations(1)	6,278.47	10,672.71	49,267.00	13,779.76	13,753.45
EBITDA(2)	765.45	981.41	4,423.70	580.77	1,280.22
EBITDA Margin (%)(3)	12.19	9.20	8.98	4.21	9.31
Profit after Tax (PAT)(4)	403.37	667.67	3,458.70	177.57	499.58
PAT Margin (%)(5)	6.41	6.17	6.82	1.28	3.61
Total Borrowings(6)	2,058.84	1,276.36	1,949.30	3,488.72	3,244.90
Net worth(7)	1,731.23	2,159.12	27,690.20	5,903.19	5,026.44
Return on Equity (ROE) (%)(8)	23.30	30.92	12.49	3.01	9.94
Return on Capital Employed (ROCE) (%)(9)	18.13	25.43	10.91	2.77	11.48
Debt - Equity Ratio(10)	1.19	0.59	0.07	0.59	0.65
Fixed Assets Turnover Ratio(11)	2.60	5.28	4.90	2.66	2.64
Cash Conversion Cycle (in days)(12)	80	48	86	53	81
Operational KPI					
Total installed capacity in metric tonnes per day(13)	800	1,100#	4,000#	600#	1,600#
Capacity Utilization (%)(14)	93.09	86.19#	~90.00#	NA#	NA#
No. of customers(15)	756	525#	NA#	NA#	NA#

NA indicates Not Available

*#Source : Industry report titled "Industry Report on Maize Based Speciality Products" issued on October 30, 2024 ("**F&S Report**")*

c. Comparison with listed industry peers for the fiscal 2023

(₹ in million except per share data or unless otherwise specified)

Particulars	Paramesu Biotech Limited	Sanstar Limited	Gujarat Ambuja Exports Limited	Gulshan Polyols Limited	Sukhjit Starch and Chemicals Limited
Financial KPI					
Revenue from Operations(1)	6,239.29	12,050.67	49,089.90	11,797.30	14,465.72
EBITDA(2)	567.27	724.47	4,750.40	879.98	1,470.89
EBITDA Margin (%)(3)	9.09	6.01	9.68	7.46	10.17
Profit after Tax (PAT)(4)	325.24	418.05	3,301.00	451.82	633.61
PAT Margin (%)(5)	5.20	3.46	6.62	3.81	4.37
Total Borrowings(6)	1,405.64	1,117.00	2,206.70	2,479.69	3,192.75
Net worth(7)	1,329.61	1,492.81	24,339.80	5,748.71	4,655.28
Return on Equity (ROE) (%)(8)	24.46	28.00	13.56	7.86	13.61
Return on Capital Employed (ROCE) (%)(9)	18.71	23.82	14.95	7.25	14.43
Debt - Equity Ratio(10)	1.06	0.75	0.09	0.43	0.69
Fixed Assets Turnover Ratio(11)	4.89	6.16	4.73	4.28	2.74
Cash Conversion Cycle (in days)(12)	50	26	73	83	65
Operational KPI					
Total installed capacity in metric tonnes per day(13)	500	1,100#	4,000#	600#	1,600-1,700#
Capacity Utilization (%)(14)	94.58	87.87#	~90.00#	NA#	~80.00#
No. of customers(15)	602	541#	1,300+#	NA#	NA#

NA indicates Not Available

*#Source: Industry report titled "Industry Report on Maize Based Speciality Products" issued on October 30, 2024 ("**F&S Report**")*

d. Comparison with listed industry peers for the fiscal 2022

(₹ in million except per share data or unless otherwise specified)

Particulars	Paramesu Biotech Limited	Sanstar Limited	Gujarat Ambuja Exports Limited	Gulshan Polyols Limited	Sukhjit Starch and Chemicals Limited
Financial KPI					
Revenue from Operations(1)	4,949.05	5,044.02	46,703.10	11,007.26	11,589.74
EBITDA(2)	597.49	397.20	6,871.20	1,501.18	1,577.37
EBITDA Margin (%)(3)	12.07	7.87	14.71	13.64	13.61
Profit after Tax (PAT)(4)	339.65	159.21	4,754.40	852.49	728.44
PAT Margin (%)(5)	6.84	3.15	10.06	7.73	6.27
Total Borrowings(6)	819.79	852.24	2,688.10	1,119.56	2,765.01
Net worth(7)	1,009.46	489.67	21,183.30	5,353.90	4,125.83
Return on Equity (ROE) (%)(8)	33.65	32.51	22.44	15.92	17.66
Return on Capital Employed (ROCE) (%)(9)	29.78	23.19	24.90	22.45	18.13
Debt - Equity Ratio(10)	0.81	1.74	0.13	0.21	0.67
Fixed Assets Turnover Ratio(11)	3.79	3.79	6.11	4.64	2.40

Cash Conversion Cycle (in days)(12)	47	24	72	72	48
Operational KPI					
Total installed capacity in metric tonnes per day(13)	500	750#	4,000#	600#	1,600-1,700#
Capacity Utilization (%)(14)	91.76	78.23#	~90.00#	NA#	~80.00#
No. of customers(15)	594	215#	1275+#	NA#	NA#

NA indicates Not Available, ~ indicates approximately

*#Source : Industry report titled "Industry Report on Maize Based Speciality Products" issued on October 30, 2024 ("**F&S Report**")*

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Notes:

1) *Revenue from operation means revenue from operations as per the Restated Financial Statements;*
2) *EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income.;*
3) *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations;*
4) *Profit after Tax (PAT) for the year means the restated profit / (loss) for the year/ period after tax as per the Restated Financial Statements;*
5) *PAT Margin (%) for the year as a % of total Income is calculated as restated profit / (loss) for the year/ period divided by Total Income;*
6) *Total borrowings represent sum of current and non-current borrowings;*
7) *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;*
8) *ROE is calculated as PAT divided by net worth;*
9) *Return on Capital Employed (ROCE) is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (7) above + total current & non-current borrowings– cash and cash equivalents and other bank balances;*
10) *Debt to Equity Ratio is calculated as total borrowings divided by total equity;*
11) *Fixed Assets Turnover Ratio is calculated as revenue from operations for the year/ period divided by property, plant and equipment;*
12) *Cash Conversion Cycle (in days) is calculated as inventory days plus trade receivable days minus Trade payable days. Inventory days are calculated as Inventory divided by cost of goods sold multiplied by 365 days. Trade receivable days are calculated as Trade receivables divided by Revenue from operations multiplied by 365 days. Trade payable days are calculated as Trade payable divided by cost of goods sold multiplied by 365 days;*
13) *Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day;*
14) *Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable;*
15) *No. of customers is the aggregate customers served by the Company.*

11. Weighted Average Cost of Acquisition

a. The price per share of the Company based on primary/ new issuances of Equity Shares or convertible securities (excluding issuance of Equity Shares under ESOP/ESOS or pursuant to a bonus issue) during the 18 months preceding the date of this Draft Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-transaction capital before such transactions) in a single transaction or multiple transactions combined together over span of rolling 30 days.

There have been no primary/ new issuances of Equity Shares or convertible securities during the 18 months preceding the date of this Draft Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-offer capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30.

b. The price per share of the Company based on secondary sale or acquisition of Equity Shares or convertible securities (excluding gifts) involving any of the Promoters, members of the Promoter Group, Promoter Selling Shareholder or any other Shareholders with rights to nominate directors during the 18 months preceding the date of filing of this Draft Red Herring Prospectus, where the 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-transaction capital before such transactions), in a single transaction or multiple transactions combined together over a span of rolling 30 days. price per share of our Company based on secondary sale/ acquisitions of shares (equity/ convertible securities).

There have been no secondary sales/transfers or acquisitions of any Equity Shares or convertible securities (excluding gifts) where the Promoters, members of the Promoter Group, the Promoter Selling Shareholder or Shareholder(s) having the right to nominate director(s) in the Board of Directors of the Company 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 the 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.

c. ***Price of Equity Shares for last five primary or secondary transactions (where Promoters, members of the Promoter Group, Promoter Selling Shareholder or Shareholder(s) having the right to nominate Director(s) on our Board, are a party to the transaction), not older than three years prior to the date of this Draft Red Herring Prospectus irrespective of the size of transactions.***

Since there are no such transactions to report to under (a) and (b) above, information based on last five primary or secondary transactions (secondary transactions where our Promoters/members of our Promoter Group or Promoter Selling Shareholder or Shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), during the three years prior to the date of this Draft Red Herring Prospectus irrespective of the size of transactions, is as below:

Date of allotment/ transaction	No. of Equity Shares	Face value per Equity Share (₹)	Issue price/ Transfer price per Equity Share (₹)	Nature of allotment/ transaction	Nature of consideration	Total consideration (in ₹ million)
i. Primary Transactions						
March 28, 2022	6,56,450	100	-	Bonus Issue	Nil*	Nil*
September 26, 2024	1,05,03,200	100	-	Bonus Issue	Nil*	Nil*
ii. Secondary Transactions						
January 20, 2022	13,000	100	-	Gift	Not Applicable	Not Applicable
August 09, 2024	267	100	-	Gift	Not Applicable	Not Applicable

**Represents cost of Equity Shares issued pursuant to a bonus issue which are issued at no consideration*.

For further details in relation to the share capital history of our Company, see "*Capital Structure*" on page 85.

d. **Based on the above transactions, below are the details of the weighted average cost of acquisition, as compared to the Floor Price and the Cap Price:**

Past Transactions	Weighted average cost of acquisition (in ₹)	Floor Price (₹ [●])*	Cap Price (₹ [●])
a. Weighted average cost of acquisition for last 18 months for primary/new issue of shares (equity/convertible securities)	Nil	[●] times	[●] times
b. Weighted average cost of acquisition for last 18 months for secondary	Nil	[●] times	[●] times

sale/acquisition of shares equity/convertible securities			
c. Since there are no such transactions to report to under (a) and (b) above, the information has been disclosed for price per share of our Company based on the last five primary or secondary transactions where our Promoters/members of our Promoter Group or Shareholder(s) having the right to nominate director(s) on the Board of our Company, are a party to the transaction, during the three years prior to the date of filing of this Draft Red Herring Prospectus irrespective of the size of the transaction, is as below:			
i. WACA of Equity Shares based on primary issuances undertaken during the three immediately preceding years	Nil	[●] times	[●] times
ii. WACA of Equity Shares based on secondary transactions undertaken during the three immediately preceding years	Nil	[●] times	[●] times

**To be updated at Prospectus stage*

12. **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 market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above stated qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Conditions and Results of Operations*" on pages 35, 223, 304 and 356, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "*Risk Factors*" on page 35 and you may lose all or part of your investments.

13. **Justification for Basis of Offer Price**

Explanations for Offer Price being [●] times of weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares along with our Company's key performance indicators and financial ratios for the six month ended September 30, 2024, and the Fiscals 2024, 2023 and 2022 and in view of the external factors which may have influenced the pricing of the Offer, are provided below:

[●]*

**To be included on finalisation of Price Band*

STATEMENT OF SPECIAL TAX BENEFITS

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

STATEMENT OF SPECIAL TAX BENEFITS AVAILABLE TO THE COMPANY AND ITS SHAREHOLDERS UNDER THE APPLICABLE LAWS IN INDIA

Date: 07.11.2024

The Board of Directors
Paramesu Biotech Limited
RS No:972, 3rd KM on Gopalapuram Road,
West Godavari, Devarapalli,
Andhra Pradesh, India, 534313

Dear Sir/Ma'am,

Re: **Statement of Special Tax Benefits available to Paramesu Biotech Limited ("Company") and its shareholders under the Indian tax laws**

We, M/s Kunda & Associates (Registration Number: 010579S), hereby report that the enclosed statement is in connection with the possible special tax benefits available to (i) the Company and, (ii) to the shareholders of the Company, under applicable tax laws presently in force in India including the Income Tax Act, 1961, as amended by the Finance Act, 2024, read with rules, circulars and notifications issued thereunder ("**Income Tax Act**") i.e. applicable for the Financial Year 2024-25 relevant to the assessment year 2025-26, presently in force in India and under indirect taxation laws presently in force in India, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017,the applicable States' Goods and Services Tax Act, the Customs Act, 1962 ("**Customs Act**") and the Customs Tariff Act, 1975 ("**Tariff Act**"), as amended by the Finance Act 2024 including the relevant rules, notifications and circulars issued thereunder. Several of these benefits are dependent on the Company and its shareholders as the case may be, fulfilling the conditions prescribed under the relevant provisions of the Act. Hence, the ability of the Company and its shareholders to derive the special tax benefits is dependent upon their fulfilling such conditions prescribed under the relevant statutory provisions, which based on business imperatives, the Company and its shareholders face in the future, the Company and its shareholders may or may not choose to fulfill.

The benefits discussed in the enclosed Annexure cover only special tax benefits available to the Company and its shareholders and do not cover any general tax benefits available to the Company and its shareholders. Further, the benefits discussed in the enclosed statement are not exhaustive. This statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and 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.

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

a. the Company and /or its shareholders will continue to obtain these benefits in the future; or

b. the conditions prescribed for availing of the benefits have been/would be met with.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and based on our understanding of the business activities and operations of the Company.

We hereby consent to the extracts of this certificate being used in the Draft Red Herring Prospectus ("**DRHP**") to be filed with the Securities and Exchange Board of India ("**SEBI**"), the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**" and together with the BSE, the "**Stock Exchanges**") and the Red Herring Prospectus ("**RHP**") and the Prospectus ("**Prospectus**" and together with DRHP and RHP, the "**Offer Documents**"), to be filed with the Registrar of Companies, Andhra Pradesh at Vijayawada ('**ROC**") and submitted to the SEBI, and the Stock Exchanges with respect to the Offer, and any other regulatory or governmental authorities, and in any other material used in connection with the Offer and on the websites of the Company and the Book Running "Book Running Lead Manager" or "**BRLM**") in connection with the Offer.

We undertake to immediately inform any changes in writing to the above information to the Company and the BRLM until the date when the Equity Shares commence trading on the Stock Exchanges where the Equity Shares are proposed to be listed. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ("**ICAI**") which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI. We hereby confirm that while providing this certificate we have complied with the Code of Ethics issued by the ICAI. We have also 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.

This certificate is for information and for inclusion (in part or full) in the draft red herring prospectus ("**DRHP**") of the Company to be submitted/filed with the Securities and Exchange Board of India (the "**SEBI**") and any relevant Stock Exchanges, and the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") which the Company intends to file with the Registrar of Companies, Andhra Pradesh at Vijayawada (the "**RoC**") and thereafter file with the SEBI and the Stock Exchanges and in any other document in relation to the Offer (collectively, the "**Offer Documents**") or any other Offer related material, and may be relied upon by the Company, the BRLM and the Legal Counsel to the Offer. We hereby consent to the submission of this certificate 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 BRLM and in accordance with applicable law.

All capitalized terms not defined herein bear the meaning ascribed to them in the Offer Documents.

Yours faithfully,
For and on behalf of M/s Kunda & Associates
Chartered Accountants
Firm Registration Number: 010579S

Name: K Ramgopal
Designation: Partner
Membership No.: 041997
UDIN: 24041997BKCROT8592
Place: Vijayawada

ANNEXURE I

STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO PARAMESU BIOTECH LIMITED ("THE COMPANY") AND ITS SHAREHOLDERS UNDER THE APPLICABLE DIRECT AND INDIRECT TAXES ("TAX LAWS")

Outlined below are the possible special tax benefits available to the Company and its shareholders under the Tax Laws ("**Possible Special Tax Benefits**"). These Possible Special Tax Benefits are dependent on the Company and its shareholders fulfilling the conditions prescribed under the Tax Laws. Hence, the ability of the Company and its shareholders to derive the Possible Special Tax Benefits is dependent upon fulfilling such conditions, which are based on business imperatives it faces in the future, it may or may not choose to fulfil.

1. Special tax benefits available to the Company

a. Direct Taxes:
Lower corporate tax rate under section 115BAA of the IT Act:

Section 115BAA has been inserted in the IT Act by the Taxation Laws (Amendment) Act, 2019 ("the Amendment Act, 2019") with effect from 1 April 2019 (FY 2019-2020). Section 115BAA of the IT Act grants an option to a domestic company to be governed by the section from a particular assessment year ('AY'). If a company opts for section 115BAA of the IT Act, it can pay corporate tax at a reduced rate of 25.168% (22% plus surcharge of 10% and education cess of 4%). Section 115BAA of the IT Act further provides that domestic companies availing the option will not be required to pay Minimum Alternate Tax (MAT) on their 'book profits' under section 115JB of the IT Act.

However, such a company will no longer be eligible to avail specified exemptions / incentives under the IT Act and will also need to comply with the other conditions specified in section 115BAA of the IT Act. Also, if a company opts for section 115BAA of the IT Act, the tax credit (under section 115JAA of the IT Act), if any, which it is entitled to on account of MAT paid in earlier years, will no longer be available. Further, it shall not be allowed to claim set-off of any brought forward loss arising to it on account of additional depreciation and other specified incentives.

The Company has decided to opt for the lower corporate tax rate of 25.168% (prescribed under section 115BAA of the IT Act) with effect from AY 2020-2021.

b. Indirect Taxes:

i. **Foreign Trade Policy 2015-2020 as extended until 31 March 2023, read with Handbook of Procedures and Foreign Trade Policy 2023:**

Remission of Duties and Taxes on Exported Products Scheme (RoDTEP): This scheme is notified with effect from 1 January 2021 with an object to neutralize the taxes and duties suffered on exported goods which are otherwise not remitted/ refunded in any manner. The benefit is given as percentage of free on board or as prescribed by the Department of Commerce. The remission of taxes is provided in the form of transferable duty credit electronic script and are subject to realization of sale proceeds within the period prescribed by Reserve Bank of India.

ii. Customs Act, 1962:
Duty Drawback:

Duty drawback is the Export benefit given to rebate the custom duties charged on imported materials which are used for manufacture of exported goods.

c. Other Incentives

The Company is entitled to the following incentives under Industrial Promotion Policy, 2014 (as amended in 2022) of Department of Industrial Policy & Investment Promotion, Government of Madhya Pradesh in respect of its factory being established at Plot Numbers: A4, A5, A6; Sector A, Mohasa Babai Industrial Area, Narmadapuram District, Madhya Pradesh -461661:

i) Basic Investment Promotion Assistance of 40% to be reimbursed in 7 annual instalments.
ii) Concession in power tariff/ energy charge waiver @ Rs. 1 per unit for 5 years.
iii) Exemption from Mandi Fees @ 100% for 5 years.
iv) Capital subsidy of 50% subject to maximum of Rs. 10 million.

2. Special tax benefits available to shareholders of the Company:

There are no special tax benefits available to the current shareholders of the Company under the Tax Laws

Note:

1) The above is as per the current Tax Laws.
2) The above statement of Possible Special Tax Benefits sets out the provisions of Tax Laws in a summary manner only and is not a complete analysis or listing of all the existing and potential tax consequences of the purchase, ownership, and disposal of equity shares of the Company.
3) This statement of Possible Special Tax Benefits does not discuss any tax consequences in any country outside India of an investment in the equity shares of the Company.
4) The possible special tax benefits are subject to conditions and eligibility criteria which need to be examined for tax implications.
5) In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the relevant Double Taxation Avoidance Agreement (“DTAA”), if any, between India and the country in which the non-resident has fiscal domicile.
6) The tax benefits discussed in this statement are not exhaustive and are only intended to provide general information to the investors and hence, is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax consequences of his/her investment in the shares of the Company.

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.

SECTION IV – ABOUT THE COMPANY

INDUSTRY OVERVIEW

Global & India Macro-Economic Outlook

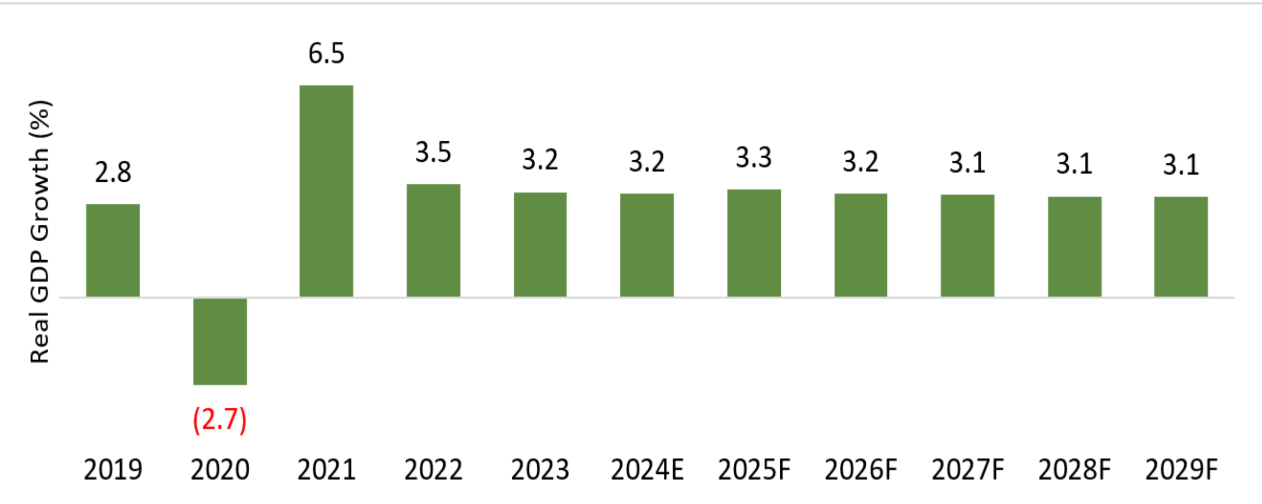
Real GDP Growth and Forecasts: Global and Key Regions

Followed by a post-pandemic demand-led growth rebound in 2021, the world economy slowed considerably in 2022 as the Russo-Ukrainian war resulted in global trade and supply chain disruptions and led to a world-wide food and commodity price spiral.

In 2023, global real GDP growth remained modest at 3.3%, as high borrowing rates and price pressures weighed on economic activity. Growth was uneven in Europe, with the UK and Germany's growth momentum being lower than expected. Sluggish manufacturing activity, subdued business and investment confidence, tight monetary policy, and geopolitical tensions weighed on growth.

In 2024, the global economy is forecasted to grow by 3.2%, with falling price pressures and easing interest rates in many countries spur demand and investments. The US real GDP growth is pegged at 2.6% in 2024 owing to upbeat consumer spending and investment growth. Moreover, a strong start to 2024 is likely to help China's real GDP growth reach 5.0%. Coupled with expanding fiscal support China's growth is likely to gain remain robust over the medium-term. During 2024-2029, the world economy is forecasted to grow at a CAGR of 3.2%.

Real GDP Growth, Global, 2019-2029F (%)

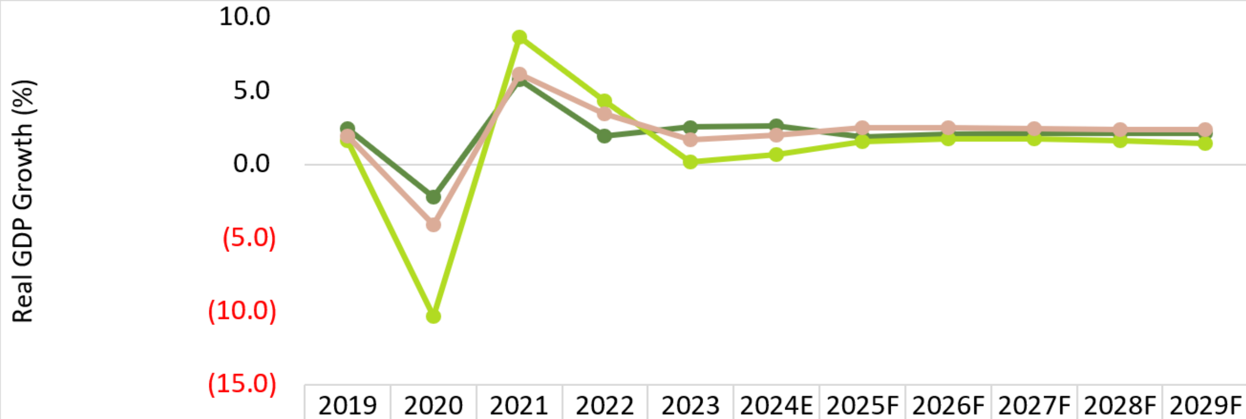


Note: E-Estimates and F-Forecasts. Negative numbers are in parentheses.
Source: International Monetary Fund (IMF) July 2024 update; Frost & Sullivan

The US, on the other hand, has defied expectations of a recession, as a resilient labor market, and high household spending and grew by 2.5% in 2023. Robust labor productivity and strong job growth will continue to benefit the US economy over 2024 and medium-term. Saudi Arabia and the United Arab Emirates in the Middle East will see steady long-term growth momentum as oil revenues get actively re-invested into local non-oil economies. As these nations prioritize economic diversification away from fossil fuels, growth of their manufacturing and tertiary sectors will position them as key drivers of global growth over the coming decade.

While African economies have remained resilient despite multiple external shocks such as a global monetary policy tightening and supply disruptions, the region's short-term growth outlook is subject to downside risks. Extreme and frequent climate events, growing debt servicing costs, and regional geopolitical instability will weigh on growth. However, over the long-term, export diversification to include the region's abundant natural resources, availability of a huge young population, adoption of climate mitigation policies, and developing a sustainable fiscal policy will encourage economic growth.

Exhibit 2 : Real GDP Growth, US, UK, EMEA1, 2019-2029F (%)



	2019	2020	2021	2022	2023	2024E	2025F	2026F	2027F	2028F	2029F
United States	2.5	(2.2)	5.8	1.9	2.5	2.6	1.9	2.0	2.1	2.1	2.1
United Kingdom	1.6	(10.4)	8.7	4.3	0.1	0.7	1.5	1.7	1.7	1.6	1.4
EMEA	1.9	(4.1)	6.1	3.4	1.7	2.0	2.5	2.5	2.4	2.4	2.4

Note: E-Estimates and F-Forecasts. Negative numbers are in parentheses.
Source: U.S. Bureau of Economic Analysis (BEA); Office for National Statistics (ONS) – UK; Eurostat; World Bank; IMF; Frost & Sullivan

1EMEA (European Union, Middle East and Central Asia, and Sub-Saharan Africa): The following countries were considered for the regional calculation:

European Union: Austria, Belgium, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Ireland, Italy, Latvia, Lithuania, Luxembourg, Malta, The Netherlands, Poland, Portugal, Romania, Slovak Republic, Slovenia, Spain, Sweden

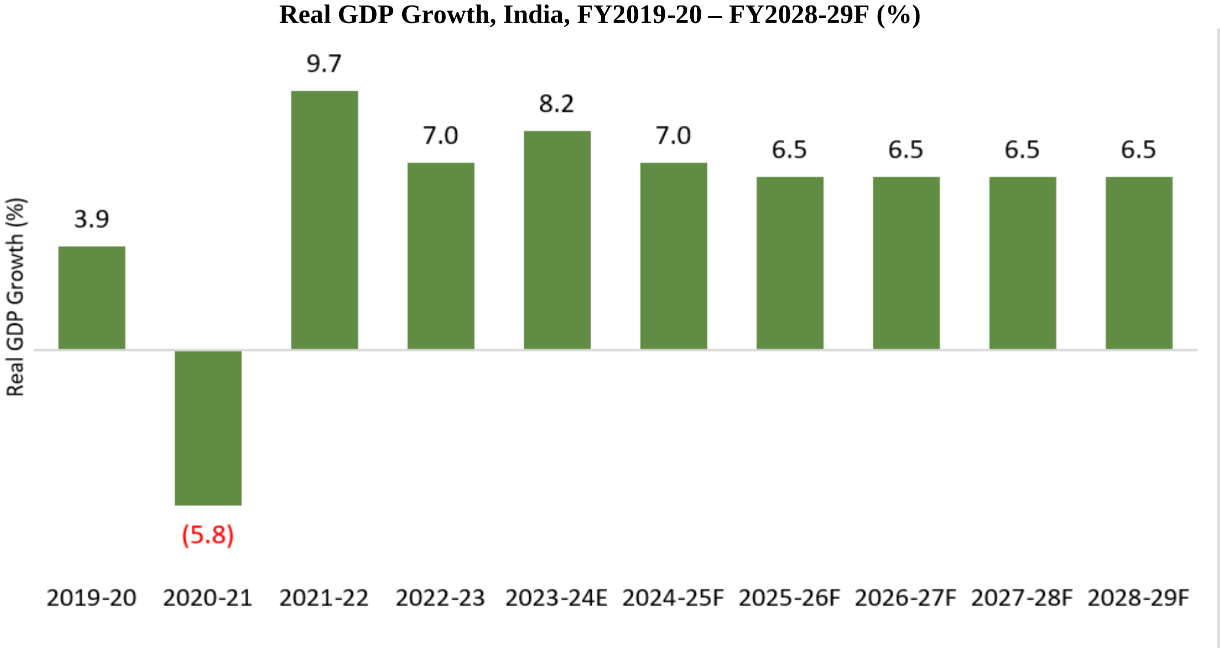
Middle East and Central Asia: Afghanistan, Algeria, Armenia, Azerbaijan, Bahrain, Djibouti, Egypt, Georgia, Iran, Iraq, Jordan, Kazakhstan, Kuwait, Kyrgyz Republic, Lebanon, Libya, Mauritania, Morocco, Oman, Pakistan, Qatar, Saudi Arabia, Somalia, Sudan, Syria, Tajikistan, Tunisia, Turkmenistan, United Arab Emirates, Uzbekistan, West Bank and Gaza, Yemen

Sub-Saharan Africa: Angola, Benin, Botswana, Burkina Faso, Burundi, Cabo Verde, Cameroon, Central African Republic, Chad, Comoros, Democratic Republic of the Congo, Republic of Congo, Côte d'Ivoire, Equatorial Guinea, Eritrea, Eswatini, Ethiopia, Gabon, The Gambia, Ghana, Guinea, Guinea-Bissau, Kenya, Lesotho, Liberia, Madagascar, Malawi, Mali, Mauritius, Mozambique, Namibia, Niger, Nigeria, Rwanda, São Tomé and Príncipe, Senegal, Seychelles, Sierra Leone, South Africa, South Sudan, Tanzania, Togo, Uganda, Zambia, Zimbabwe

Agriculture production, poverty reduction, and food security stayed adversely affected during 2020-2023 period due to various challenges like COVID-19 disruptions, extreme weather, and conflicts. Russia's attack on Ukraine has worsened a global food crisis, pushing millions more into extreme poverty and hunger. In 2022, about 783 million people were hungry, 122 million more than before COVID-19, with 258 million facing severe food insecurity.

Going forward, growing impacts of climate change could reduce crop yields, particularly in the most vulnerable areas. As a result, food insecurity will continue to remain a key cause of global concern.

Real GDP Growth and Forecasts: India



Note: E-Estimates and F-Forecasts. Negative numbers are in parentheses.
Source: Reserve Bank of India; IMF July 2024 update; Frost & Sullivan

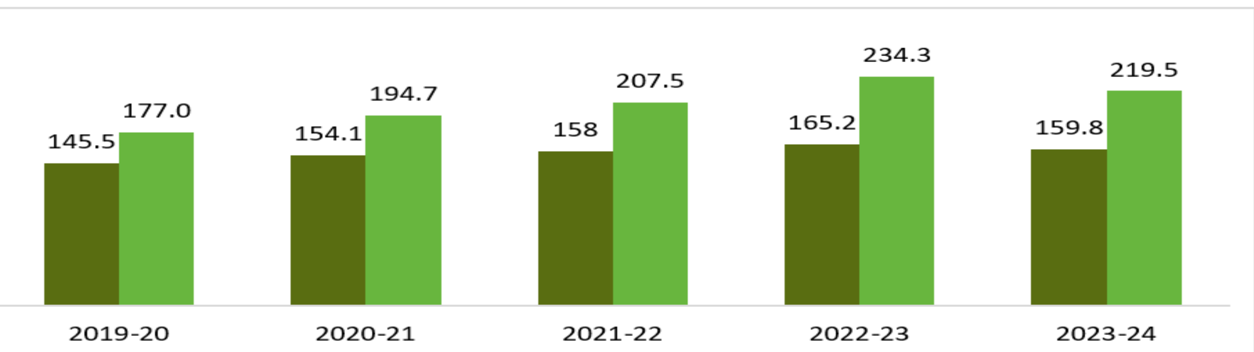
Despite a challenging global environment, India proved to stay at a bright spot with GDP growth estimated to touch 8.2% in FY2024. Expanding government spending across key growth industries such as infrastructure, logistics, manufacturing, energy, transportation, and construction is leading to employment generation, increasing the influx of vital foreign investments, and improving the competitiveness of the country's private sector. Growing focus on micro-level healthcare, education, digitalization, and finance access is leading to socio-economic development of the Indian populace.

During the 2024-2029 period, the Indian economy is expected to grow at an average rate of 6.9%, supported by a demographic dividend, increasing urban household income levels, technological advancements, and climate change mitigation policies. With the country's strong growth outlook, India is poised to overtake Germany and Japan to become the 3rd largest economy globally before 2030.

Overview of Agriculture Statistics and Performance in India

After 5.9% rise in the agriculture production in FY2021, in FY2022 total agricultural production increased by a marginal 0.7% compared to the previous year. The extreme weather events in 2022, such as higher than normal temperatures in March impacting wheat production and rainfall shortages in Uttar Pradesh, Bihar, Jharkhand, and West Bengal, have led to lower-than-expected agricultural production.

Index Numbers of Agricultural Production, India, FY2020 - FY2024



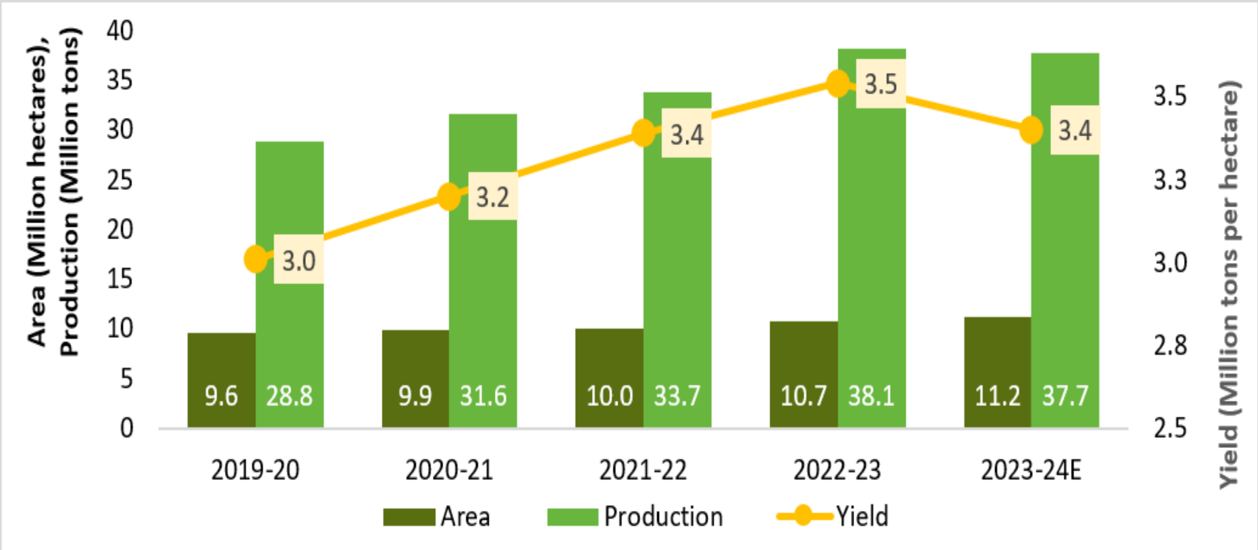
Note: Figures for 2023-24 are sourced from final estimates. Base: Triennium ending 2007-08= 100. The index number of production for a specific year for an individual crop is the percentage of current year production of the crop with respect to the base year production of the crop.
Source: Economic Survey 2023-24; Frost & Sullivan

However, in FY2023 and FY2024, production in agriculture and allied sectors witnessed a record jump, especially attributed to foodgrain production. Key demand-side drivers such as population growth and export market expansion, as well as supply-side drivers such as ideal climate, technologically advanced irrigation infrastructure, the Green Revolution in Eastern India, an increase in climate-smart agricultural practices, and policy and infrastructure support such as the "Krishi Nivesh" portal, Paramparagat Krishi Vikas Yojana, Pradhan Mantri Gram Sinchai Yojana, and Sansad Adarsh Gram Yojana, along with the Kisan Rath app, 200+ Kisan Rails, and Krishi Udaan Scheme for produce transportation, are worth noting in agricultural production boost in recent years.

In India, Maize is the third most crucial food crop after rice and wheat, making up nearly 9% of the country's food supply. After a strong 12.9% rise in maize production in FY2023, Maize production is expected to decline by 6.7% in the FY2024, due to a weak monsoon linked to the El Nino weather pattern and continued inflationary pressures.

Looking ahead, to address the growing demand from Animal feed and Ethanol production, the Government plans to boost maize production by 10% to reach 42 million tons (MMT) by 2025-26, up from 38.1 MMT in the 2022-23. This will involve strategies like crop diversification, setting up clusters for ethanol production, and engaging the private sector in seed development.

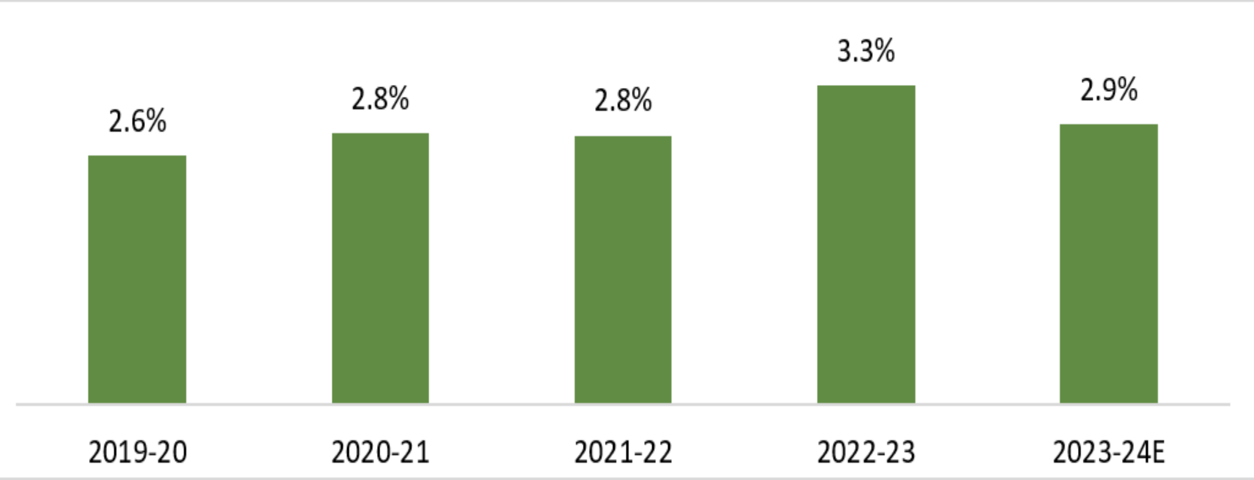
Area, Production and Yield of Maize Crop, India, FY2020 – FY2024



Note: Figures for 2023-24 are sourced from final estimates by the Ministry of Agriculture & Farmers Welfare (MAFW).
Source: Ministry of Agriculture & Farmers Welfare; Frost & Sullivan

India's contribution to global maize production registered a moderate increase from 2.6% in FY2020 to 3.0% in FY2023 and is forecast to marginally decline to 2.9% in FY2024 owing to stronger output coming from South America. India has the potential to increase its maize production from the current levels of ~34 million tons to 50 million tons by raising yield to 5 tons/ha over the next five years. Appropriate policy measures and steps to strengthen post-harvest infrastructure, improve storage facilities, implement price stabilization mechanisms, and development of an integrated value chain plan will bolster overall productivity and farmers' income.

Production Contribution in Global Maize Production, India, FY2020 – FY2024E (%)



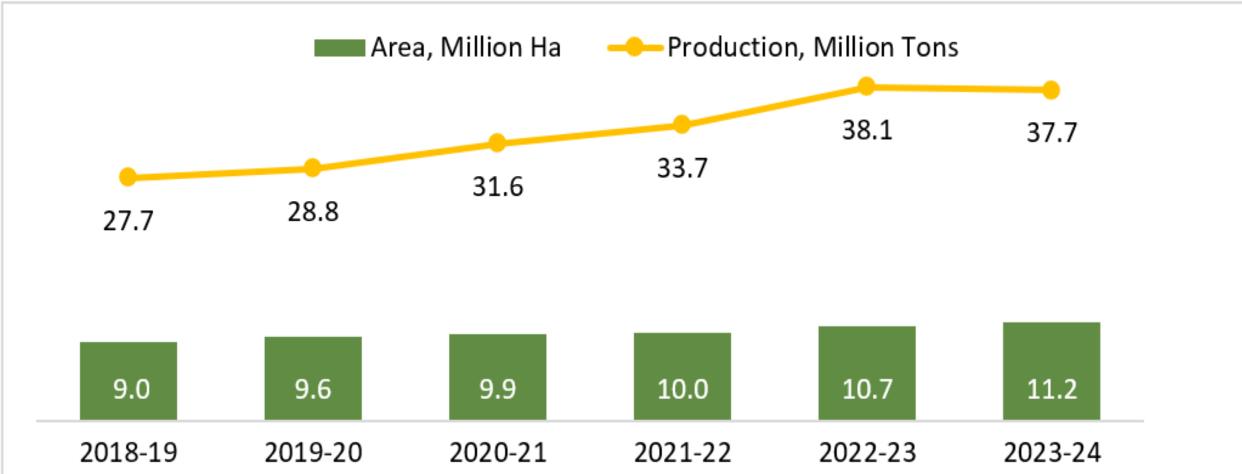
Source: United States Department of Agriculture; Frost & Sullivan

Raw Material Assessment – Maize

Overview of Maize production in India

In India, Maize is the third most important food crops after Rice and Wheat. According to final estimates for 2023-24, maize is cultivated in 11.2 Million Hectare mainly during Kharif season which covers 80-85% area. Production of maize is estimated to be 37.7 million tons in 2023-24. In 2021-22, the Maize production was record higher than the previous year's production of 33.7 million tons. Rabi maize corresponds to 17-20% of the total maize acreage. Though the acreages dropped in 2022 over 2021; they have grown with CAGR 1.8% from 2018- 2022. Karnataka & Madhya Pradesh has the largest acreages for maize. During the months of September, October, November and December, maize harvesting in India is at its peak and purchase of maize usually takes place during such months for stocking purposes.

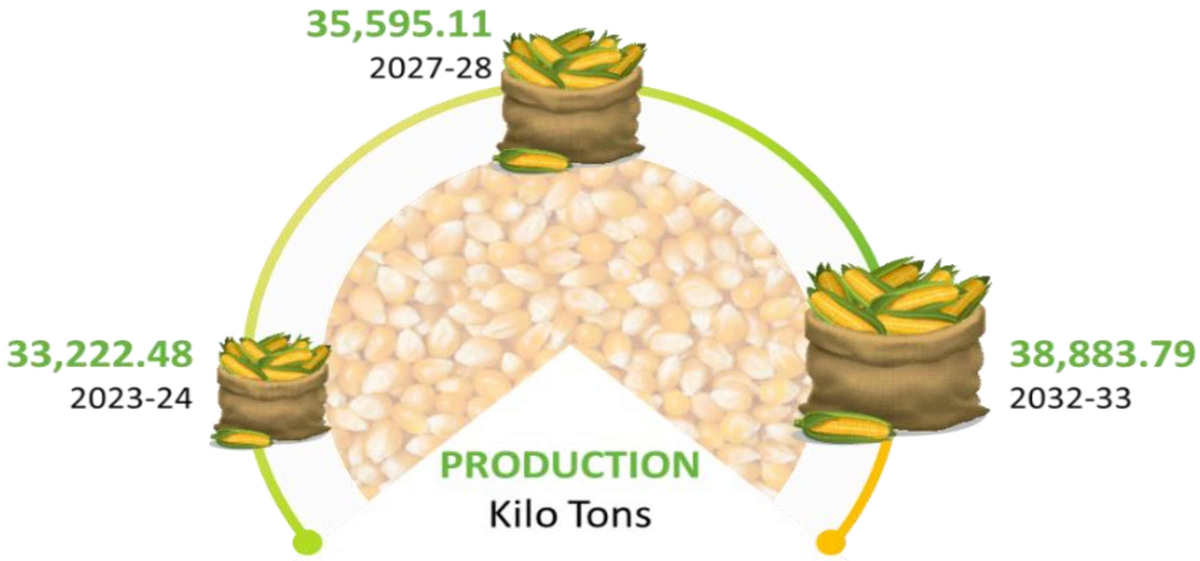
Acreages & Production of Maize in India, 2018-2024E



Note: Production data for 2023- 24E is based on final estimate published by Department of Agriculture & Farmers Welfare (DA&FW) on 25.09.2024.
Source: Department of Agriculture and Farmers Welfare

Apart from providing humans with staple food and animals with high-quality feed, Maize is also used as an important raw material in numerous of industries such as paper, film, gum, oil, protein, alcoholic drinks, food sweeteners, pharmaceutical, and cosmetic industries, among others.

Outlook of Maize Production in India, 2023-2032F



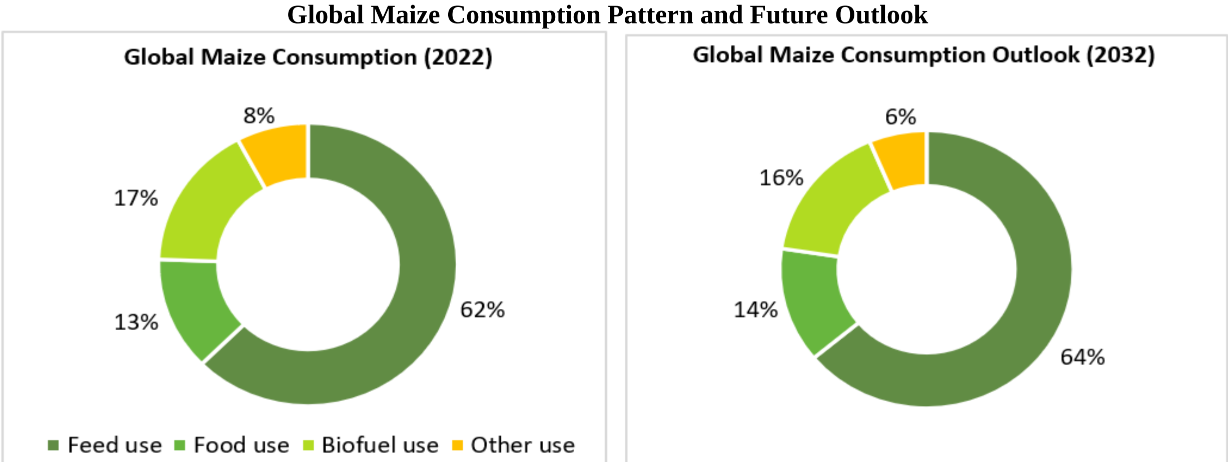
Source: OECD Outlook 2023-32 & Frost & Sullivan Analysis

In the past, Indian cropping systems used mostly conservation agriculture techniques to keep up profitability and production of maize. However, modern technology-driven processes must be adopted throughout the entire maize supply chain to meet future demand and maintain competitiveness in the global market. Maize production and post-harvest management are anticipated to be significantly impacted by technological advancements in plant nutrition and protection, biofortification, climate smart solutions (like early warning systems and precision agriculture), and improved harvesting and storage technologies. Additionally, cutting-edge technologies with the potential to increase yields, improve supply chain efficiencies, and promote sustainability and resilience include gene slicing, nanotechnology, artificial intelligence, data analytics, and linked sensors.

Overview of Maize consumption Trend

The global consumption of maize is anticipated to rise to 1.36 Billion Tons by 2032, primarily driven by higher per-capita income leading to increased meat consumption and, in turn, higher demand for animal nutrition. Maize is a high nutrient crop with versatile applications in end use industries. The proportion of maize used in animal nutrition is expected to further increase to about 64%, mainly due to rapid expansion of the livestock sector, in Southeast Asian countries.

Global Maize Consumption Pattern and Future Outlook

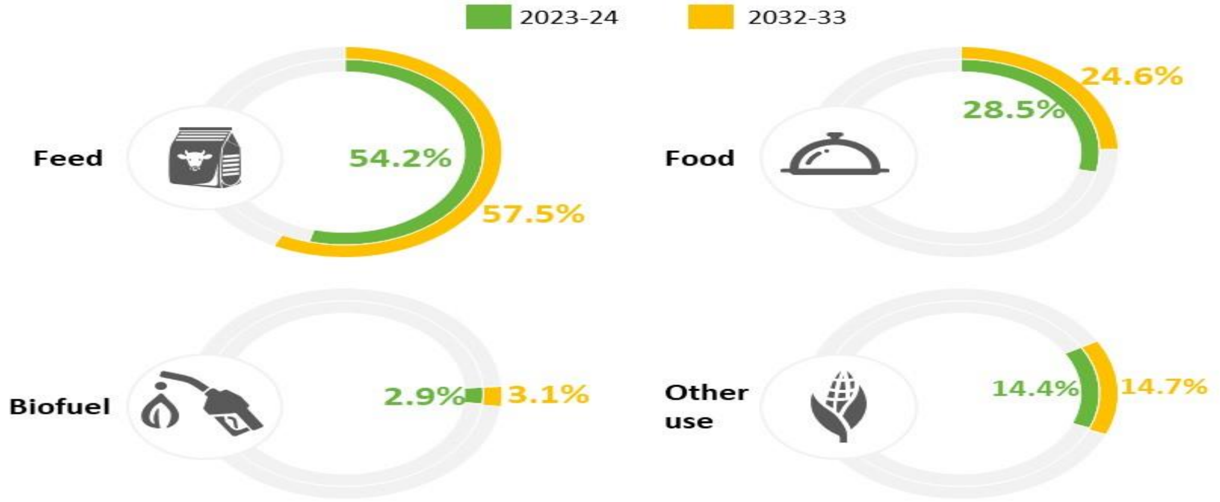


Source: OECD-FAO Agriculture Outlook 2023-2032, Frost & Sullivan Analysis

The OECD-FAO Agriculture Outlook predicts that global maize consumption will rise by 1.2% year, as opposed to 2.3% annually during the preceding ten years. The main driving force behind this increase is rising incomes, which in turn raise demand for feed, which makes up the majority of total utilization and will climb from 57% in the base period to around 59% by 2032. Due to the rapidly growing livestock and poultry industries, 52% of the increase in feed consumption will occur in Asian countries, with China accounting for over half of this growth. By 2050, the global demand for animal products is projected to increase by 60% to 70% with China, the USA, Brazil, Indonesia, Argentina, India, Vietnam, and Egypt accounting for the majority of this increase. The rapidly growing poultry sector in Southeast Asia will lead to an increase in consumption.

Globally, maize use for biofuel production is expected to increase at a much slower rate than in the past two decades as national ethanol markets of key producers are constrained by biofuel policies. Brazil and USA together account for more than 80% of the increase.

Maize Consumption Trend in India, 2023-2032F



Source: OECD Outlook 2023-32 & Frost & Sullivan Analysis

It is anticipated that the growing feed and silage industries in the country will result in an ongoing upsurge in the demand for maize in the near future. According to OECD 2023-32 report, the feed usage in India is reported to jump to ~58% from current 54%. India has produced more maize than ever before, with notable progress. But given the impact of climate change, the availability of farmed land is reducing, and demand is rising quickly, productivity needs to be given more importance. Adoption of single cross hybrids and mechanized maize farming have the potential to increase profitability and production. In the current situation, developing a competitive maize supply chain is just as important as concentrating on output and productivity.

Nutritional Value and Quality of Maize

Up to 72–73% of the weight of the maize kernel is made up of starch, which is the major component of the kernel. Two glucose polymers, amylopectin, which is branching and largely linear, and amylose, which is essentially linear, make up maize starch. Genetics regulates the starch content of maize. Of the starch in typical maize, which has either the flint or the dent type of endosperm, amylopectin makes about 70–75% and amylose 25–30%. The starch found in waxy maize is made entirely of amylopectin.

Protein is the next most important component of the kernel, after starch. In most of the maize variety's protein content ranges from 8-11% of the weight of the kernels. The endosperm contains the majority of protein. Other components of maize are fiber, fats, minerals and carbohydrates. Carbohydrates are simple sugars that range in content from 1-3% of the kernel and are known as glucose, sucrose, and fructose.

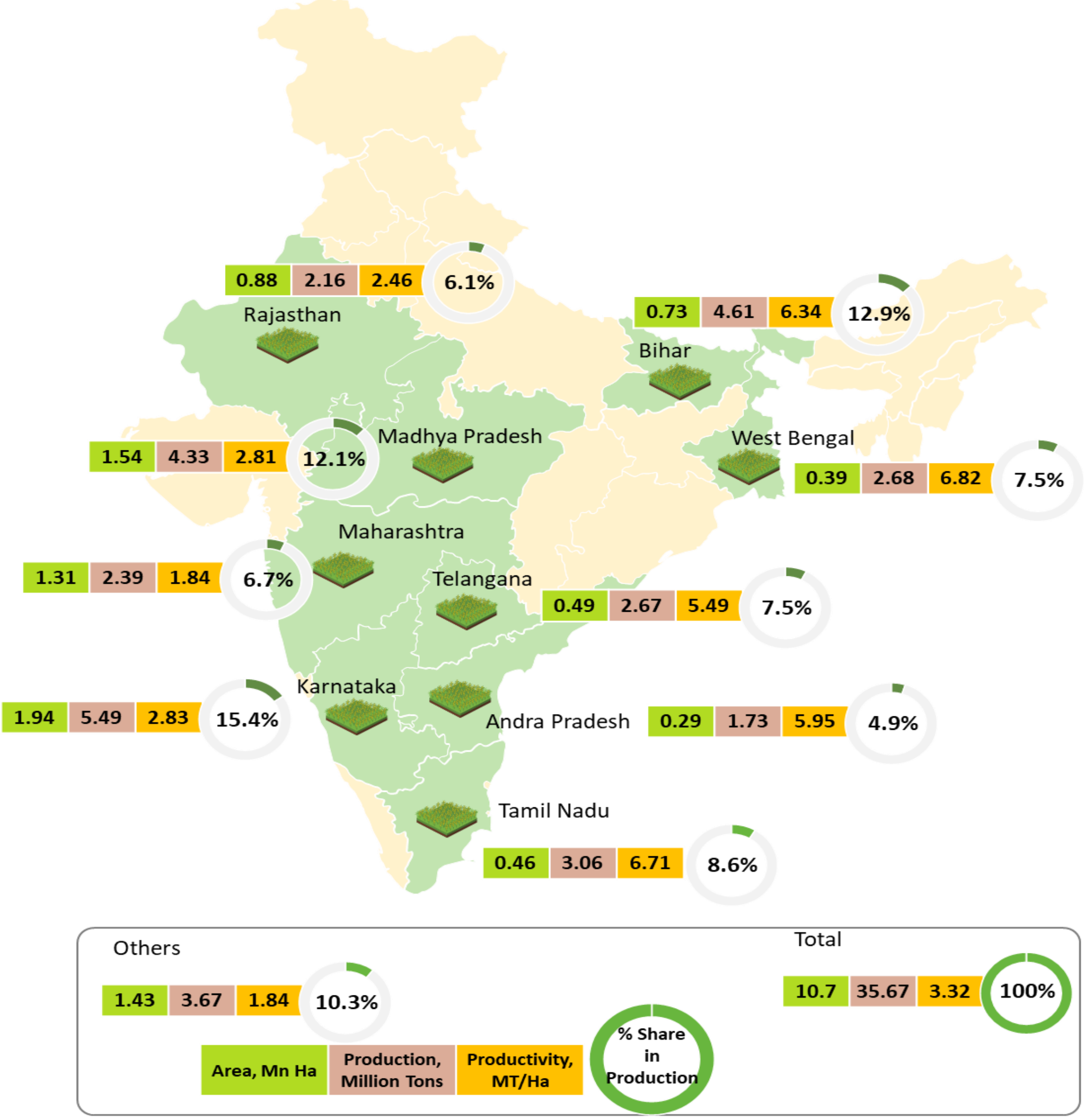
Quality Standards and specifications for maize are crucial because they protect the crop's value in the market and its nutritional content. Generally, the appearance of maize kernels is the measure of the quality of maize from market perspective. The quality of the crop decreases if the grains are damaged by insects or rodents, become stained, moldy, cracked, or polluted by non-grain material that is either organic or inorganic in origin.

Quality of maize is of utmost important as maize is the major raw material used by maize based Speciality product manufacturers. Moisture content is checked majorly as desired maize should have maize content not exceeding 12-14%.

State-wise Area and Productivity of Maize

Maize is one of the major cereal crops grown in India and has versatile applications in end use industries In India, major Maize growing states are Karnataka (1.94 Mn Ha), Madhya Pradesh (1.54 Mn Ha), Maharashtra (1.31 Mn Ha), Tamil Nadu (0.46Mn ha), Bihar (0.73 Mn Ha), Telangana (0.49Mn Ha) and Andhra Pradesh (0.29Mn Ha). Rabi maize is majorly grown in Andhra Pradesh, Tamil Nadu, Bihar, West Bengal, Karnataka and some parts of Maharashtra.

State wise Maize Acreage, Production and Productivity in India, 2023-24



Source: Third Advance Estimates, Directorate of Economics & Statistics

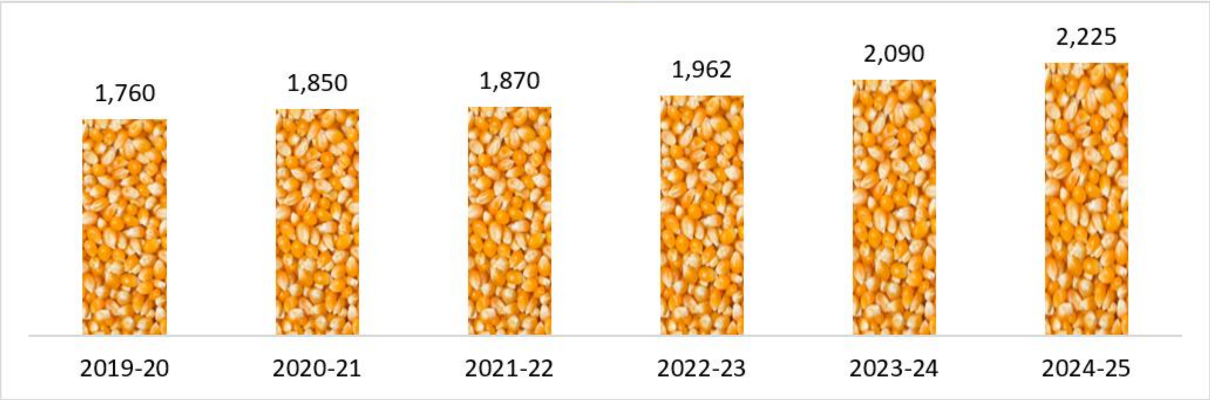
Productivity of Maize is highest in Tamil Nadu & West Bengal. Overall productivity of India ranges between 3.07-3.34 MT / Ha whereas that of global leading maize producing countries such as USA has productivity of 10.51 MT/Ha & Argentina has 7.86 MT/Ha.

Key Regulations impacting Maize Crop cultivation in India along with prices of maize

Minimum Support price is one of the major deciding factors in cultivation of maize crops in India. In order to promote increased investment and production and to protect consumer interests by making supplies available at fair rates, the government's price policy for major agricultural commodities aims to guarantee that the growers receive fair compensation for the produce. To this purpose, the government considers the opinions of relevant State Governments and Central Ministries/Departments before announcing the Minimum Support Prices (MSPs) for twenty-two (22) mandated crops. These announcements are based on the recommendations of the Commission for Agricultural Costs & Prices (CACP). The 22 required crops are divided into 6 Rabi crops (wheat, barley, gram, masur (lentil), rapeseed & mustard, safflower), and 2 commercial crops (jute and copra) and the 14 Kharif crops are paddy, jowar, bajra, maize, ragi, arhar, moong, urad, groundnut, soybean (yellow), sunflower seed, sesamum, nigerseed, cotton.

The Commission on Agricultural Costs and Prices (CACP), was established to develop a balanced and integrated price structure, is tasked with providing recommendations for 23 crop prices. These are the Minimum Support Prices (MSP) for seven cereal crops (bajra, maize, wheat, jowar, and paddy) out of a total of 22 crops.

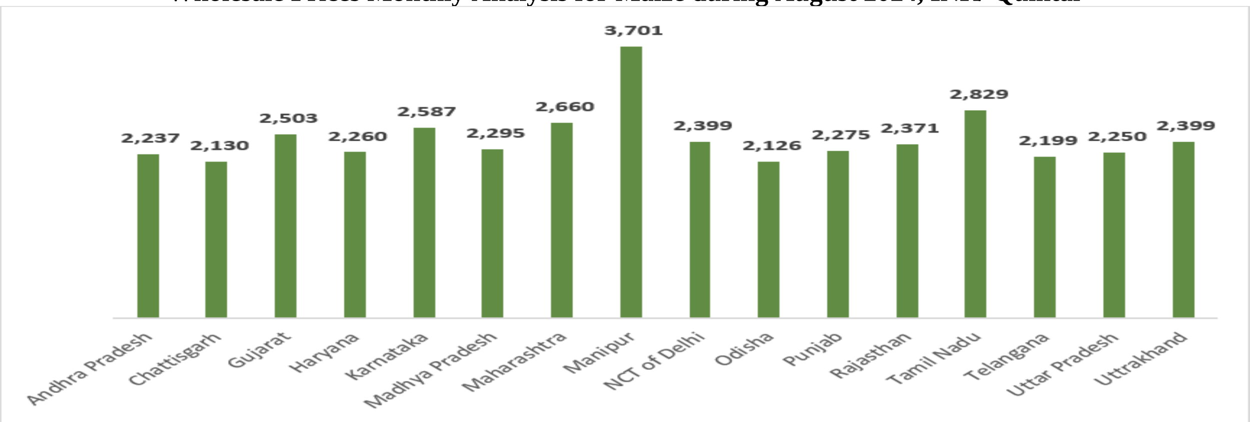
Maize Minimum Support Prices (Rs./Quintal), India, 2019 – 2024



Source: Farmers portal- Govt of India.

In last five years since, the MSP for maize has grown at CAGR 4.8% from Rs 1760/ quintal in 2019-20 to Rs. 2,225/ quintal in 2024-25. Government is encouraging farmers to increase maize output due to growing use of maize in ethanol blending in order to fulfil the target of 20% ethanol blending in auto fuels by FY25.

Wholesale Prices Monthly Analysis for Maize during August 2024, INR/ Quintal



Source: AGMARKNETl, Govt. of India; Frost & Sullivan Analysis

Maize is also considered as an important source of feed for ethanol by both the government and industry stakeholders. In 2022-23, ethanol production from maize was 197.6 million liters which is just 5% of ethanol production. But, going forward the use of maize for ethanol production is predicted to increase due to non-availability of rice for ethanol. s. The grain-based distilleries will be forced to purchase maize from the open market, which will hopefully deliver MSP to farmers. The oil marketing companies (OMCs) have announced an additional incentive of Rs 5.79 per litre for ethanol from maize and other grains. The union government is also in discussion with state run cooperatives to procure maize from farmers to fulfill demand for ambitious ethanol blended fuel target.

Overview of Usage of Maize in India – End Use Industries

Maize is a staple cereal for human consumption and a quality feed for animals too. In addition, maize, also serves as a basic raw material for manufacture of various industrial products like food sweeteners, starch, pharmaceuticals, cosmetics, textiles etc.
Steady demand from the poultry and aqua feed sector supported maize consumption in last year and this year for the

animal nutrition segment. India's poultry and aquaculture feed industry has grown on account of improving consumer demand for poultry products and exports demand for aqua products, namely shrimp. The starch industry's demand for maize is also growing on strong domestic and export demand for textile products (modified starch) and demand for native starch driven by the food industry. There is a small but rapidly growing use of low-quality maize, other coarse grains, and spoiled/broken rice and wheat, for potable liquor use for distilling blended whiskies and other spirits. Food use of maize and other coarse grains is lower than the earlier years due to higher supplies of subsidized rice and wheat from the government's public distribution system and lower harvests of millet, sorghum, and barley.

A. Animal Nutrition

Steady demand from the poultry and aqua feed sector supported maize consumption in 2023-24. As per Industry sources, commercial feed accounts for 55-60% of the total animal nutrition market.

The commercial feed industry which is the end use industry for maize caters to the poultry (74-75 percent), aquaculture (14-15 percent), and dairy cattle (10-12 percent) feed sectors. The major growth drivers for usage of maize for Animal nutrition in India can be attributed to

- **High Nutritional Value**: Maize holds significant importance in animal nutrition due to its exceptional nutritional value. It serves as an excellent source of energy, due to its high starch content thus readily digested by animals. Maize feed consists of crucial amino acids playing a vital role in the growth and development of animals. Furthermore, it offers essential nutrients such as phosphorus, potassium, vitamins etc. thereby enhancing the overall nutrition profile of maize.

- **Usage for different varieties of feed and fodder**: Maize provide different options for animal nutrition manufacturers to create customized feed mixes that can be aligned to the livestock specific nutritional requirements. While the maize kernel can undergo different processing methods including grinding into powder or flakes, pellets or fermented products. Maize straw is used as animal fodder since the ancient times. However, the fodder quality of green maize is far excellent. Amongst the non-legume fodder crops, maize is the only fodder which produces better nutritional quality along with good quantity of biomass.

- **Cost Effective Feed:** Maize provides cost-effectiveness for animal nutrition manufacturers. As a producer of maize, India plays a crucial role in its global supply. The abundant availability of maize coupled with its relatively stable prices contributes to reducing overall production costs.

B. **Food Use**: Maize for human consumption (6-7 MMT) represents a small share of the production compared to that for feed use. The other coarse grains – sorghum, millet, and barley – see a larger share of production go to food use. These grains were the staple diet for rural and lower income semi-urban households.

C. **Industrial Use**: Some 3.5 to 4 MMT of maize is used by the starch industry to cater to the textile industry's needs. India's domestic ethanol program uses molasses (a sugar industry by-product) as feedstock for ethanol production for fuel use. However, small quantities of ethanol are produced from rice milling industry waste (broken rice), and low-quality rice, wheat, maize, and coarse grains for potable liquor and other industrial uses. Small quantities of Distillers Dried Grains with Solubles (DDGS) (300,000 MMT to 500,000 MMT) from these ethanol facilities are used by the animal nutrition industry. The government has announced schemes to the private sector for setting up grain-based ethanol facilities by offering subsidized 'excess' rice from government stock, and price incentives over molasses-based ethanol by the government parastatal fuel marketing companies. Some of these facilities have come into operation in 2023, but industry sources are not sure about the supplies of subsidized rice to these units.

Key Trends and Growth Drivers for Maize Production & Consumption

Population growth & changing diets: India's population as of March 2024 was ~143.8 Crores which roughly accounts for ~17.7% of the global population. By 2050, the population in India is forecasted to be ~167 Crore. Food production needs to match this rate of increasing population, for India to achieve food security. Maize is cereal crop which has potential to fulfil these needs. Also, use of maize & maize products such as starch & derivatives is increasing in food, textile, paper industries. Changing lifestyles have led Indian population to consume more processed or ready to eat foods which contain multiple ingredients derived from maize. Popular western breakfast of cereals and corn flakes have emerged in Indian households in recent years. These factors will lead to growth in demand of maize which needs to be sustained by increasing the acreages or the productivity.

Growing demand from animal nutrition sector: One of the fastest-growing agricultural sector in India is Poultry as well as Aquaculture. The annual growth rate of egg and broiler production has been between 8 and 10 percent. India is currently the third-largest producer of eggs worldwide as a result. Rising income and a fast-growing middle class, along with the rise of vertically integrated poultry producers who have lowered consumer prices by cutting production and marketing expenses, are driving the growth of the poultry business in India. With rising poultry & cattle population, the demand for animal nutrition products is very high in domestic as well as export markets. Maize is the major ingredient used in manufacturing all animal nutrition products. Thus, increasing poultry and cattle meat demand will fuel the growth for maize industry.

Increased demand from Biofuel sector: Biofuels such as ethanol are made using sugarcane as the primary raw material. Grains such as rice & maize are also used for producing ethanol. Currently close to 25% of country's ethanol is made using sugarcane as raw material. 50% of ethanol comes from Molasses & remaining 25% comes from grains. In 2023, the agriculture secretary, stated that in order to fulfil the rising need for ethanol production and poultry feed, the nation's maize output must be boosted by 10 MT over the next five years.

Increasing production along with overcoming environmental & climate change issue: In order to address a range of issues including rising global food demand, ongoing poverty and hunger, the depletion of natural resources, and climate change, countries will need to double productivity and strengthen the sustainability and resilience of maize-based farming systems within planetary bounds. One way to boost maize production is to expand the area under cultivation. Therefore, reduction in the availability of land and water resources as a result of land degradation and mismanagement as well as obstacles for expansion into new areas will have an adverse impact on maize value chains.

MARKET OVERVIEW

Introduction to Maize starch and its application

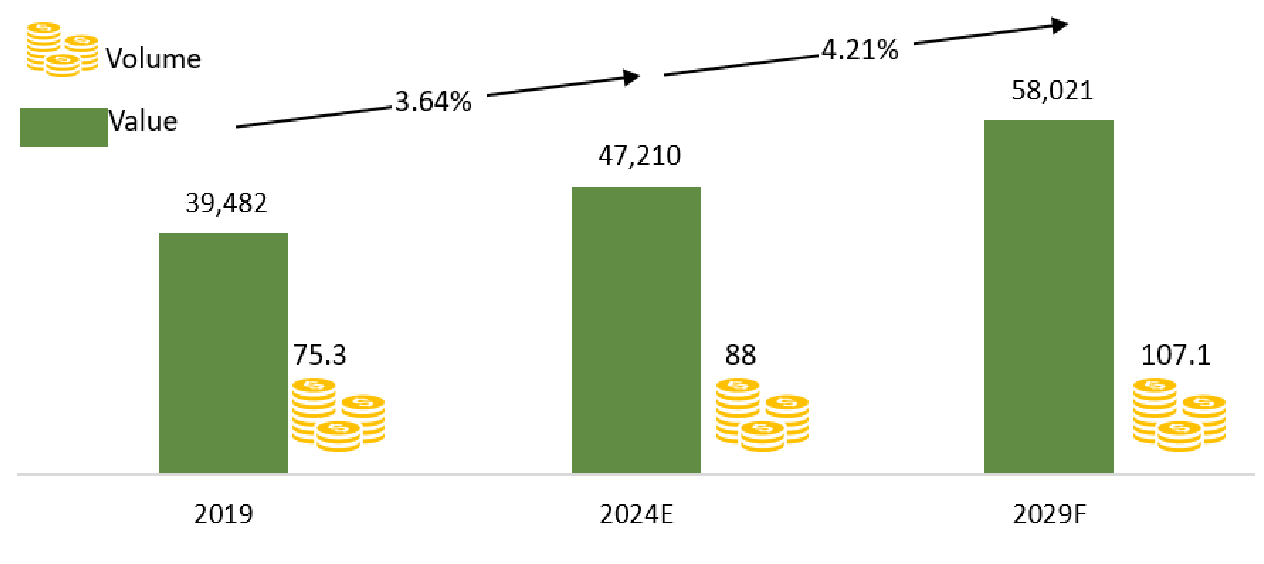
Maize plant is a high-capacity factory that effectively converts significant amounts of sunlight into stable chemical energy. This energy is stored in the maize plant and in the corn kernel as cellulose, oil, and starch. Maize contains approximately 70-72% starch, 10%protein, and 4% fat. Given that maize grains typically contain between 70- 72% starch on a dry basis, this massive amount of maize offers an almost limitless source of raw materials from which starch can be made. A polymer of carbohydrates, starch is produced when glucose molecules link end to end to form extremely long strands. The glucose molecules that make up starch are known as amylose and amylopectin. Starch is a white, odourless, and tasteless powder that doesn't dissolve in alcohol or cold water. Potatoes, wheat, and tapioca are other sources of starch. Maize contributes to ~70% of the raw material used for producing maize starch.

For most people, starchy foods are their main supply of carbs and a good source of energy. Foods high in carbohydrates are essential for a healthy, balanced diet because they give the body glucose, which powers every cell in the body. A variety of vitamins, minerals, fibre, and other nutrients are also present in these foods. Maize starch is produced by wet milling process. The maize is soaked/steeped in a slightly acidic water solution with a small, safe amount of dissolved Sulphur dioxide before being milled. By using this solution, the maize's outer hull is loosened, making it easier to separate the carbohydrate, protein, fat and fibre. Minimal amounts of maize nutrients will be present in the steep water; these nutrients are recycled and mixed with different ingredients to make animal feed. The bran, starch, and germ fractions are then separated from the dehulled maize. The different marketable products are produced that are significantly more valuable than the raw grain. Starch is available in various physical forms: sold as fine or coarse powders, as flakes, as pearls or be agglomerated to larger particles.

Over time, the starch market has grown on a global scale. In last 5 years, from 2019 compound annual growth rate (CAGR) of 3.64% has been seen in the starch market where it is estimated to be valued at USD 47,210.2 Million in 2024E.

The market expansion is a result of rising consumer demand for foods that can be consumed on-the-go, i.e., ready to eat and rising starch usage in the bakery and confectionery industries. With a revenue share ~55-62%, the food and beverage industry is by far the largest market for maize starch. Paper, Textile, Pharmaceuticals, and Animal Nutrition are further significant markets. The market is expected to grow by CAGR 4.21% till 2029 with the expected valuation of USD 58,021 Million.

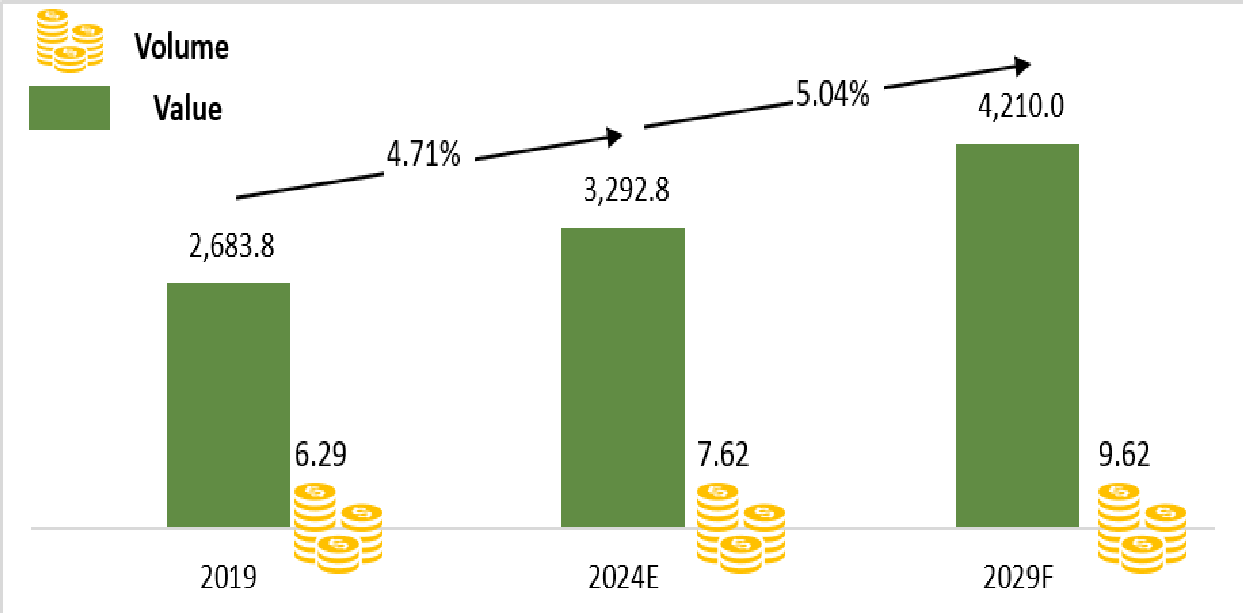
Global Maize Starch Market, Mn USD, Mn Tons, 2019- 2029F



Source: Frost & Sullivan, Primary Research & Analysis

In last 5 years, from 2019 compound annual growth rate (CAGR) of 4.71% has been seen in the Indian starch market where it is estimated to be valued at USD 3,292.8 Million in 2024E. The market is expected to grow by CAGR 5.04% till 2029 with the expected valuation of USD 4,210 Million.

Indian Maize Starch Market, USD Mn, Mn Tons, 2019- 2029F

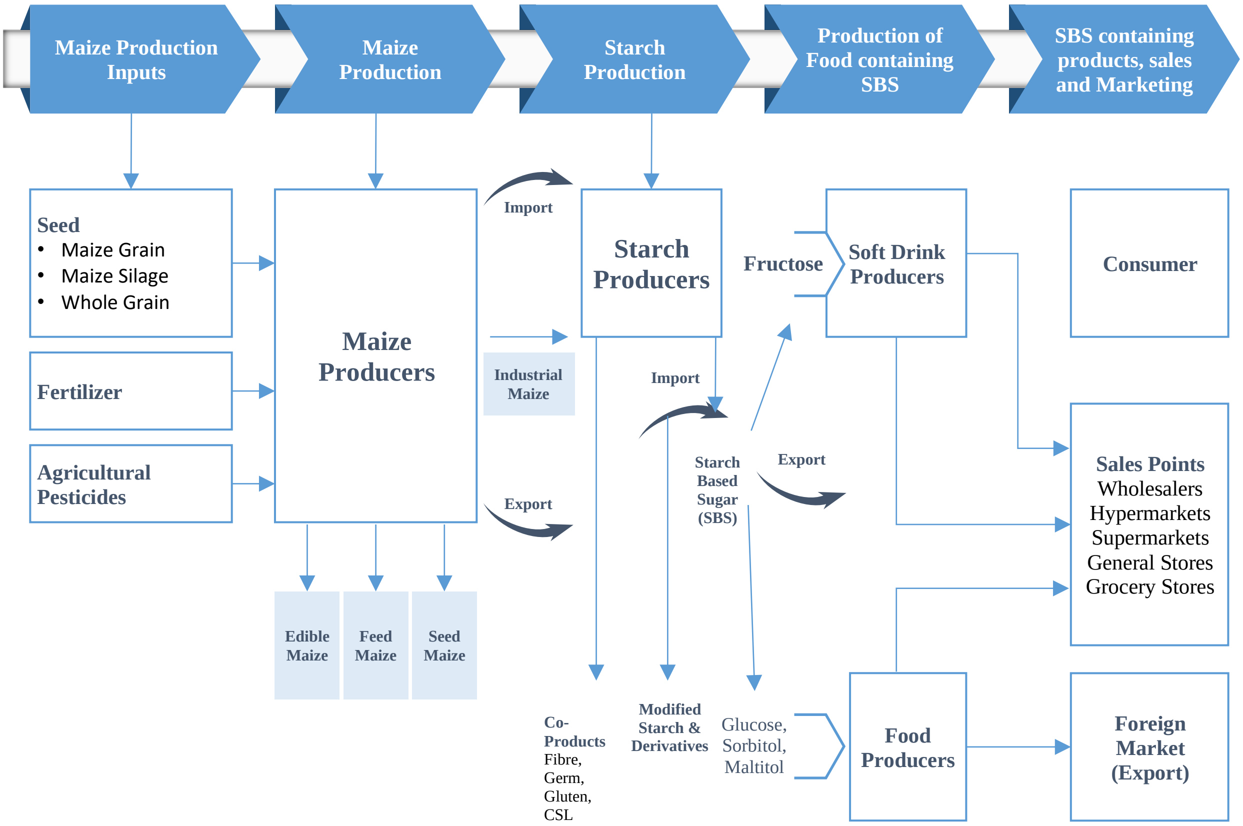


Source: Frost & Sullivan, Primary Research & Analysis

Maize starch is used in Food & Beverage, Paper, Textile, Adhesives and Pharmaceuticals. Four primary physicochemical characteristics of maize starch makes it valuable for usage in industrial and food applications. Thickening, the first practical physicochemical property, provides the required physical characteristics to a variety of culinary products, including puddings, gravies, sauces, and pie fillings. Additionally, this property is also very helpful in a variety of industrial starch applications.

The capacity of the starch paste to distribute and suspend other components or particle matter is its fourth useful physicochemical characteristic. Proteins and lipids or fats are often emulsified and/or suspended in starch pastes in culinary preparations. The increasing demand of maize based Speciality products in food and beverages, animal nutrition, pharmaceuticals, adhesives, paper, textiles, etc. from developing economies like India is likely to increase the consumption of these ingredients.

1.1 VALUE CHAIN OF MAIZE BASED SPECIALITY PRODUCTS INDUSTRY IN INDIA



Source: NISAD, Frost & Sullivan

Key material used for fuel and other consumables used in Maize processing industry

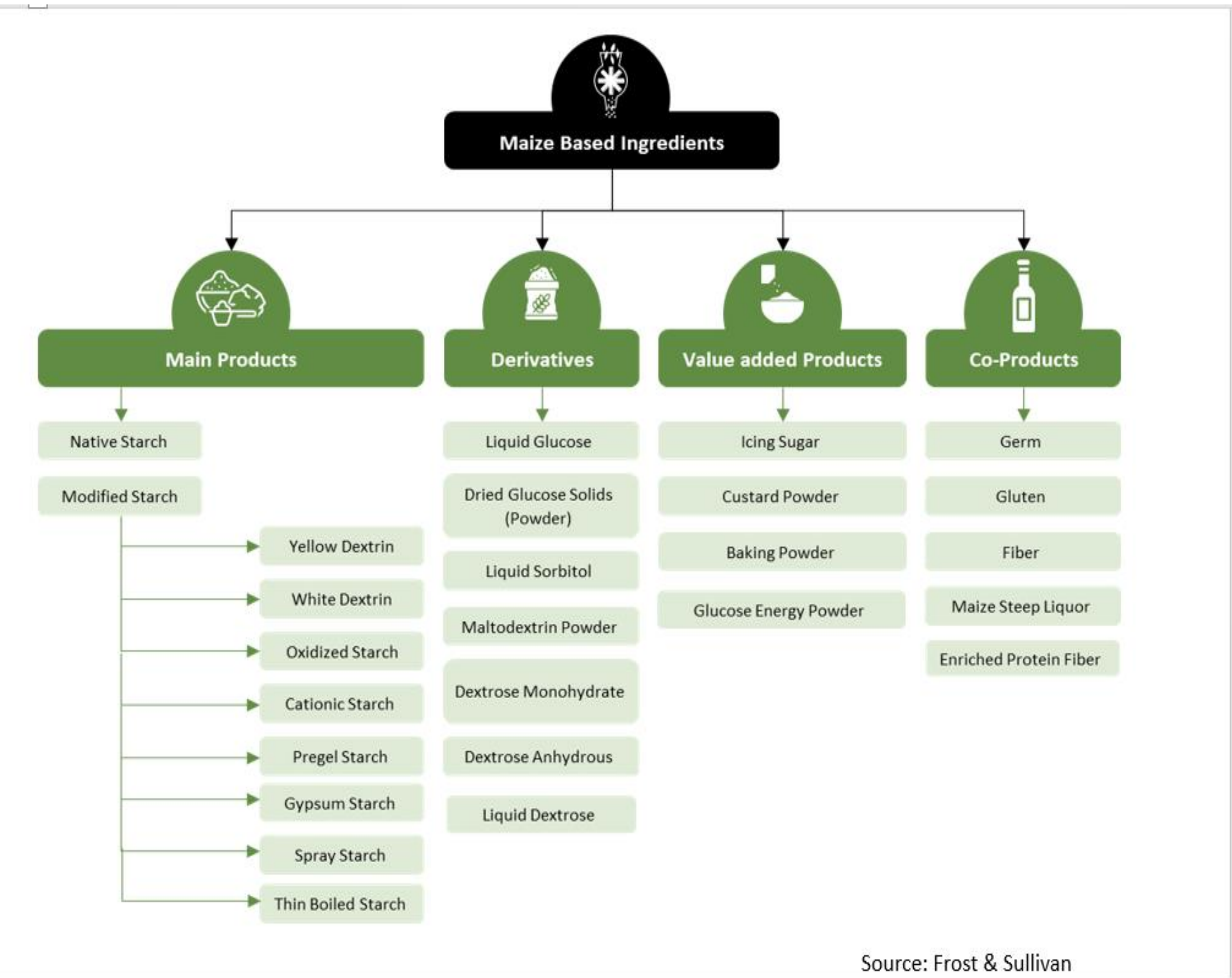
Coal is the main fuel used by maize products manufacturers. India's top coal-producing states are West Bengal, Jharkhand, Odisha, and Chhattisgarh. India also imports high-grade coal from nations like Vietnam and Indonesia. The majority of local coal used in the maize sector is priced between Rs 4 and Rs 7 per kilogram. The calorific value of this coal is typically low. Coals with a high calorific content are priced at Rs 8 per kg and above.

Over the past couple of years, there has been a rise in the use of husk as fuel in maize based speciality products industry. as a result of government initiatives to reduce air pollution because of husk burning. Manufacturers of maize speciality products buy rice husk with a moisture percentage of 13–15% or less from millers or traders. They are used in form of pellets or briquettes.

Introduction to Maize based speciality products and their application across sectors

Wet milling of maize gives multiple maize based speciality products which find use across different sectors.

Maize based speciality products



Product	Definition & Applications	Application
	Main Products	
Native Starch	Starch obtained through wet milling process when dried is referred to as native, regular, or unmodified starch. It comes in a variety of physical forms, including agglomerated bigger particles, flake, pearl, and fine or coarse powders. When heated, native maize starch has a strong thickening effect that pastes with more than 4–5% solids become too thick to work with. Moreover, these pastes gel quickly at room temperature. Higher solids-containing pastes that have a lower propensity to thicken or the capacity to form softer gels are necessary for a variety of applications.	Corrugated board, coated and sized paper, paperboard, adhesives, salad dressings, beer, canned goods, dry food mixes (puddings, cakes, baking powder, etc.), laundry starch, molding starch, and other products are made using native starch.
Modified Starch	With the development of more advanced processing techniques, raw starches' inherent qualities were unable to meet the rigorous processing demands of ever-more complex product compositions. Starches with altered characteristics are required for many applications. Physical or chemical processes such as crosslinking, esterification, etherification, or oxidations are used to alter the structure of these compounds, hence changing their rheological properties to create modified starches.	Sauces, Ketchup, Dips, Mayonnaise, Low Fat Mayonnaise, Savory applications, Coated nuts, Beverages, Instant whipping cream, Cheese, Fillings, ice cream cones, Waffles, Compressed tablets, Bread, Pizzas, Meats, Gravies, Biodegradable plastics, Adhesives, and Textiles.

Product	Definition & Applications	Application
Pregel Starch	Pregelatinized starch is a food additive which is used as a thickening and gelling agent. It is produced by a chemical technique that causes the starch granules to enlarge and burst. Pregelatinizing gives native and stabilized starches the ability to form a cold-water paste.	Puddings, pie fillings, gelatins, and cheesecake.
Spray Starch	Spray starch made from maize is applied by spraying and is mostly used in the making of ply, boards, and paper. It strengthens the ply bonds found in plywood and boards. Decreases the delamination of plywood and laminated boards and aids in increasing the bending and spring back propensity of boards.	Paper industry
Thin Boiled Starch	Thin boiling starch is a modified starch which is obtained from maize through a process that involves heating and treating the starch with chemicals	Food and beverages, pharmaceuticals, textiles, and paper
Types of Modified Starchs		
Gypsum Starch	Maize starch is modified to create gypsum starch, a white, fluid powder. The starch's binding capacity and other properties are increased by modification. Because of its tiny particle size and low viscosity at high temperatures, this starch requires less starch in the gypsum mixture to get the desired effects.	Gypsum starch functions as a co-binder by enhancing cohesion within the gypsum matrix, which is why it is used to reinforce plasterboard and gypsum board.
Oxidized Starch	Oxidized starch is a modified starch that is produced by oxygenating maize starch. It is widely used in fields that require starch solutions with a stable viscosity and high concentration. Oxidized starch is used as a disintegrant filler & binder.	Pharmaceutical and nutraceutical dosage formulations including as blends, granules, hard capsules, pills that can be swallowed, and premixed pellets. Coating applications, fabric and textile industry for yarn smoothing and flattering.
Cationic Starch	Cationic starch is a type of modified starch that has been chemically treated to add a positive charge. The starch molecules undergo a process known as cationization in which cationic (positively charged) groups are added, giving the molecules improved characteristics and functioning.	Uncoated Fine Papers, Coated Fine Papers, Packaging Board - Carton Board, Packaging Board - Core Board, Packaging Board - Corrugated Papers

Derivatives		
Maltodextrin Powder	Maltodextrin is a type of carbohydrate- polysaccharide, which undergoes intense processing. It is available in form of a white powder from maize starch. Maltodextrin powder is a water-soluble with a neutral taste.	Packaged foods, puddings and gelatins, sauces, salad dressings, canned fruits and Syrups, Protein shakes, Gravies and Soups. Instant Tea or Coffee Premix
Dextrose Monohydrate	Commercial dextrose is made by hydrolyzing starch with either acid or a more recent technique called enzymatic hydrolysis.	Pharmaceutical & food industries- preparing ice-cream, canned and ready-made foods, confectionery, dairy products, carbonated beverages, canned fruits, meat products, jam and jellies
Dextrose Anhydrous	A dextrose compound without a water molecule is called dextrose anhydrous. In the manufacturing sector, monohydrate has a moisture content of <10%, while dextrose anhydrous has less than 1%. It is D-glucose that has been refined and crystallized, It is a white powder which is less sweet than cane sugar and is odorless.	Baked goods, candies, gums, energy drinks, Fillers, Diluents & Binders for tablets, capsules and sachets, bath products, cleansing products, eye makeup, skin care products, makeup, and hair care products
Yellow Dextrin	Using the dry roasting process with a catalyst, starch is partially hydrolyzed to produce yellow dextrin. There are several different parameters for yellow dextrin, including solubility, viscosity, pH, and color.	Liquid & dry adhesives, foundry core operation, Ceramic Industry, gouache paint and acoustical tiles, textile industry
White Dextrin	White Dextrin is a low viscosity, water-soluble, optically active solution with a white hue.	Fabrics, Paper sizing, Chemical and Dye Industries, Coating Industries

Product	Definition & Applications	Application
Hi Maltose Maize Syrup (HMMS)	Maize syrup has been altered to become high maltose maize syrups. Using fungal alpha amylase or beta amylase, maize glucose syrup can be converted into a syrup with 45–49% maltose, which is referred to as HMMS.	Candy, baked goods, beer.
Liquid Glucose	A refined aqueous solution of nutritional saccharides derived from starch is called liquid glucose, sometimes known as maize syrup. It is colorless, odorless, viscous sweet syrup.	Candies, syrups, pharmaceutical excipients, bakery, ready to eat sweets, confectionary, biscuits, Ice creams, Jams, Jellies, preserves pastries & liquors
Value Added Products		
Icing Sugar	White sugar is grounded to produce icing sugar and is mixed with maize starch, for anti-caking agent.	Used for preparing icings and frostings on desserts, sweets and baked items
Custard Powder	Custard powders main ingredient is cornstarch along with flavoring agents.	Used in Baking industry
Baking Powder	Baking powder is a dry chemical leavening agent, a mixture of a carbonate or bicarbonate and a weak acid. The base and acid are prevented from reacting prematurely by the inclusion of a buffer such as maize starch	Cakes, breads, tarts, pastries, biscuits and other bakery products
Glucose Energy Powder	It is white crystalline powder is readily absorbed in the bloodstream and is a good source of energy.	Used Food & pharmaceutical industry
Co- Products		
Germ	Germ is the endosperm of Maize grain, which is a yellow colure seed, It contains oil & kernel as main components. Maize germ is a high energy, very palatable and digestible feed	Used in Animal feed industry
Gluten	Gluten is protein rich part of the maize which is used as a source of protein, energy and pigments for livestock species including fish	Used in Animal feed & Agro chemicals industry
Fibre	Maize fibre is a mixture of the seed coat and remaining endosperm of the kernel after the extraction of the starch, gluten, and germ.	Used in Cattle & Poultry feed
Maize Steep Liquor	A byproduct of maize wet milling process, maize steep liquor is rich in soluble proteins, vitamins and lactic acid, which make it valuable	Used in Animal feed & Pharmaceutical industry
Enriched Fibre Protein	Maize enriched fibre is the pericarp of the maize grain, which is odorless fibre & yellow to light brown in color	Used in Animal feed industry

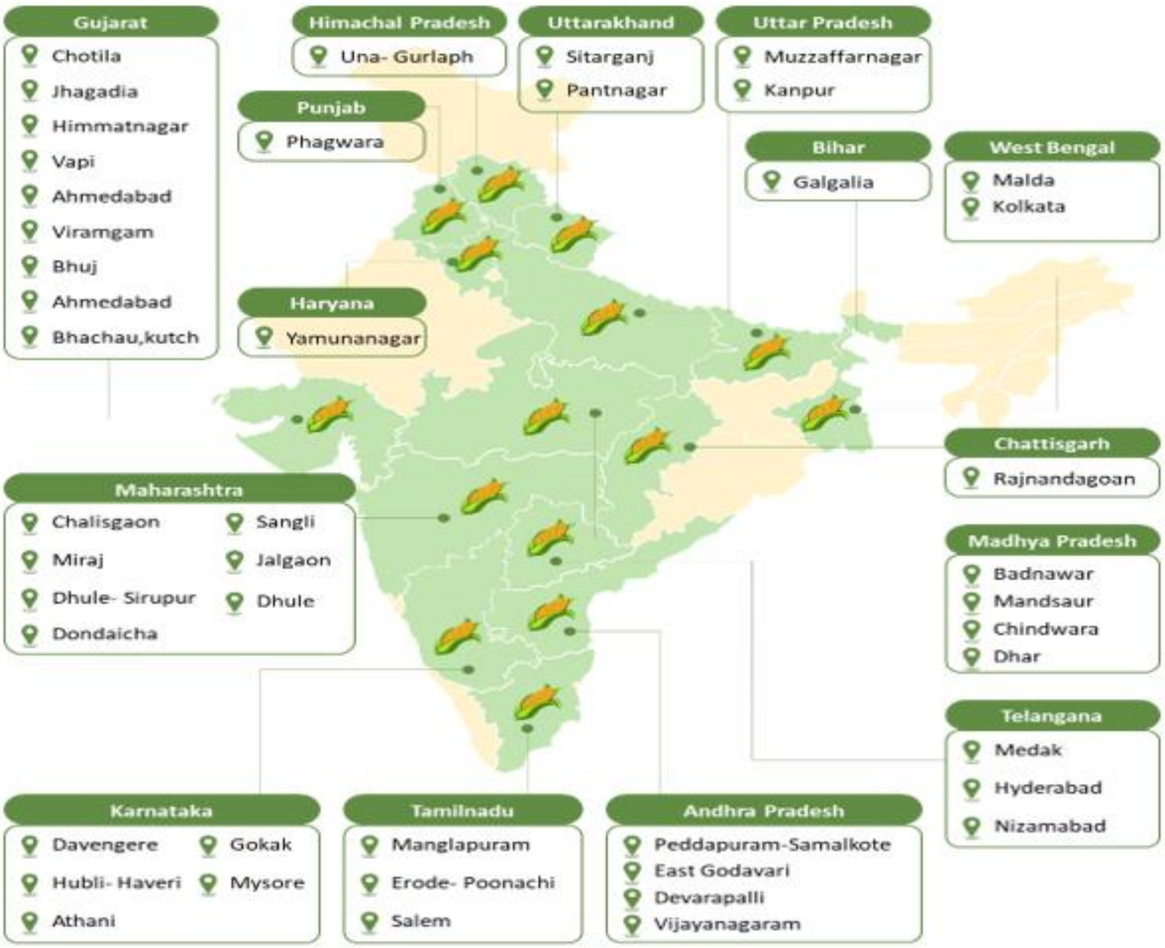
These products find applications in a wide array of industries including food and beverages, pharmaceuticals, animal nutrition, adhesives, textiles, paper, amongst others.

Food industry is one of the largest consumers of starch and its derivatives. Starch is used in making of western snacks, pudding, salad dressings, noodles, pasta, gravies, and sauces. Sweetener such as liquid glucose is major ingredient in confectionary, candies, gums, cakes, pastries, and other sweet items. Paper industry is one of the key industries where industrial starches is used in large quantities. Cardboard paper uses significant quantities of modified starches, actively and in processing. Starch is also used for manufacturing adhesives. Native and modified starch is used in pharma industry as a tablet and capsule diluent, an excipient, a tablet and capsule disintegrant, as binder or as a glidant. Thus, demand for Maize starch and its derivatives have diversified applications boosting its demand.

Assessment of geographical location of Manufacturing Facility for maize starch in India

While setting up manufacturing facility for maize based Speciality product, manufacturers ascertain the availability of raw material in the vicinity, connectivity for better transportation, access to domestic & export markets and ease in availability of utilities such as water, electricity, fuel as some of the primary parameters. Majority of the facilities are located in Gujarat, Maharashtra, Karnataka states.

Location of maize based starch facilities

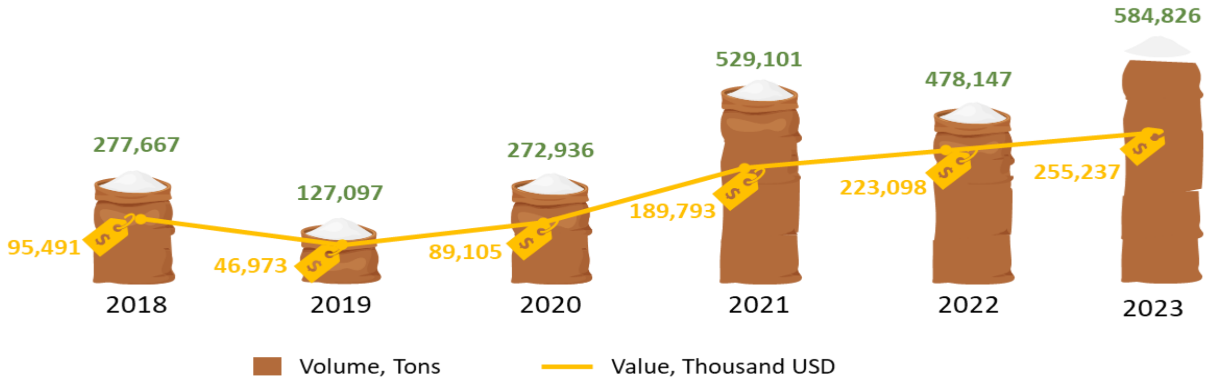


Source: Frost & Sullivan

Overview of Maize Starch Exports and Imports in Indian market

India has consistently exported huge amount of Maize Starch. With almost 17.3% (Value basis) of the global market in 2023, India is the leading exporter of Maize Starch.

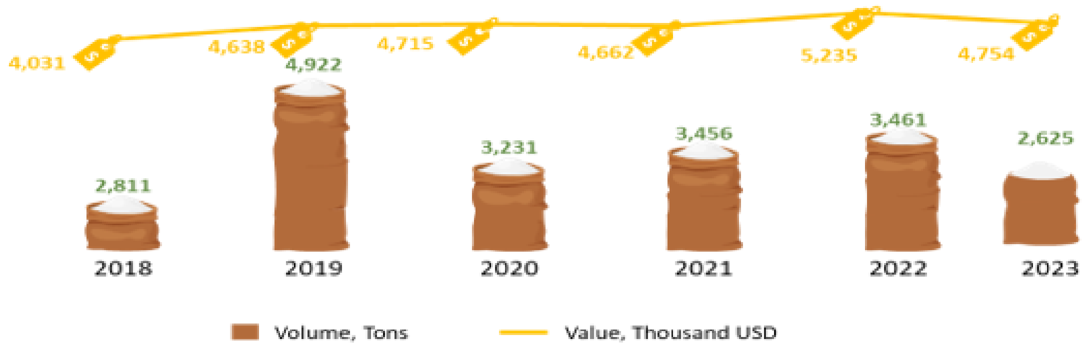
Export of Maize Starch from India, 2018-2023

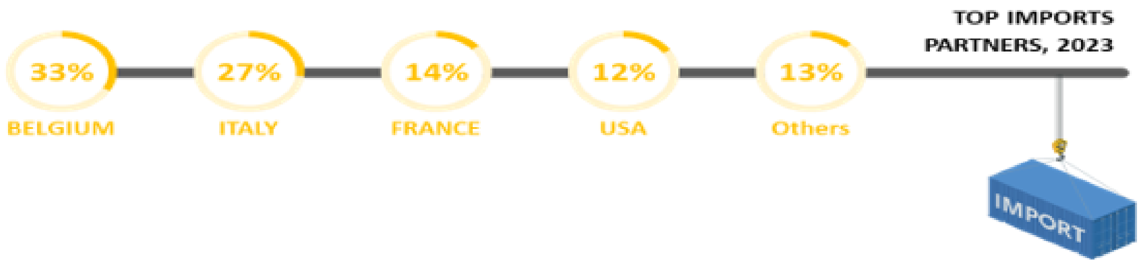


Source: Trademap & Frost & Sullivan

The majority of South-East Asian nations import maize starch from India.

Import of Maize starch in India, 2018-2023





Source: Trademap & Frost & Sullivan

Entry and Exit Barriers for Maize Starch Industry in India

Entry Barriers-

The maize based speciality products industry has high entry barriers, which include the high capital costs of building manufacturing facilities, the lead time and expenditure required for research and development and building customer confidence and relationships which can only be achieved through a long gestation period, the limited availability of raw materials necessary for manufacturing due to alternative applications of the raw materials, certain level of capacities required for achieving economies of scale, competition from well established players.

• **Capital Costs-** Capital cost for maize based Speciality products manufacturers are high as it requires elevators, destoners, blowers, tanks, dryers, and many more machineries which requires huge investment by new entrants. Land acquisition could also be a hurdle.

• **Competition-** With presence of giants such as GAEL, Sukhjit Starch, Sanstar Ltd, etc who have well established domestic and exports markets, new entrant will have to face severe competition.

• **B2B nature of business-**Consumers of maize based speciality products, are well-established companies in F&B, Pharma, Textile, Paper industry where relations are built over time and it would take new entrant to break through existing client- supplier relations in market.

• **Economies of Scale-** Viable capacities for maize based speciality products is 500-600 TPD and anything below that may be loss making operation. New entrants must strive for lower production per unit costs to achieve economies of scale.

• **Availability of Raw material -** Maize though widely grown in country, is less available for milling as it has its traditional uses for animal nutrition industry with emerging demand from ethanol producers. New entrant may find it difficult to secure stocks of good quality maize for right price.

Exit Barriers –

- Investment in specialist equipment – Investment in specialized equipment makes it difficult to use it in other industries is typically a barrier to exiting the industry.
- High fixed costs- High levels of dedicated fixed costs tend to be an impediment to leaving an industry

Exit Barriers for Clients

- Business to Business (B2B) nature of the maize based speciality products business creates significant exit barriers for their customers as well. Maize based Speciality products find application across diverse end industries globally, including food, pharmaceuticals, animal nutrition, etc. which are subject to stringent rules and regulations across geographies. This leads to customers performing rigorous quality checks and tests on our products right from the sample sharing stage to the commercial production stage, which involve time and resources on the part of customers. Given this, the customers generally do not prefer to change the suppliers frequently and results into the propensity amongst the customers to continue with the same set of suppliers.

Growth drivers for Maize starch and Maize starch derivatives industry in India

India is the major producer of maize globally with 4th largest maize production. Additionally, India grows non-GMO maize which is the biggest advantage when it comes to demand fulfillment of non-GMO maize for starch manufacturing. Currently 10-13% of the maize produced in India is used for starch manufacturing. The growing demand for maize from the animal feed and nutrition sector, along with ethanol production, may jeopardize the availability of maize for the starch industry.

Raw material cost is the major component in manufacturing maize starch. As maize is available within the country, cost of procuring raw material is low as compared to countries which import maize for starch production. Also cost of labor is cheaper as compared to developed countries which reduces the overall cost of production.

India has excess of maize starch production capacity which aids in the country ability of being the top exporter of maize starch globally. According to Trademap, as of Oct 2024, India accounted for 17.3% (on value basis) & 27.1% (on volume basis) of world's maize starch exports for the year 2023. Further players like Gujarat Ambuja Exports Limited, Sanstar Ltd are planning to expand the capacities further. Players like Paramesu Biotech Ltd are planning to start additional new facility to capture these opportunities.

Consumption of ingredients derived from maize is expected to rise due to growing demand from developing nations like India for these ingredients in food and beverage, pharmaceutical, and animal nutrition, adhesive, paper and textile industry. Following table notes the growth of end use industries: -

Sr No	End Use industry	Global, 2024-2029 Growth rate, %	India, 2024-2029 Growth rate, %
1	Animal Nutrition	7.52%	8.32%
2	Snacks	6.43%	9.10%
3	Confectionary	5.95%	8.91%
4	Convenience Foods (RTE, Soups)	6.76%	9.89%
5	Sauces & Spices	6.61%	8.59%
6	Spreads	6.62%	6.89%
7	Pharma	5.79%	6.94%
8	Paper	3.50%	4.50%
9	Apparel (Textile)	2.85%	3.67%

Source: Frost & Sullivan Analysis

Challenges for Maize starch and Maize starch derivatives industry in India

Increasing demand for Feed & Biofuel industry- Demand for maize is increasing for animal nutrition- feed industry. The animal nutrition & feed industry serves variety of animals including poultry, aquatic/marine, pig, pets, dairy (cattle, calf, and beef), etc. Poultry industry majorly uses maize & it products to feed & fulfill the nutrition requirements of chickens. Further the demand for biofuel is also increasing. In recent developments, the government has chosen to push up the 20% ethanol blend objective in petrol by five years, from 2025-2030. This will increase the demand for maize in biofuel industry. Thus, maize as a raw material has demand from multiple industries and unless the productivity increases, it will be difficult to suffice the demand of maize with domestic production.

Intense Competition – Indian maize based speciality products industry is undergoing expansion at rapid stage. There are more than 20-25+ organized players in the Indian maize milling industry compared to few decades ago when few global players controlled the maize based speciality products markets. Each the manufacturer has different product portfolio along with main native starch product. Further, in the maize based speciality products industry, many small players have started manufacturing maize starch and derivatives. This has led to pricing pressures in global markets.

Market Summary for Maize starch, Co- Products, Derivatives & Value Added Products – Global & India

Global Market data in value and volume terms

Particulars	CY2029F		CY2024E		CY 2023		CY2022	
	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)
Starches	107.1	58,021.4	88.5	47,210.2	84.5	45,195.0	81.5	43,140.1
Derivatives	22.2	10,743.6	18.0	8,727.1	17.3	8,352.7	16.4	7,987.5
Co- Products	33.0	9,512.2	27.9	7,903.5	26.3	7,634.4	26.1	7,339.2
Value Added Products	22.1	13,336.1	15.9	9,702.7	14.9	9,096.4	13.9	8,491.8

CAGRs	2024E- 2029F	
	Volume basis	Value basis
Starches	3.90%	4.21%
Derivatives	4.29%	4.25%
Co- Products	3.43%	3.77%
Value Added Products	6.83%	6.57%

Source: Frost & Sullivan Analysis

India Market data in value and volume terms

Particulars	CY2029F		CY2024E		CY 2023		CY2022	
	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)	(Millions in Tons)	(USD million)
Starches	9.6	4,210.0	7.6	3,292.8	7.3	3,121.0	6.9	2,979.9
Derivatives	2.0	935.1	1.6	735.4	1.5	698.1	1.4	671.7
Co- Products	1.6	719.5	1.3	570.4	1.3	549.0	1.2	530.4
Value Added Products	1.6	1,032.9	1.1	749.3	1.1	702.0	1.0	655.2

CAGRs	2024E- 2029F	
	Volume basis	Value basis
Starches	4.77%	5.04%
Derivatives	4.70%	4.92%
Co- Products	4.72%	4.75%
Value Added Products	6.70%	6.63%

Source: Frost & Sullivan Analysis

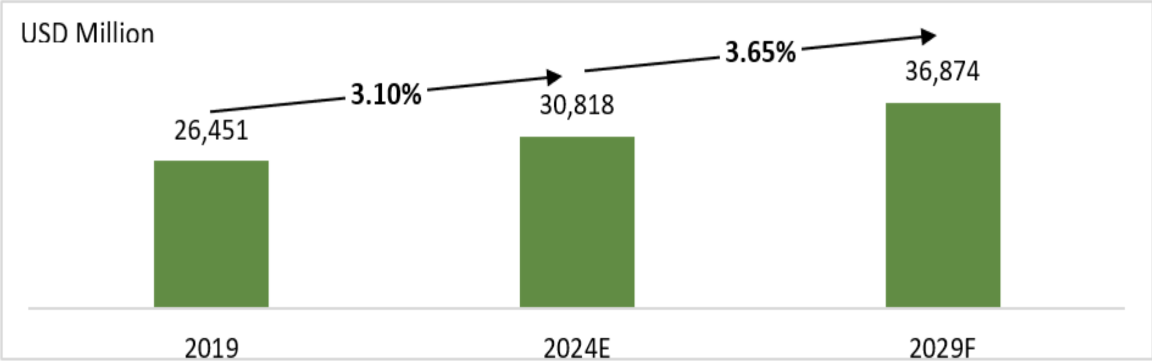
Global and Indian Native Starch and Co Products Industry

Global Native Starch Industry

The Global Native Maize Starch market is valued at USD 30,818 Million and is expected to reach USD 36,874 Million by 2029F. In value terms, the global Native Maize Starch market is projected to grow at CAGR 3.65 % during 2024E -2029F.

Because of numerous applications in the food and beverage sector, native starch has seen significant growth in the global market in recent years. The growth in the Native Starch market is supported by multiple applications in processed foods and beverages, confectionery, paper, and pharmaceuticals industries.

Global Native Starch Industry, USD Million, 2019-2024E-2029F

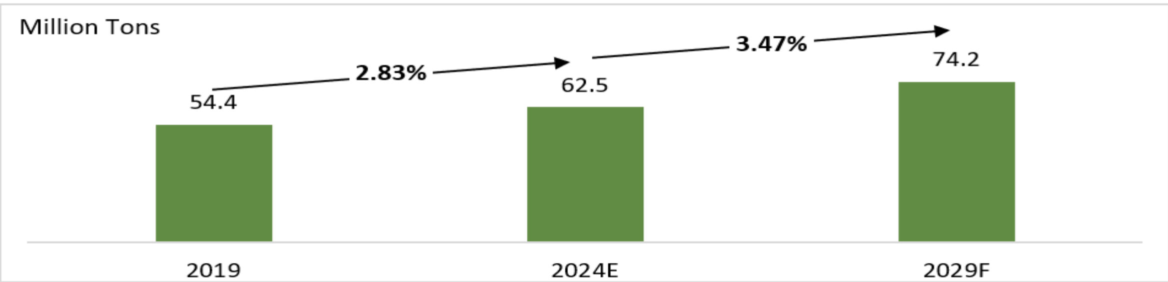


Source: Frost & Sullivan, Primary Research & Analysis

In volume terms, the global Native Maize Starch market is estimated at 62.55 million Tons in 2024E. It is expected to reach 74.18 million tons 2029 respectively. Native Starch is gluten free and it acts as thickening agent, texture improver, and stabilizing agent in many food & beverage products.

Manufacturers of Native Maize Starch are exploring different multifunctional ingredient which are customized to cater to customer needs. Native Maize Starch is available in various physical forms like coarse or fine powders, flakes, pearls, and larger particles but the powder form is majorly preferred across globe. Increasing demand for Native Maize Starch in the food industry in the production of ready to eat food products, pudding, sauces, salad dressings and pies, has projected to drive the market growth in coming years.

Global Native Starch Industry, Million Tons, 2019-2024E-2029F



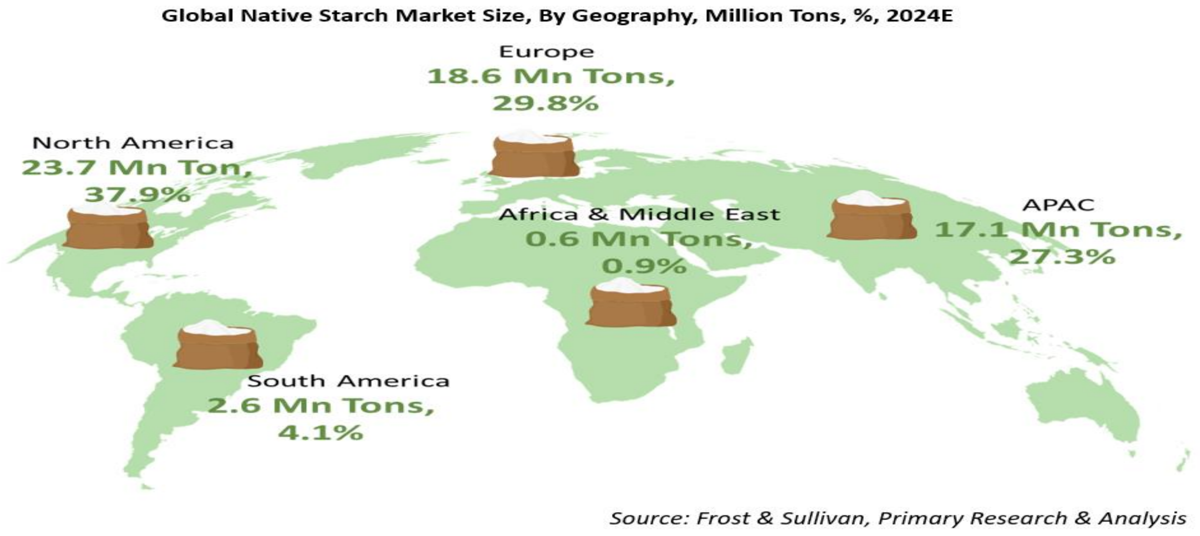
Source: Frost & Sullivan, Primary Research & Analysis

Geography-wise breakup of the Global Native Starch

North America is currently the largest market for consumption of native starch, accounting for 23.7 million tons of the world's consumption of native maize starch in 2024E. It is anticipated to reach a consumption level of ~27.7 million tons in volume by 2029F maintaining its leading position in the maize starch market.

The United States of America also leads the world in 2024E production of maize and its derivatives. Maize based Speciality product manufacturers procure and process between 10% and 15% of America’s maize production annually.

European countries are estimated to account for 18.6 million tons of native maize starch consumption. France & Germany dominate the starch production in Europe.



Asia Pacific (APAC) is estimated to account for 17.1 million tons, or 27.3%, of the world market for native starch consumption in 2024E. In addition, it is anticipated that the APAC region will expand at a 3.77% CAGR and will account for about 20.5 million tons of native maize starch consumption by 2029F. Malaysia & Indonesia are the largest importers of maize starch globally.

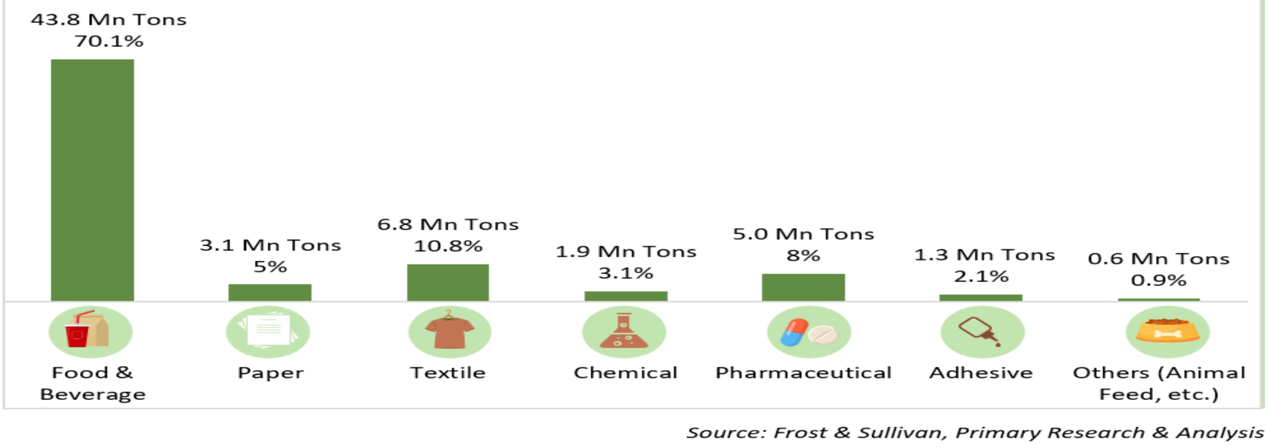
South America and Middle east and Africa region are estimated to account for 2.6 million tons & 0.6 million tons in global native maize starch consumption.

Application wise breakup of the Global Native Starch

Food & Beverage is estimated to account for ~70.1 % of the global native starch consumed. Due to its gelling or thickening qualities, maize starch can be used in many different food applications, including deli meats, pastas, cakes, biscuits and creams. It is also used for coating, desserts, pastry, confectionary, etc. Because it creates an opaque combination instead of a translucent one, it is occasionally favored over flour. Also, as the native starch is a clear and tasteless carbohydrate it is perfect for thickening sauces, gravies, and soups.

Native starch is frequently used in several industrial production sectors. For the manufacture of coated paper, cardboard, paper containers, and other goods in the paper industry. Native starch accounted for ~5% in paper industry applications. It is also used to polish, finish and smoothen the materials in the textile industry. In chemical industry it finds application in making glue and sealing printing inks.

Global Native Starch Market Size, By Application, Million Tons, %, 2024E



Native starches work well as binders, fillers, and disintegrants in nutraceutical and pharmaceutical applications. They are utilized in blends, granules, premixed pellets, hard capsules, and swallowable tablets, among other dosage forms. It is estimated that ~8% of the global native starch is used by pharmaceutical industry.

Hot-melt glues, stamps, bookbinding, envelopes, regular and waterproof labels, wood adhesive, laminations, automotive, engineering, pressure-sensitive adhesives, corrugation, and paper sacks are among the products that use maize native starch.

Global Co Products Industry

In the process of crushing maize, germ is one of the components that is separate. The endosperm of the maize grain is known as maize germ; it is a yellow seed with a little nutty flavor and a high oil content. It is used majorly in compound Feed & On-farm feeding on animals. The global market for maize germ is estimated to be valued at USD 2,063 Million with anticipated growth rate of CAGR 4.66% from 2024 E to 2029F.

In terms of volume, the **maize germ industry** is accounted to 6.9 million tons in 2024E & it has grown with CAGR 3.36% from 2019. It is expected to grow at CAGR 4.15% from 20204E to reach 8.5 million tons in 2029F. Maize germ feed act as energy source and protein and fiber source in animal nutrition industry.

Maize gluten is another animal nutrition ingredient which is widely used in Feed Specialties-Premix & Starter, Compound Feed & On-farm feeding, pet feed & Aquafeed. Maize gluten meal is fiber-rich ingredient, containing good amounts of nutritious protein. Global maize gluten market is valued at USD 2,286.5 million and is expected to grow by CAGR 2.90% to reach USD 2,637.8 million in 2029F.

Maize gluten meal consists of ~60-65% of crude protein which acts as source of nutrition and energy in animal diets. It is golden yellow to brown in color. In volume terms the global maize gluten market accounts for 11.3 million tons and is expected to grow at CAGR 2.74% to reach 12.9 million tons in 2029F. Niche applications for maize gluten include its use as preemergent in herbicide & rodenticides.

Global Maize fiber market is valued at USD 821.7 million in 2024E & is expected to reach USD 1056.8 million in 2029F. Due to high fiber content, Maize fiber has prebiotic qualities which are beneficial to animal health. It is the perfect addition to animal nutrition supplements.

Maize fiber is used in soups, cereals, sauces, dressings and several types of beverages. In beverages, maize fiber is widely used by global manufacturers, because the pasteurization procedure has no effect on the fiber content. In volume terms the global maize fiber industry accounts for 2.7 million tons and is estimated to grow at CAGR 4.77% till 2029F.

Global market for Maize steep liquor is valued at USD 2,013.7 million in 2024E. It has grown at CAGR 1.66% from 2019 and is anticipated to grow to USD 2,265 million in 2029 at CAGR 2.38 %. Maize steep liquor is the condensed fermented maize extractives. It is the concentrated soluble obtained from the maize steeping process. It is used as a nutrient for microorganisms in the production of enzymes, antibiotics, and other fermentation products. It is sometimes combined with other ingredients in maize gluten feed and widely used in complete feeds for dairy and beef cattle, poultry, swine, and pet foods. It may also be sold separately as a liquid protein source for beef or dairy rations. It is used in Cattle Feed – Swine / Ruminants, Fishing Bait, Fertilizers and Binding / Glue Agent.

Maize Steep liquor is used in compound feed manufacturing which is used as cereal replacement in ruminant animal diets which requires a good metabolizable energy level with a superior protein contribution. In volume terms, the global maize steep market is estimated to be 4.8 million tons in 2024E. It has grown by CAGR 1.43% from 2019 and is expected to grow further by CAGR 1.98% from 2024E to 2029F.

Market drivers, restraints, and opportunities for Global Native Starch Industry

Drivers & Opportunities for Global Native Starch Industry

Increasing demand for convenience foods - Due to growing economies, increase in middle class population with rising population, rapid urbanization, there is an increase in demand for convenience foods or on the go foods/ processed foods. The global growth rate for convenience food is estimated to be 6.76% from 2023 to 2027. Starch is the most common carbohydrate source used in soups, desserts, sauces, custards and other ready to eat foods. Thus, growing convenience food category along with the thriving food & beverages industry will invariably lead to growth in demand of native starch.

Shifting consumer preference for natural ingredients - Maize starch being derived from natural sources, it is believed to be safe, clean labeled ingredients. With rising health-conscious and awareness about ingredients on labels of processed foods, consumers have started demanding clean label products. Starch derived from Non- GMO; Organic maize is further sought out by premier manufacturers. Consumers are also demanding for plant-based and premium quality food ingredients solutions, fueled by the improved living standards and the inflating disposable incomes. Starch being derived from maize fits the parameters perfectly and the market for starch is bound to grow. To capitalize on these opportunities, maize based speciality products companies in India are expanding their capacities. Paramesu Biotech is planning to establish a new facility, enhancing production capacity and market reach. This expansion will enable the company to meet the increasing global demand for maize starch, while leveraging our cost advantages and maintaining competitive edge in the industry.

Noval Applications- Along with the food sector, rampant technological improvement has led to advanced product innovations and application diversity for native maize starch, resulting in market expansion. Increasing demand from the adhesive paper, pharmaceutical, biomaterials, bioethanol industry is boosting the demand for native starch. Starch is also used in baby powders instead of talc.

Additionally, companies are selling goods with fortified starches for infant feeding and speciality foods. Osteoporosis, diabetes, and other lifestyle problems are managed and decreased with the help of these fortified carbohydrates. Companies are also offering fortified starches for various special food and baby food products. These fortified starches are used to control and reduce lifestyle disorders such as diabetes, osteoporosis, etc.

Restraints

Fluctuation in raw material prices & availability- Maize has many industrial applications apart from starch. The biggest competitor for starch industry is use of maize for biofuel manufacturing. The growing climate awareness along with impetus on decreasing the carbon emissions, governments across the world are focusing on reducing the fossil fuel consumption. With aims to reduce fossil fuel consumption, biofuels blending has increased, and maize is at the foremost of all the raw materials being used for ethanol production.

Maize prices are fluctuating which makes it difficult to procure long term maize for producing maize based speciality product through wet milling operations. With USD 164/ ton in 2018, the prices soared to USD 319/ ton in 2022 and dropped to USD 250/ton in 2023 and further rising to USD 300- 310/ton by start of 2024.

Competition from other starches & Modified Starches: Maize starch though seldom replicable, researchers and innovators are trying to replace it with starches from other crops such as rice, tapioca, and arrowroot. Further modified starches can also obstruct the growth of native maize starch market. Modified starches offer specific functionalities that native starches may not provide, posing competition in certain applications.

Key players in the Global Native Starch and Co Products Industry

The key players in the global maize starch market include Cargill, AGRANA, Roquette, Ingredion Incorporated, Tate & Lyle Plc, and Archer-Daniels Midland Company (ADM). These companies have made investments in R&D and capacity expansion to provide new product varieties for an expanding market.

Bio-chem Technology Group Company Limited, Tereos Syral S.A.S, Associated British Foods plc, Gujarat Ambuja Exports Limited, Sukhjit Starch and Chemicals Limited, Kent Corporation, Grain Processing Corporation, and MEFSCO (Middle East Food Solutions Company) are some of the other companies present in the maize starch market.

Indian Native Starch Industry

India maize starch market is estimated to grow at a CAGR of 4.48% during the forecast period 2024E- 2029F. The current market in 2024E is estimated at USD 1,991 million. Native maize starch is the primary starch product which has nutritional value as carbohydrate. It is a polymeric carbohydrate (several thousand units of glucose) arranged in linear chains (known as amylose) or in branched structures (known as amylopectin); its ratio varies depending on the plant source. Apart from food & Beverage industry it is used in multiple industries such as pharmaceuticals, paper, textile, chemicals and so on. Native maize starch is normally fine powder, which is white in color, tasteless and is odorless. It has wide applications as a thickener and a stiffening agent with numerous industrial applications. In addition to replacing fats, maize starch can thicken, hold moisture, reduce viscosity, stabilize, and offer freeze-thaw stability to products. It can also be used as a flour adjuster and gelling agent for cakes and biscuits. Because of its gelling, texturizing, and thickening qualities, native maize starch is used in a wide variety of food products, including soups, meat preparations, sauces, pastas, bakery mixes, frozen cakes, snacks, batter mixes, brewing adjuncts, dry mix soups and sauces, processed meat, pudding powders, cold process salad dressings, dips, fruit preparations, creams, and pastries. It is also offered for sale by itself as a culinary element for kitchen cabinets.

The majority of India's maize starch & derivatives production facilities are located in Gujarat, Maharashtra, and Karnataka due to the ease of procuring raw materials, resulting in a regionally fragmented production of maize starch. Andhra Pradesh with 5.95 Mn /ha productivity of maize (4th highest in country) also has some manufacturing facilities followed by facilities in Uttarakhand, Uttar Pradesh, and Telangana Depending on capacity levels, these producers provide various derivatives and grades of maize starch.

The market for maize starch has expanded substantially over the years as a result of new facilities that have recently opened with milling capabilities ranging from 500 TPD (Tons Per Day) to 1000 TPD. The native maize starch market reached 5.18 million tons in 2024E after growing at a 3.54% CAGR from 2019 to 2024E.

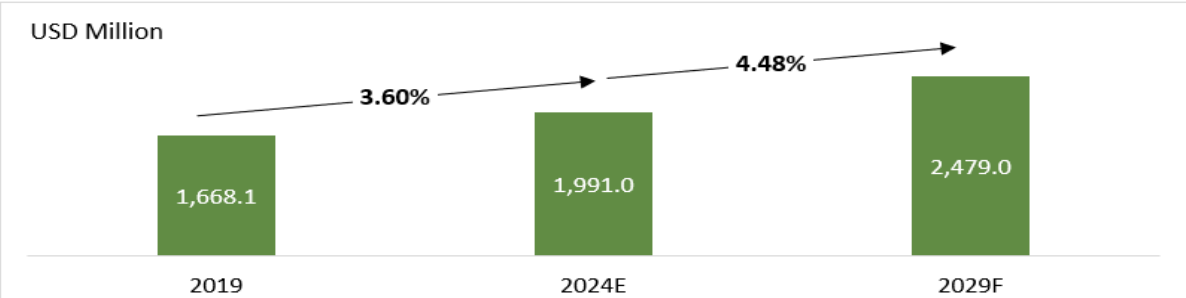
India's installed starch capacity is currently between 6 - 6.4 Million Tons Per Annum, roughly, and the industry is experiencing a surge in expansion activity, resulting in multiple initiatives to improve/set up new capacities. Industry analysts claim that in the last couple of years, capacity for maize based speciality product manufacturing has nearly doubled due to an increase in domestic as well as export demand.

Companies in India produce industrial grade, pharmaceuticals grade and food grade maize starch. Each of these grades comes as a white, odorless powder with a slight variation in moisture content.

While the moisture content of industrial grade can be upto 13%, that of food and pharmaceutical grade typically ranges from 10 to 11%. Under order to qualify as IP grade, Pharma Grade - IP (Indian Pharmacopoeia) Grade Starch is made and packed under highly hygienic conditions. In addition, a license from the FSSSAI is needed to export this grade starch.

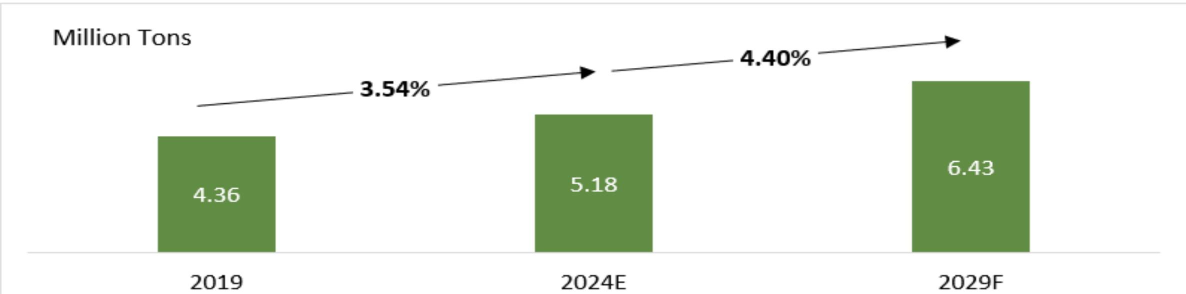
Significant changes have been seen in Indian maize starch and derivatives market in recent years, and the future of the maize starch sector is promising as numerous players are investing in the growth and quality of the starch and derivatives.

Indian Native Starch Industry, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Indian Native Starch Industry, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

The Indian maize starch market has grown rapidly due to both fast industrialization and population increase. The ready availability of maize and multiple application of native maize starch in a variety of industries, including the food and beverage, pharmaceutical, animal feed, textile, and paper industries, will propel the growth of the maize starch market in India. The industry participants are implementing crucial sustainability tactics, like joint ventures or acquisitions, to guarantee the expansion of the maize starch market in India.

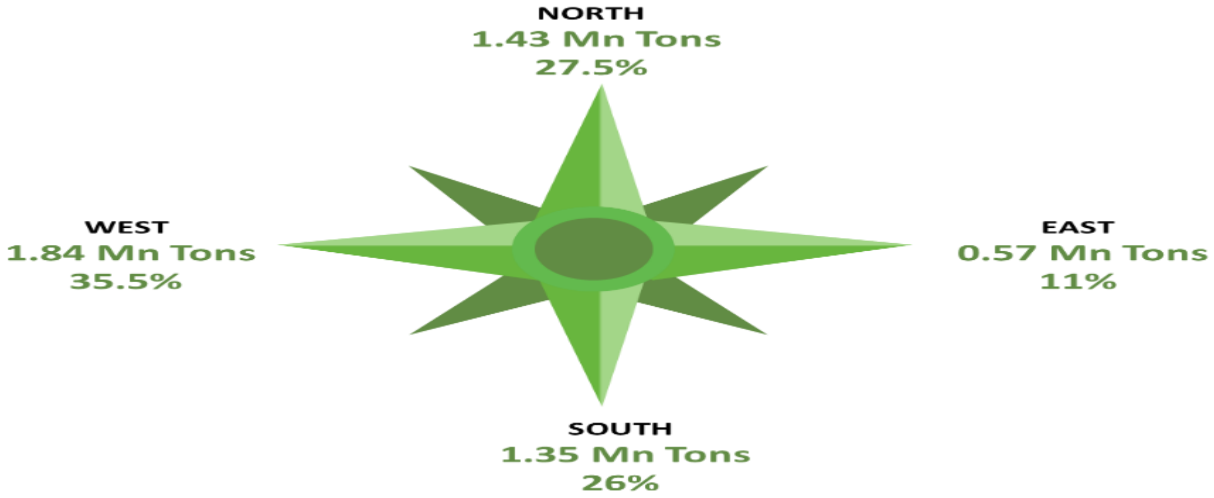
The India native Maize starch market have several organized players such as Roquette Riddhi Siddhi Private Limited, Gujarat Ambuja Exports Limited, Paramesu Biotech Ltd, Sukhjit Starch & Chemicals Ltd., Sayaji Industries Limited, Gulshan Polyols, Universal Starch Chem Allied Ltd., etc.

Key end users for Native Starch in terms of large FMCG companies include are Mondelez, Parle Products, Nestle, Britannia Industries Limited, Priya Gold, ITC, Dabur, JK Paper Limited, Weikfield Foods, Arvind Ltd., JCT ltd, Century Pulp & Paper to name a few.

Geography-wise breakup of the Indian Native Starch

Demand for native maize starch is high in West zone followed by South and North zones. Food and Beverage, Pharmaceutical and Textile industry in states of Gujarat and Maharashtra are the major end use industries inflating the demand for starch in West zone.

South and North zone rich paper and textile industry clubbed with F&B industry use native starch.
Indian Native Starch Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Application wise breakup of the Indian Native Starch

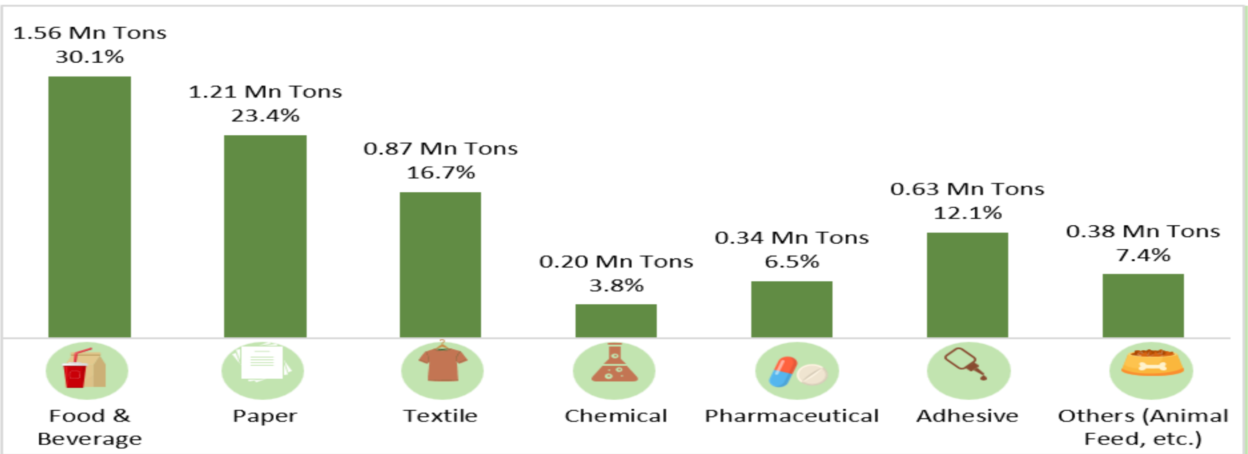
Food & Beverage Industry- This industry accounts for ~30.1% or 1.56 million tons share in the native maize starch applications in India. There are several uses for starch powder in the food industry. It is used by bakers to enhance the texture and tenderness of cakes. It is used to thicken soups and sauces. It helps keep food crisp, therefore it can be used as a coating for fried snacks or food. It can also be used in milk-based goods as an emulsifier.

Among other uses, native starch is used as an emulsifier, thickening, and coating ingredient in baked goods, cereal, and ice cream.

Paper & Adhesive Industry - Because starch powder has good adhesive capabilities, it is used in the paper industry to improve the bonding strength of paper and paperboards. Kraft paper uses starch as a sizing agent. Starch helps in improving the paper's optical qualities, printability, and fold endurance. It is frequently used in the packaging sector to increase compression strength and stiffness because of its constant viscosity.

Because of its superior binding qualities, it is utilized in the gum and adhesive industries. Paper & Adhesive industry combined accounted for ~35.5% or 1.84 million tons of native maize starch consumed.

Exhibit 37: Indian Native Starch Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Textile Industry - Textile industry accounted for ~16.7% or 0.87 million tons of native maize starch consumption. In the textile business, native starch is often used for material finishing and sizing. In It is also used to give cloth the necessary stiffness and to soften it.

Pharmaceutical Industry - The pharmaceutical industry requires high grade native maize starch for coating and binding of tablets and capsules. This starch is referred to as IP/BP grade starch. Because of its inertness, affordability, and ability to be used as fillers, binders, and disintegrants, starch is a highly valuable ingredient in the pharma industry. Because of native starch's low particle size, smooth tablet surface is achieved. Starch is used as an excipient in solid oral dosages. Pharmaceutical industry accounted for ~6.5% or 0.34 million tons of native maize starch consumption.

Market drivers, opportunities, and restraints for Indian Native Starch Industry

Drivers & Opportunities

Drivers & Opportunities

- The demand for native maize starch is anticipated to increase in the future, as it is perceived as a better natural ingredient than the artificial one.
- The multiple functionalities exhibited by native starch makes it useful across different industries. Noval functions of starch such as biopolymers, fermentation will further boost the industry.
- Increasing consumption of Baby food, Baked goods, Beverages and Ready to eat food will support the growing demand for native starch.
- India being the country with highest global population, has an increasing appetite for convenience & packaged food. Market is bound to grow as Maize starch is the major ingredient used in manufacturing of these foods.
- Due to local ability of raw material- maize and cheap labor prices, the manufacturers of native maize starch in Indian have upper hand in the global markets in terms of cost advantage.
- India's export of maize starch increased at CAGR 46% from 2019-2023 from 129,098 MT to 584,826 MT.
- Focus on eco-friendly and readily bio-degradable packaging / products intended to replace single use plastics will spur the demand of starch & starch-based biopolymers.
- With consumer's health consciousness there is growing demand for clean- label products, natural ingredients which will support the growth of native maize starch.
- Adhesives made from maize starch are replacing petroleum-based acetates and alcohols used to help laminate graphics onto cardboard and latexes used as binders in paper coatings.
- Healthy growth in the paper and textile industries are highly creating a fertile ground for the growth in maize starch sales across the world, but particularly in the Asia Pacific region.

Restraints

- Growing demand of maize from other industries such as Bioethanol, Animal nutrition and feed can hamper the growth of maize starch market.
- Fluctuations in supply of raw material
- Replacement of maize starch from other raw materials such as potato, rice, tapioca and wheat can hinder the growth of maize starch market.
- The consistent availability of high-quality maize throughout the year is a significant risk for maize speciality products industry as maize is the primary raw material. Maize, being subject to seasonal variations, faces challenges in maintaining uniform quality levels across different harvests. Additionally, the high cost of cultivation and escalating post-harvest losses further exacerbate the risk, impacting both the reliability of supply and the financial viability of maize-based enterprises.

Indian Co Products Industry

The endosperm of the maize grain is known as corm germ; it is a yellow in color and has high oil content. Germ accounts for about 11% of the kernel weight, contains 45-50% oil and about 85% of the oil kernel. Wet milling involves steeping maize grain in water and separating it into kernels and germs, from which starch is then recovered. The germs are cleaned, dried, and then extracted using a solvent (hexane) followed by a mechanical extraction. The expended germs and other broken pieces of maize grain make up maize germ meal. It is primarily used in the production of feed supplements and the extraction of maize oil. Maize germ oil contains very low cholesterol & is preferred as a very good cooking medium in most households. Maize germ also provides raw materials for alcohol processing.

A great source of "slow release" starch, maize germ is a very palatable, digestible diet with a high calorie content and hence widely used in cattle feed, poultry feed and swine feed industry.

The Indian market for maize germ is estimated to be valued at USD 151.1 million and is expected to reach USD 198.3 million in 2029 F with CAGR of 5.58%.

In volume terms, the maize germ accounted for 0.33 million tons in 2024E. It is estimated to grow by CAGR 5.24 % by 2029F. Moisture content in maize germ varies from 4-5% & it is usually packed in 250kgs HDPE drums in Indian markets.

A high-fiber component, maize gluten has substantial levels of nutrient-dense protein and carbohydrate. Maize gluten feed is high in protein it has 60–75% crude protein (DM) and 15%–25% residual starch. It also has trace levels of fat (3% DM), minerals (2%), and fiber (1% DM). Fish and other livestock species use maize gluten meal, a feed that is high in protein (approximately 65% crude protein, or DM), as a source of energy, and protein. It is added to cattle diets as a feed supplement to provide them with energy and protein that is easier for them to digest and absorb. It is also known for excellent protein digestibility in pet food. Additionally, maize gluten meal is applied as a pre-emergent weed control and fertilizer. In the turfgrass sector, it is the only natural pre-emergent herbicide that works well. The Indian maize gluten market is valued at USD 167.5 millions in 2024E.

In terms of volume, the Indian maize gluten market accounted for 0.24 million tons and is expected to grow at CAR 4.18%. Maize gluten is packed in 25kgs bags.

The Indian market for maize fiber is estimated to be USD 60.2 million in 2024E and is expected to reach USD 80.9 millions with CAGR 6.08% by 2029F. Maize fiber produced as a byproduct of the maize based speciality products industry. The largest component of maize fiber is the pericarp, which 35% hemicellulose, 18% cellulose, and 20% residual starch. It also contains lignin, protein, and fiber oil in small quantities. Maize fiber is used in animal feed & nutrition industry. It has prebiotic properties which is good for animal health. Its appearance is like seed with fibrous matter which is odorless and light brown to light yellow in color.

In volume terms, maize fiber market is 0.20 million tons in 2024E and is expected to grow at CAGR 5.76%.

The Indian market for Maize steep liquor is estimated to be valued at USD 138.9 million in 2024E. It has grown at CAGR 2.32% from 2019 and is expected to grow at CAGR 3.18%.

Made from the soluble components of the maize kernel by a steeping process, Maize steep liquor is a high-protein, high-energy feed product. It is a viscous liquid mixture made completely of water-soluble ingredients of maize steeped in water. It is frequently used as a binding or pelleting agent in in pig and ruminant diets. Maize steep liquor is the premium additions to cow feed. The pharmaceutical, animal feed, and enzyme industries use maize steep liquor for its high nutritional content, which is rich in vitamins, lattice acid and proteins.

Maize steep liquor accounted for 0.38 million tons in 2024E. In Indian market maize steep liquor is packed in 250- 300 kgs HDPE drums.

Key players in the Global Native Starch and Co Products Industry

Due to rising demand, the maize processing industry is currently operating at high-capacity utilization of 80–90%, with competitors vying for optimum efficiency. The labor intensity of the Indian maize processing industry has reduced due to technological advancements, workforce migration, and industry consolidation. Following COVID-19, businesses have observed a significant increase in end-user consumer credit days and credit demand. The credit period, which was previously between 30 and 45 days, has now been extended to 45 to 90 days in the event that some end users have limited pricing power for commodities products like starch powder, and maize processing businesses' prices are erratic. This affects cash flow since, in order for the facility to function properly, the maize millers also need to store maize.

Lower capacity - 100–200 TPD maize based speciality products facilities are no longer viable because of high costs and plant economics. The bare minimum necessary capacity for starting a maize based speciality products facility is 500-600 TPD which requires a large initial investment.

Players like Gujarat Ambuja Exports Limited (GAEL), Roquette India Private Limited, Sukhjit Starch and Chemicals Limited, Bluecraft Agro, Gulshan Polyols Limited, Paramesu Biotech Ltd, dominate the industry as they are equipped with the resources to establish state-of-the-art facility and machinery.

Regulatory landscape including subsidies (India)

According to FSSAI, Maize starch, is starch derived from maize (Zea mays L.). It will be a white, free-flowing powder without an odour. It cannot have any additional chemicals, flavors, or colors added. It must also be devoid of any extraneous debris, pollutants, insects, or larvae. It must meet the following requirements, specifically:-

Parameters	Limit
Moisture (% by mass), Not more than	12.5
Total ash (% on dry basis), Not more than	0.5
Ash insoluble in dilute HCl, % on dry basis, Not more than	0.1
Alcoholic acidity 90 percent alcohol	Shall be equivalent to not more than 2.0 ml. N. NaOH per 100 g. of dried substance
Starch content (% on dry basis), Not less than	98
pH	4.5-7.0
Sulphur Dioxide (ppm), Not more than	70
Uric Acid, mg/kg, Not more than	100

Source: FSSAI

- Every package of ice cream, kulfi, chocolate ice cream and softy ice cream containing starch shall have a declaration on its label as specified in sub- regulation 2.7.1 (2) of Food Safety and Standards (Packaging and Labelling) Regulations, 2011.
- According to FSSAI, Modified Maize starch may be used in confectionery, flavours, dairy products (where use of emulsifier/stabiliser is allowed per regulations) glazes, icings, gravies, sauces, soups, coatings up to a maximum concentration of 0.5 per cent by weight.
- Modified food starches may be used in snacks, frozen potato products, baked foods, and salad dressing/mayonnaise, up to a maximum concentration of 5 per cent by weight.
- Acid treated starch may be used in sugar confectionery on GMP basis.
- To mitigate the hazardous pollutants, an Effluent Treatment Plant (ETP) is made mandatory for maize processing industry by the Government of India. The treated water can be utilised for agricultural purposes within the permitted BOD level of 30 PPM. Financial support in the form of capital subsidy is also available from Ministry of Environment and Forests, Government of India for the purpose.
- In some products, the statutory permissible limit of usage of starch is still very low in India compared to the permissible limits in other American and European countries. Government may consider and thereby make necessary amendments in the permissible limits.
- While agricultural policy changes and shifting barriers to trade are often perceived to be factors of change in the business, they tend to be of secondary importance since they are often an attempt to protect local interests from the pressures in supply/demand that is brought about by these differences in growth patterns.
- To boost local output, government programs like PM Gati Shakti, Atmanirbhar Bharat, and the Production-linked Incentive (PLI) scheme would support economic growth.
- The Ministry of Commerce & Industry, Government of India's Agricultural and Processed Food Products Export Development Authority (APEDA) has developed an outreach plan to encourage agro-exports for the agro-processing sector.
- According to 2022 research study by National Bank for Agricultural & Rural Development (NABARD)- "India's Agriculture and Food Exports- Opportunities and Challenge "- Maize starch (11081200) is among the top five agricultural products showing the highest possibility of import surge.

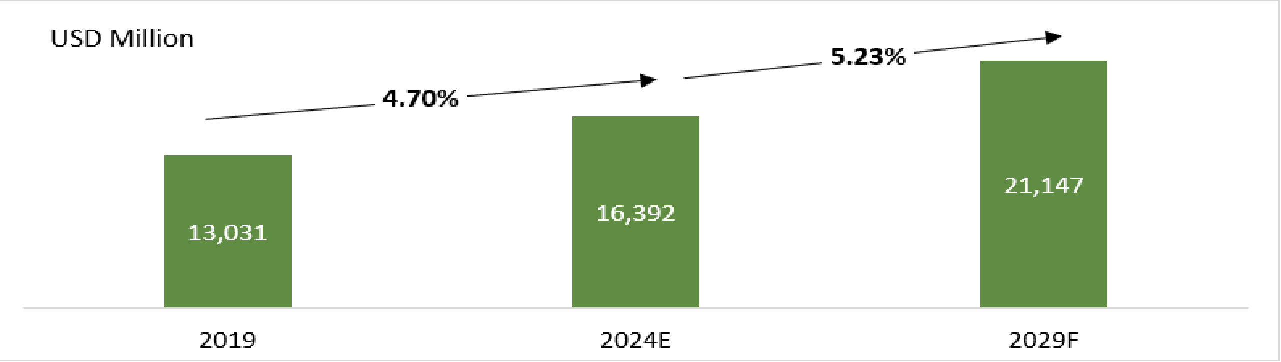
Global & Indian Modified Starch & Value Added Products Industry

Global Modified Starches Industry

The global modified starch market is estimated to be valued at USD 16,392 million in 2024E which has grown from USD 13,031 in 2019 with a CAGR of 4.70%. It is anticipated to further grow at CAGR 5.23% till 2029F.

Native starch can be altered chemically, enzymatically, or physically to produce modified starch. Modified starch can undergo various process like esterification, oxidation/bleaching, cross-linking and etherification. Modified starch has been developed for qualities, like the ability to impart texture and structure to the food to which it is added. Starches can have particular functions depending on the process used. From the 19th century onward, several modified starches have been developed, frequently in collaboration with client industries who wanted to integrate starches into their manufacturing procedures. In the food industry, the main changes are made to the starch to make it suitable with modern food (microwaveable, instant preparations, ultra-high temperatures, and so on) and to adapt it to technological limitations resulting from processes like cooking, freezing/thawing, canning, or sterilization.

Global Modified Starch Industry, USD Million

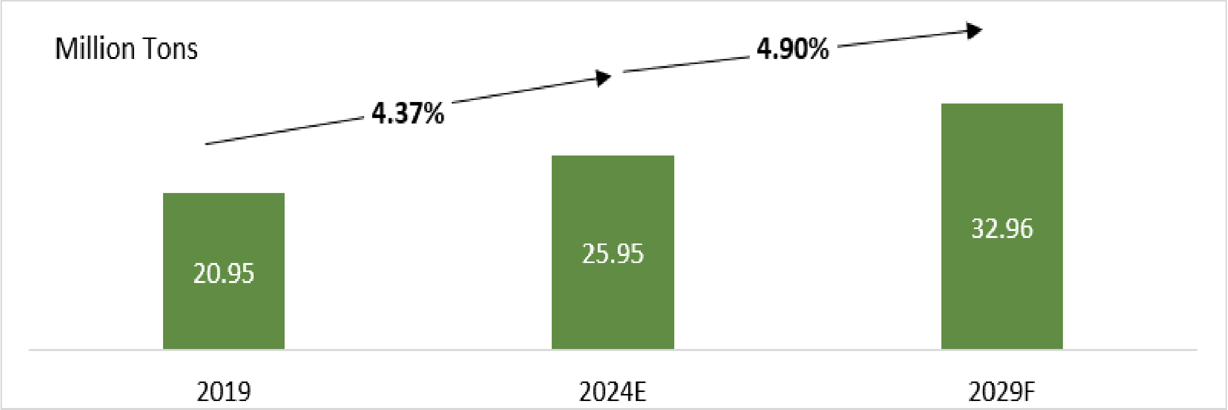


Source: Frost & Sullivan, Primary Research & Analysis

Modified starches are used in various industry with food & beverage being one of them. Because of its many advantages and functional qualities, modified starches take less time during processing in food & beverage industry. Because modified starch is used at substantially lower dosage levels than other components, including native starches, it can also significantly reduce the processing costs associated with producing different food products.

In terms of volume global modified starch is estimated to account for 25.95 million tons in 2024E. It is expected to grow at CAGR of 4.90 till 2029F.

Global Modified Starch Industry, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

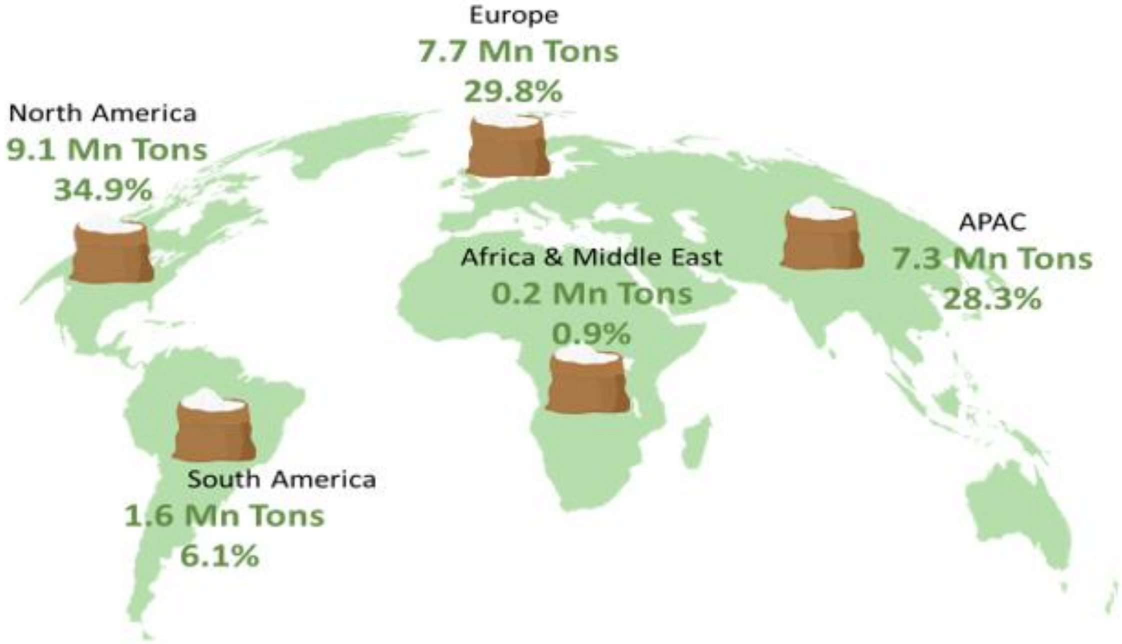
Apart from food & beverage industry, modified starches are used in textile, paper, pharmaceutical and chemicals industry as well.

Geography-wise breakup of Global Modified Starches Industry

Because of their fast-paced lifestyles, North America and Europe are the regions where convenience and ready-to-eat foods are most popular. A growing number of people lead busy, independent lives due to work, which leaves little time for home cooking. North America accounted for ~34.9% share in modified starch consumption which is ~9.1

million tons.

Global Modified Starch Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

North America is followed by Europe where applications of modified starches grew at a quick pace over couple of past decades. European market accounted for ~29.8% or 7.7 million tons in modified starch consumption. Key players in European market are Ingredion Incorporated, Cargill, Agrana Beteiligungs-Ag, Archer Daniels Midland Company, Tate & Lyle PLC, Avebe U.A., Roquette, so on.

Asia Pacific is the high growth market for modified starches. It contributed to ~28.3% or 7.3 million tons in 2024E modified starch consumption. The demand for modified starch has increased due to globalization and the ensuing changes in lifestyle that have led to a rise in the consumption of ready-to-eat and convenience meals in many countries, particularly in Asia's booming markets.

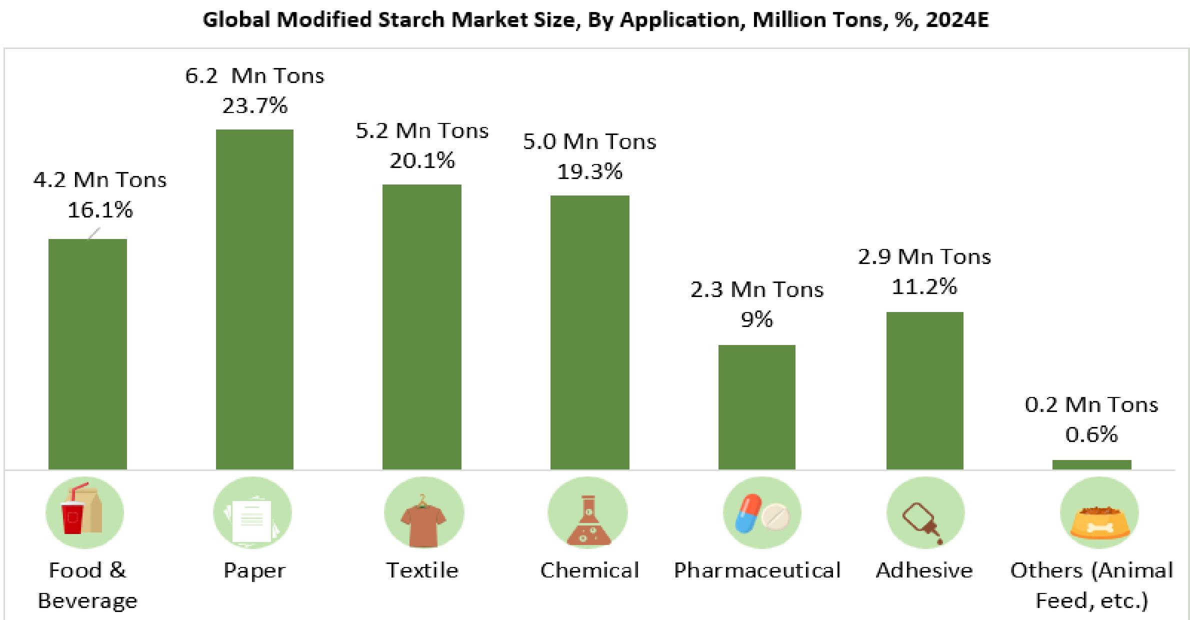
Africa & Middle accounted for 0.2 million tons to the modified starch consumption whereas South America is estimated to consume 1.6 million tons of starch in 2024E.

Application wise breakup of the Global Modified Starches Industry

The paper, textile, and chemical industries hold a significant market share in application of modified starch, globally. In terms of volume share, the paper industry is expected to stay consistent during the forecast period, with the industry accounting for the largest volume share at over 23.7% or 6.2 million tons.

In the production of paper, modified starch is used extensively. By offering useful qualities and serving as a processing aid for the paper and pulp industries, it helps in the creation of paper. Starch is also used as a binder in paper coating, which enhances the paper's hardness and whiteness and enhances printing qualities. Textile industry will consume ~20.1% or 5.2 million tons of modified starch in 2024E. In textile industry, modified starch is used as a warp size to strengthen warp yarns and improve their resistance to abrasion during weaving.

Food & beverage industry is estimated to use ~16.1% or 4.2 million tons of modified starch in 2024E. Because modified starches are superior taste carriers, they are used in ready-to-drink mixes all over the world. Moreover, it slightly increases the viscosity of coffee, smoothies, slushies, and other beverage segment products to give them a smooth feel. It improves the quality of products in the bakery sector and the ready meal segment, which includes pasta, soup, and mayonnaise.

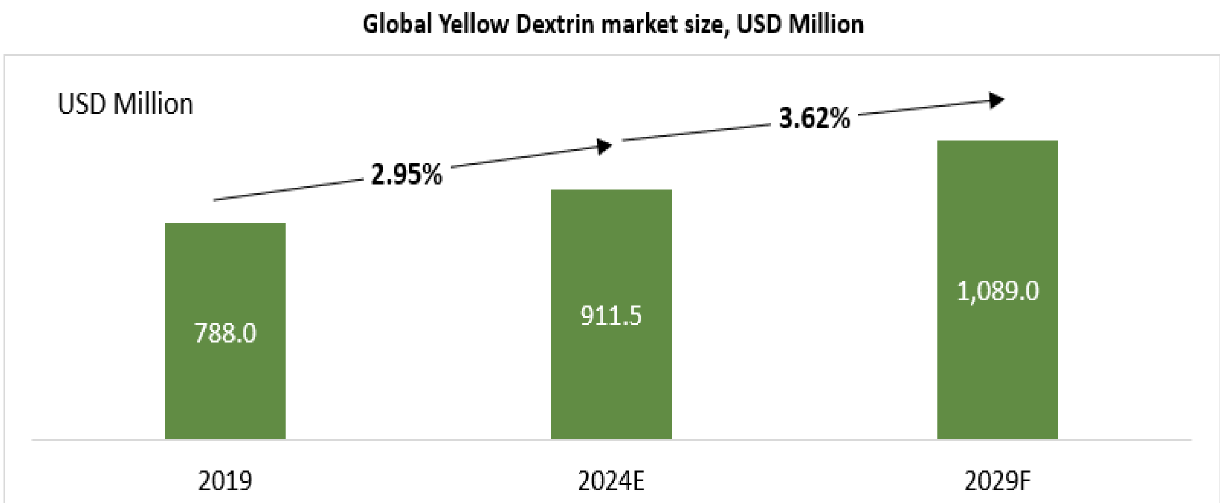


Source: Frost & Sullivan, Primary Research & Analysis

Different types of Modified Starch in Global Industry

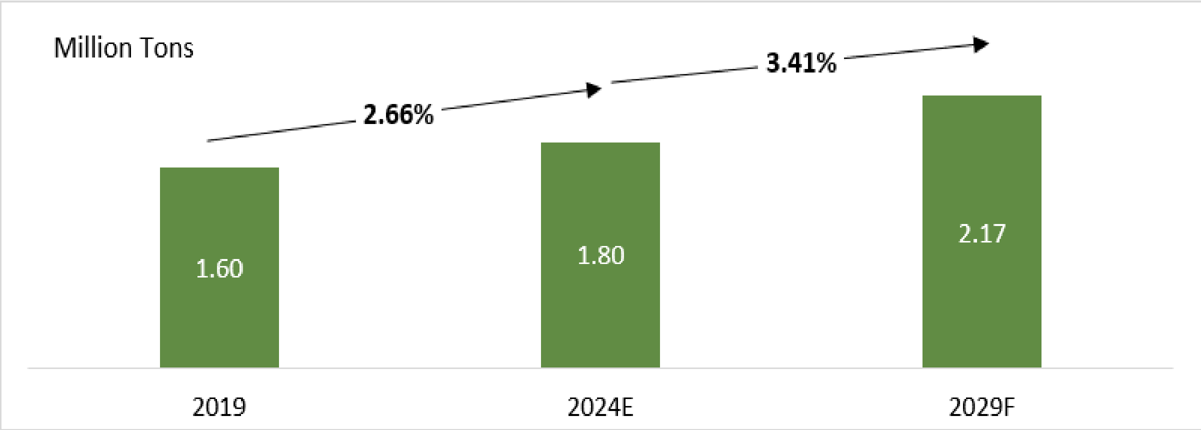
A. Yellow Dextrin

The Yellow Dextrin market, in volume terms is projected to grow at a CAGR of 3.41 % from 2024E to 2029F with volumes reaching to 2.17 million tons in 2029F from 1.80 million tons in 2024E. The growth in Yellow Dextrin market is fueled by increasing demand for food-grade and industrial-grade yellow dextrin from applications such as envelope adhesive, paper application. It is used in remoisten able envelope adhesives, paper tubes and the mining industry as well. In value terms, the market is estimated to be USD 911.5 million tons in 2024E and is expected to grow at CAGR 3.62% till 2029F.



Source: Frost & Sullivan, Primary Research & Analysis

Global Yellow Dextrin Market Size, Million Tons

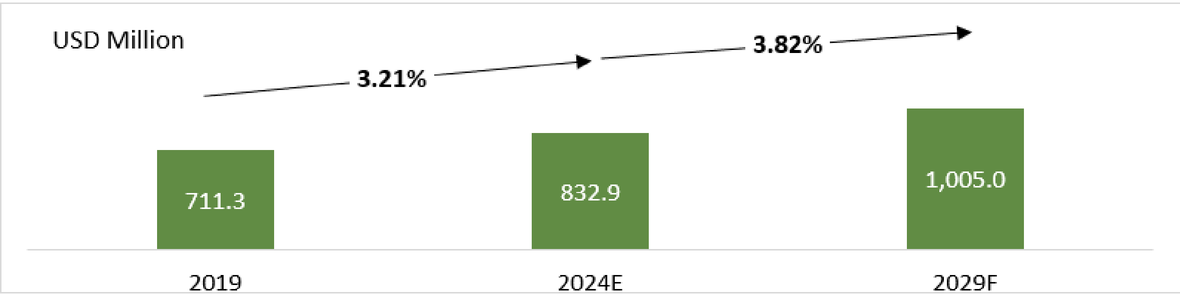


Source: Frost & Sullivan, Primary Research & Analysis

B. White Dextrin

In order to give fabrics more weight and rigidity, white dextrin is used as a coating and finishing agent. It is also used as a pyrotechnic binder and fuel in fireworks, as a thickening and binding agent in pharmaceuticals and paper coatings, and as a stabilizing agent for certain explosive metal azides. White Dextrin is used extensively in making adhesives for paper converting. It is mostly employed with starches and ingredients such as alkaline materials, borax, fillers, latices, resins, salts, and defoamers. The Global market for White Dextrin is valued at USD 832.9 Million in 2024E and it is projected to reach USD 1,005 million by 2029F, expanding at a CAGR of 3.82% during the forecast period. It is also used in manufacturing crackers.

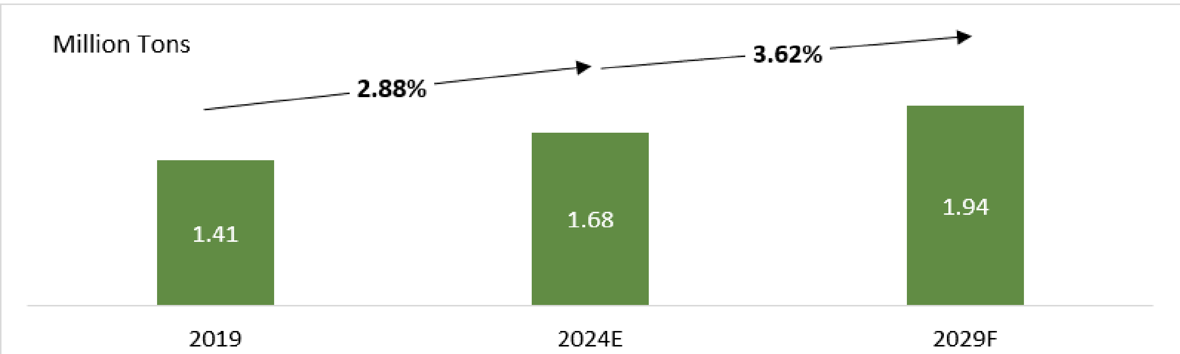
Global White Dextrin market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

In volume terms the white dextrin market is expected to reach 1.94million tons in 2029F with forecasted CAGR 3.62% from estimated 1.68 million tons in 2024E.

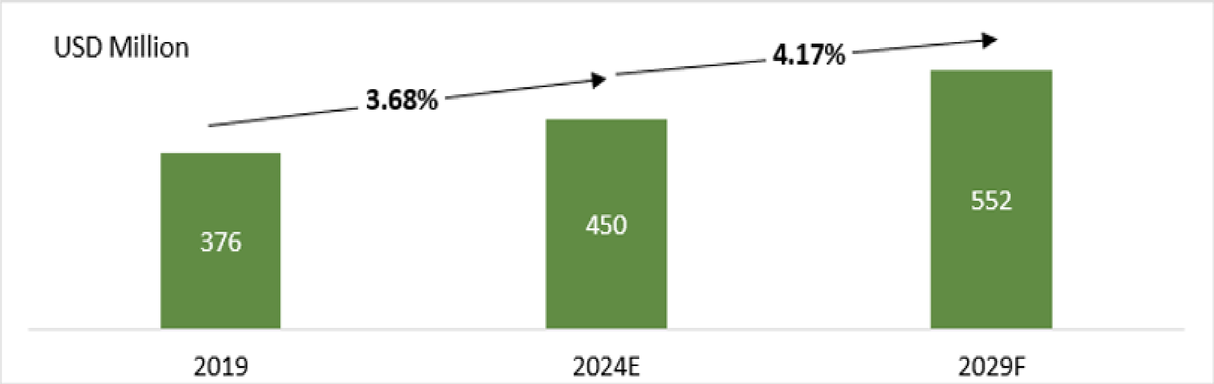
Global White Dextrin Market Size, Million Tons



C. Gypsum Starch

Gypsum Starch is manufactured by modification of native maize starch, which is specially used as a core binder in the production of plaster board. Gypsum starch helps to forms a strong bond, keeping the paper attached to the gypsum core. It also serves as an excellent migrating agent in the core of wallboard products. In the production of gypsum wallboard, gypsum starch is crucial because it shields the gypsum crystals that create the link between the gypsum core and the paper. These crystals, which are positioned near the wallboard's edges, are vulnerable to dehydration & breaking in the drying kilns' at high temperatures. These bonding crystals are kept from drying out by the starch, which retains water during the kiln drying process. The paper separates from the board core when there is extreme dehydration. Due to the rapid population growth and the increasing number of high-rise buildings amidst urban living, the amount of gypsum wallboard constructed is rising steadily. The global market for gypsum starch is estimated to USD 450 million tons in 2024E with expected growth rate of CAGR 4.17% till 2029F.

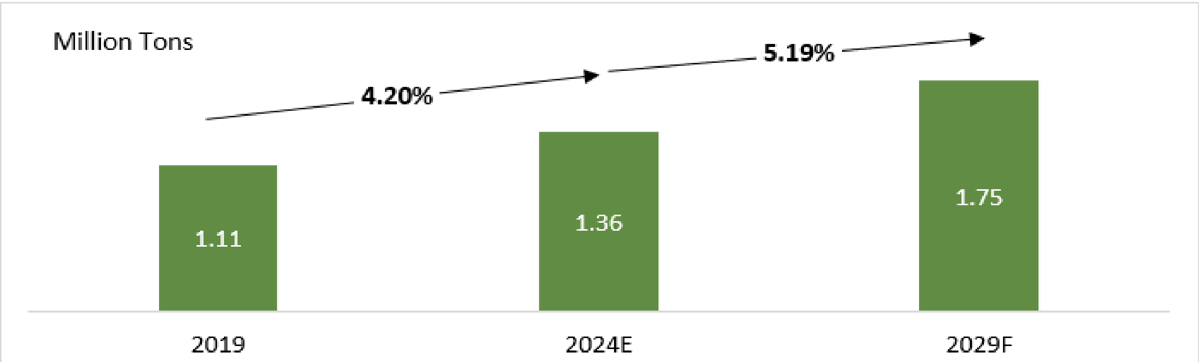
Global Gypsum Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

In volume terms, the market for gypsum starch has grown from 1.11 million tons in 2019 to 1.36 million tons in 2024E with CAGR of 4.20%. It is further anticipated to grow at CAGR 5.19 % till 2029F.

Global Gypsum Starch Market Size, Million Tons



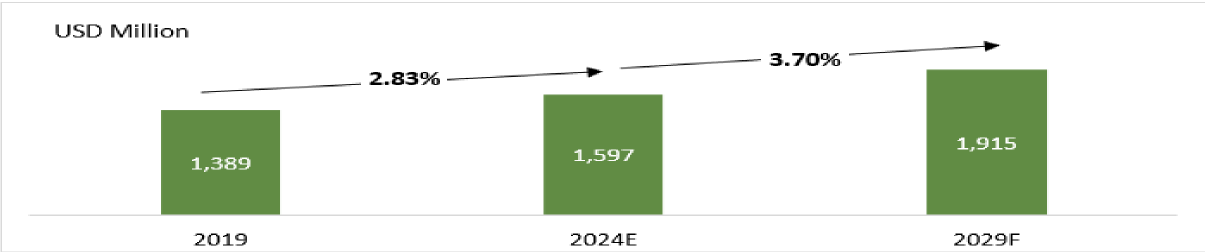
Source: Frost & Sullivan, Primary Research & Analysis

D. Cationic Starch

A modified form of starch called cationic starch is treated chemically to add a positive charge. The starch molecules undergo a process known as cationization in which cationic (positively charged) groups are added, giving the molecules improved characteristics and functioning. Increased stability, binding ability, and water absorption are some of these enhancements. Paper and textile industry majorly use the cationic starches. In food & beverages industry, cationic starch is used as thickener, emulsifier, stabilizer and fat replacer. Texture & Stability of food products such as sauces, dressings, and baked goods is enhanced by cationic starch.

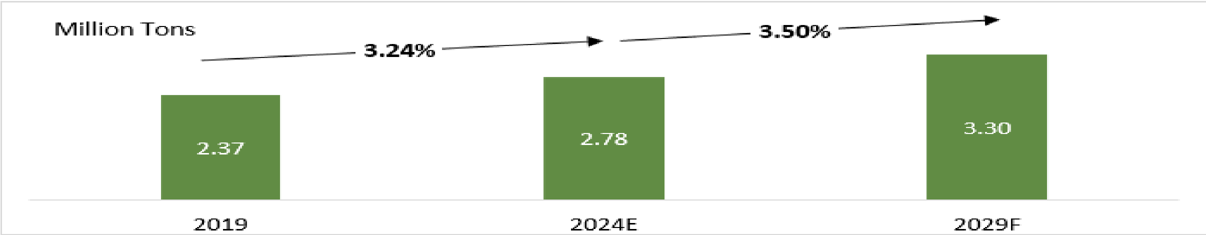
The global market for cationic starch is valued at USD 1,597 million in 2024E is expected to grow at CAGR 3.70% till 2029F. Historically, the market has grown from USD 1,389 million in 2019 with CAGR 2.83% till 2024E.

Global Cationic Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Global Cationic Starch Market Size, Million Tons



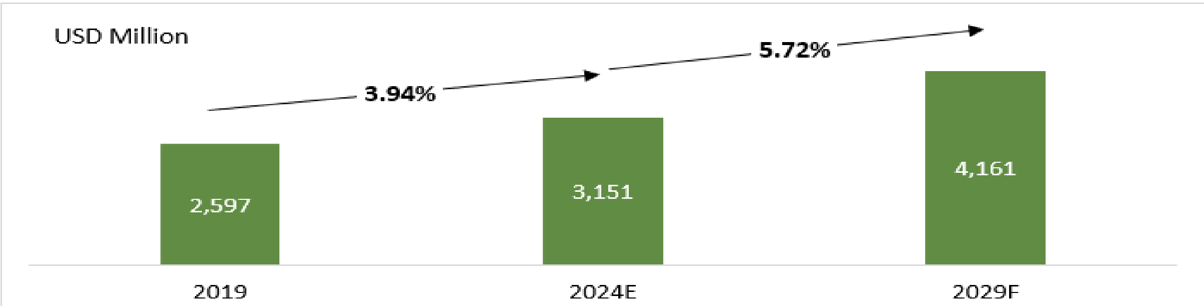
Source: Frost & Sullivan, Primary Research & Analysis

E. Oxidized Starch

Oxidized maize starch is majorly used by pharma and nutraceutical industry. It acts as disintegrant filler and binder (after cooked) for dosage formulations. It is utilized in numerous dosage forms, including as blends, granules, hard capsules, pills that can be swallowed, and premixed pellets. The paper industry uses oxidized starch extensively (for coating and sizing). Oxidized starch can be used to give paper (coating and sizing) a regulated viscosity and extra-strong film qualities It makes the film fibers more robust and flexible, which enhances the pick and gloss smoothness of paper. Oxidized starch can be tailored to meet the needs of the client.

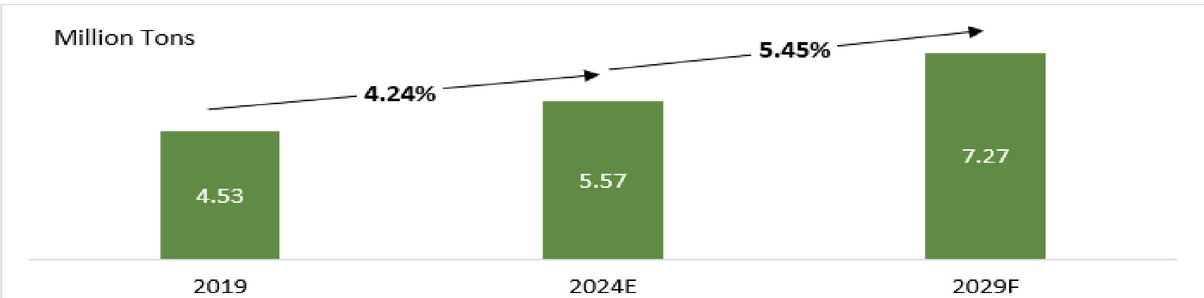
The global market for oxidized starch is estimated to be valued at USD 3,151 million in 2024E with volume of 5.57 million tons and is expected to grow at CAGR 5.72% to reach USD 4,161 million by 2029F.

Global Oxidized Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Global Oxidized Starch Market Size, Million Tons



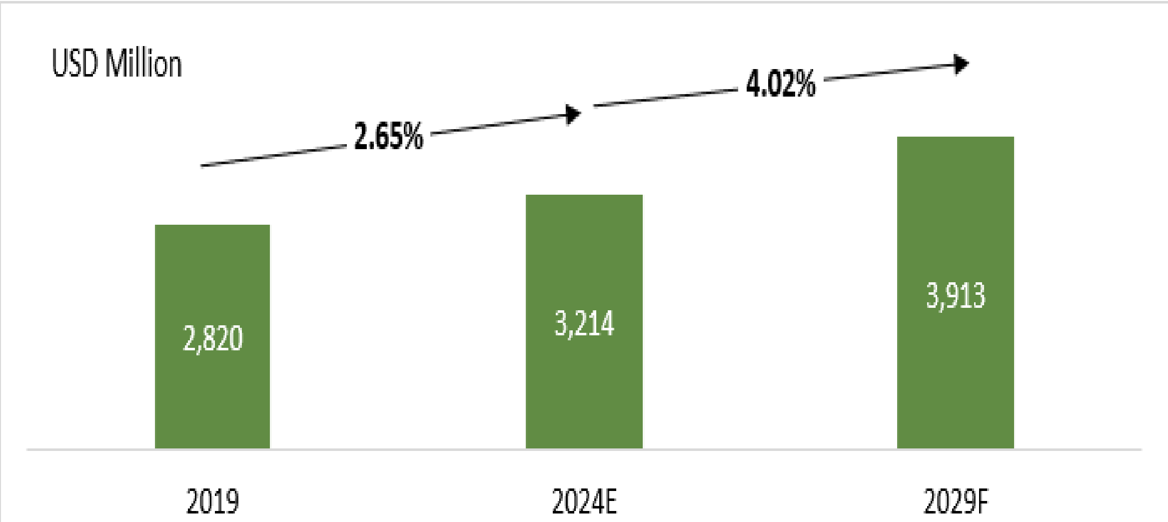
Source: Frost & Sullivan, Primary Research & Analysis

F. Pregel Starch

The Pregel or pre gelatinized starch global market is estimated to be valued at USD 3,214 million in 2024E. It has grown historically from USD 2,820 million in 2019 by CAGR 2.65%. It is forecasted to grow at CAGR 4.02% by 2029F backed by demand from paper & pharmaceutical industry. Pregel starch is used in food applications as well. Physically altered pregelatinized starch, has several benefits, including high viscosity, cold water solubility, and the ability to absorb moisture. It can also develop strong binding or adhesive properties.

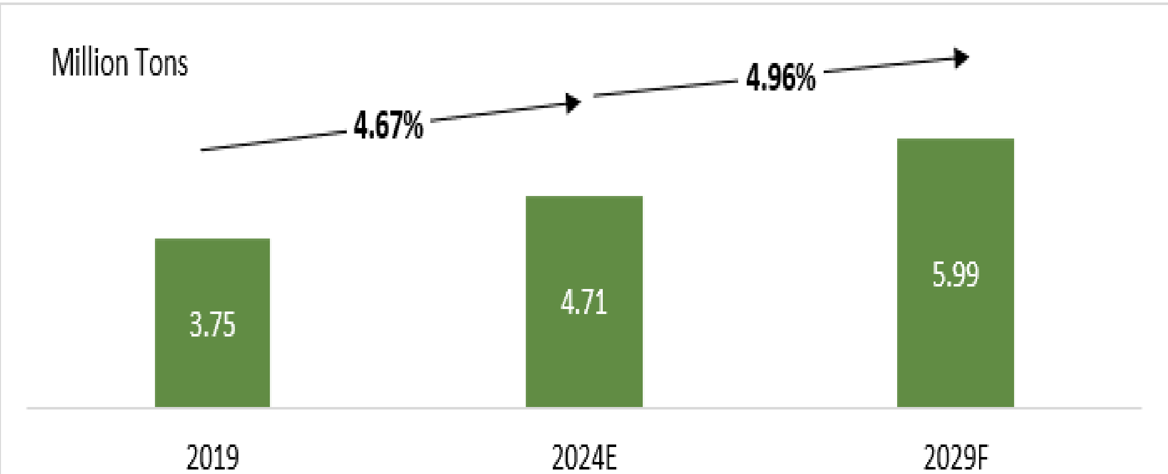
In order to bind the active components together, pregelatinized, roll-dried maize starch is utilized. According to more recent research, many pregelatinized starches work well as bio adhesives and can be used as a matrix for slow release.

Global Pregel Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Global Pregel Starch Market Size, Million Tons



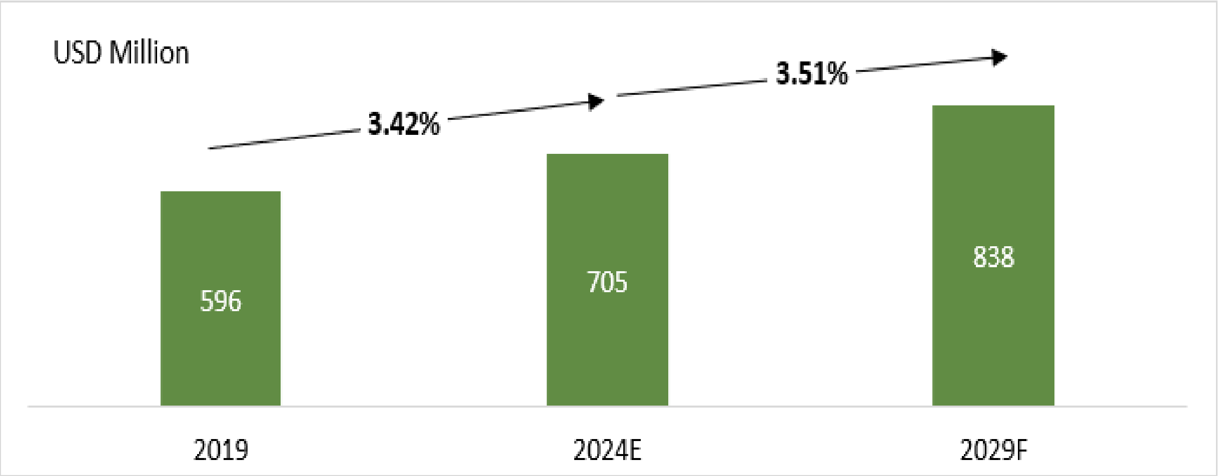
Source: Frost & Sullivan, Primary Research & Analysis

G. Spray Starch

The Global market for Spray Starch is valued at USD 705 Million in 2024E and it is projected to reach USD 838 million by 2029F, expanding at a CAGR of 3.51% during the forecast period. Spray Starch has low gelatinization temperature (60°C) and high viscosity. It is particularly used in paper industry.

Spray starch is sprayed in between the paper sheets and goes through a dryer during the paper board processing process. It uses a lot less steam because of its high viscosity and low gel temperature.

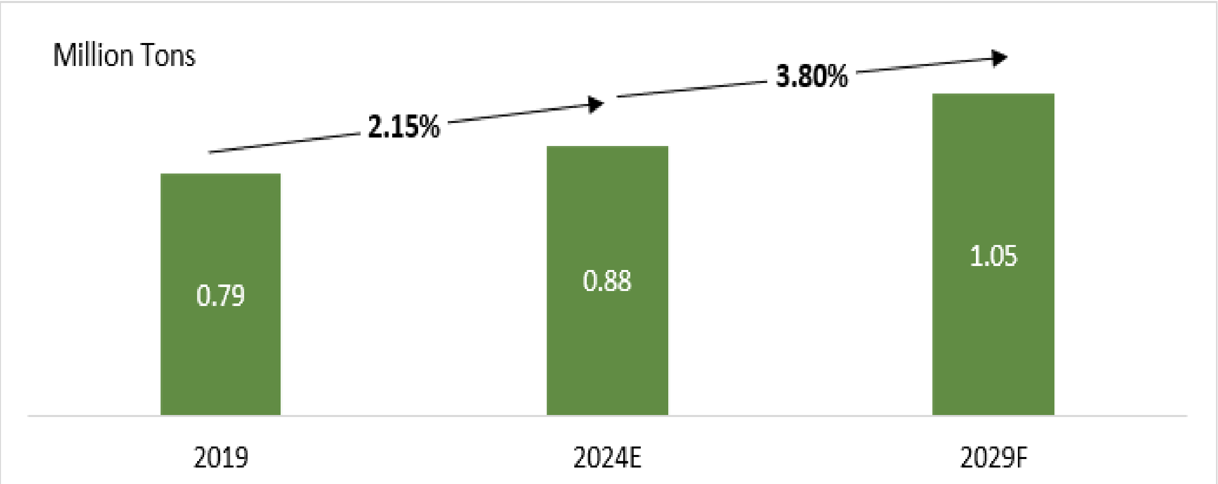
Global Spray Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

The Global market, in terms of volume for Spray Starch is estimated to be 0.88 million tons in 2024E and it is projected to reach 1.05 million by 2029F, expanding at a CAGR of 3.80% during the forecast period.

Global Spray Starch Market Size, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

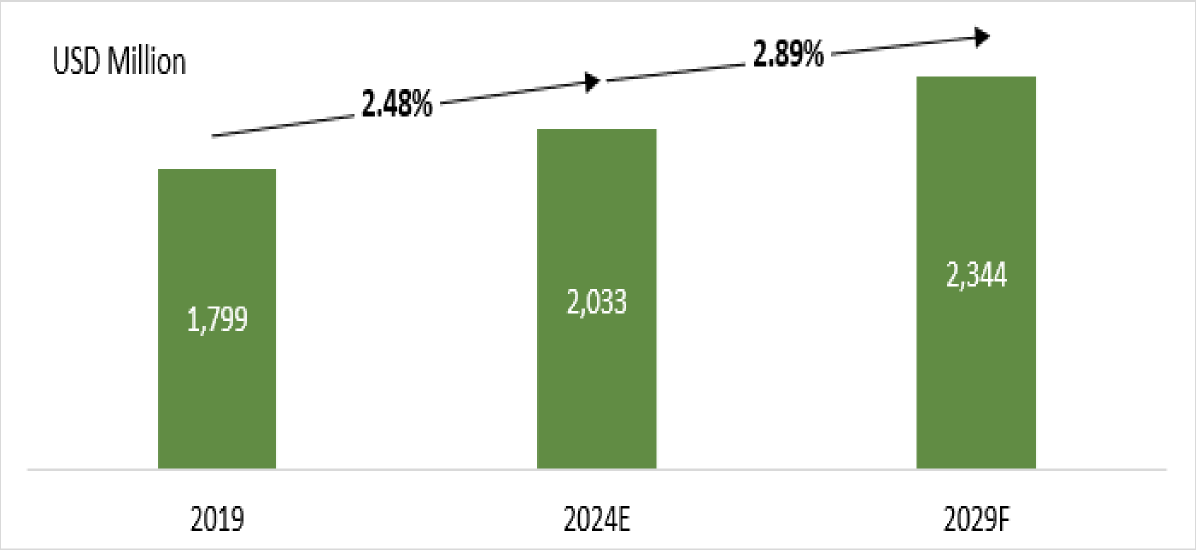
H. Thin Boiling Starch

Thin boiling maize starch is a unique kind of starch that is processed to have particular qualities and a low viscosity. It is frequently utilized in the food and beverage and textile industries.

Thin boiling starch smooths non-alcoholic beverages, sauces, dairy desserts, and yoghurt by enhancing the sensory experiences. This texturizer starch is in an easy-to-process powder form.

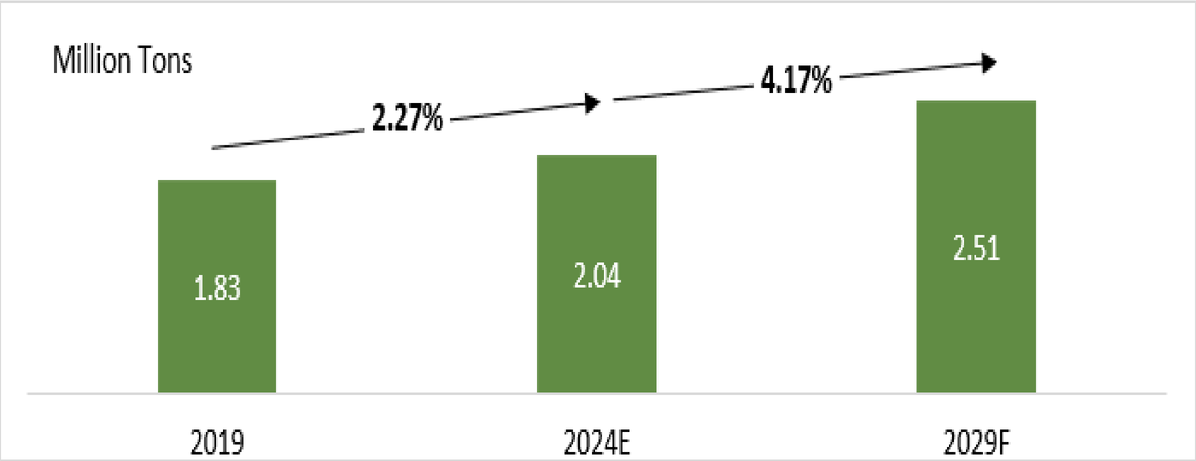
The global market for Thin boiling Starch is estimated to be valued at USD 2,033 Million in 2024E and is expected to reach USD 2,344 Million in 2029F.

Global Thin Boiling Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Global Thin Boiling Starch Market Size, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

Different types of Value-Added Products in Global Industry

A. Maize Flour

Between 2024 and 2029, the market for maize flour is expected to grow at a compound annual growth rate (CAGR) of 7.82% owing to expansion of the baking industry, rising demand from developing countries and the rise in ready-to-eat foods. The market is expected to grow from its estimated 2024 size of USD 2,677.4 million to USD 3,901.3 million by 2029. While firms like Cargill, Bunge, and ADM dominate the markets in North America and Europe, the maize flour business in Asian countries is largely unorganized. Due to their reduced prices compared to branded products, private labeling allows many merchants and supermarkets to boost profitability.

The key players in maize flour global market include Andersons Food, Archer Daniels Midland, Cargill, Bunge, Grain Millers, Gruma, North Dakota Mill, Limagrain, Associated British Foods Plc, Bob's Red Mill, and Empresas Polar Inc.

B. Baking Powder

Three ingredients make up powder: baking soda, acid salt, and maize starch. By reacting with the acidic ingredients in the batter or dough, it creates carbon dioxide gas bubbles that expand during baking, giving baked goods their characteristic rise and fluffy, light texture. Baking powder is necessary component of cakes, breads, tarts, pastries, and biscuits is baking powder. From 2024 to 2029, the global market for baking powder is expected to grow at a compound annual growth rate (CAGR) of 5.52%. The rise in demand for baked goods, particularly in developing nations, is the reason for the growth.

The market for baking powder is estimated to be valued at USD 1924.5 millions and is expected to be be valued at USD 2517.6 million.

Some of the key players in baking powder market are Nestle, Britannia, Associated British Foods Plc, Corbion, Cargill, ADM, DSM, British Bakels and Muntons

C. Custard Powder

Eggs, which were traditionally used to prepare custard, have been substituted with custard powder. Estimated at USD 1,428 million in 2024, the global custard powder market is projected to grow at a compound annual growth rate (CAGR) of 5.82% through 2029. There are many different flavors and varieties of custard powder available from manufacturers, such as baked, stirred, chilled, Ultra Heat-Treated, rose, vanilla, pista, chocolate, and more.

Among the major companies in the custard powder market are Swiss Bake, GD Foods, Premier Foods, Kraft Foods, Pillsbury, Goodman Fielder ITN Food Corporation, Well and Good Pty Ltd, and Unilever Food Solutions.

D. Icing Sugar

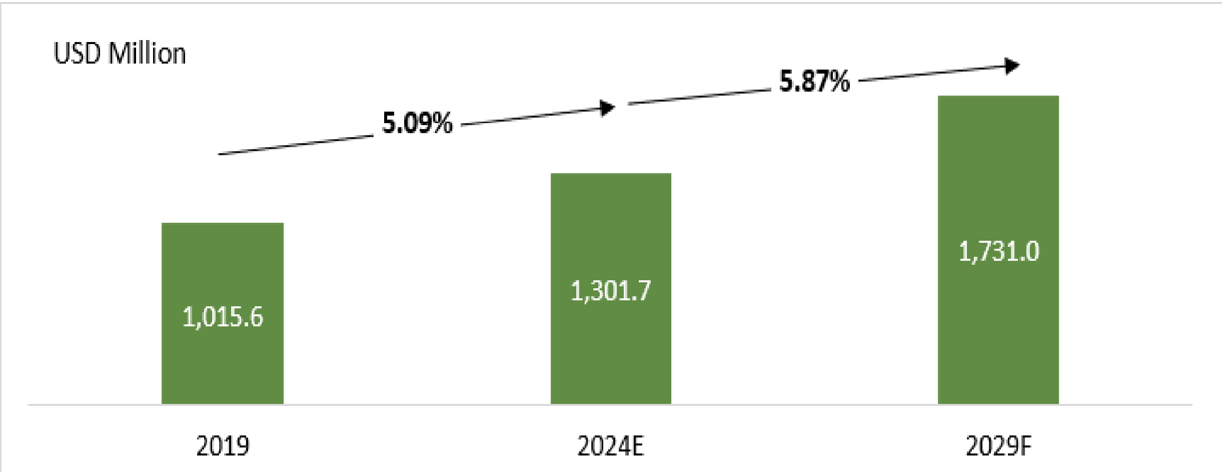
Icing sugar is mainly used for preparing icings and frostings on desserts, sweets and baked items. It is also known as confectioners' sugar is made by milling granulated sugar into a powdered state. Its fine nature makes it suitable for bakery and confectionary applications. The global icing sugar market is estimated to be valued at USD 3,672 million in 2024E and expected to grow at CAGR 6.46 % till 2029.

Major players in global icing sugar industry are Associated British Foods Plc, Sudzuker group, Tate Lyle Plc, Thai Flours, Indiana Sugars, NZ sugar company.

Indian Modified Starches Industry

The Indian market for Modified Maize Starch is estimated to be valued at USD 1,301 Million in 2024E and is expected to reach USD 1,731 Million in 2029F. The Indian market is highly price-sensitive, despite the good growth in market. Many domestic players like Sukhjit Strach, BlueCraft Agro, Paramesu Biotech Ltd, Sahyadri Starch, SPAC Starch Products (India) Private Limited are engaged in production and sales of modified starches. These organized players cater to different industries with customized products.

Indian Modified Starch Industry, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Modified starch has applications in multiple end use industries. Modified Starches can act as texturizer, thickener, stabilizer, emulsifier, appearance improver, fat replacer, instant thickener, foam stabilizer

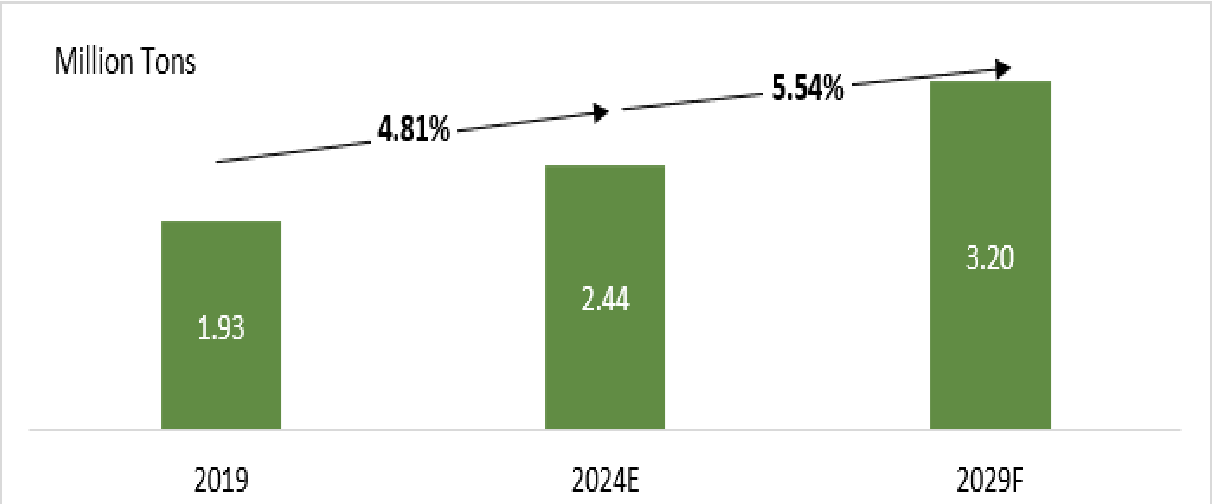
Modified starch is used in the production of paper, pharmaceuticals, and a variety of other industrial applications in addition to food products. Starches can be altered to vary texture, lengthen or shorten the gelatinization period, or improve stability against extreme heat, acid, and freezing. Modified starch could be a cook-up starch or an instant starch that thickens and gels without heat. While Acid-treated starch is prepared by treating Starch granules with in-organic acids. Different enzymes such as acetylated, oxidized, bleached, alkali-modified, enzyme-treated, and acetylated oxidized starches may be used in other treatments to produce modified starches.

Modified starch is used in the food industry in various applications and helps to have a consistent, quality product. Modified starches are commonly used as thickeners in sauces, soups, gravies, puddings, fillings for pies or tarts, as well as fillings for croissants/galettes.

Desired texture and consistency can be achieved in foods like Ketchups, Dips, Sauces, Mayonnaise, Low Fat Mayonnaise, Beverages, Savory applications, Coated nuts, Instant whipping cream, Fillings, Waffles, Gravies, Bread, pizza, and Meat. Modified starch offers food and beverage manufacturers a number of advantages over native starches, depending on the type of alteration. These advantages include:

- Stability of the shelf life to preserve food quality
- Textural consistency, for freeze/thaw stability
- Margin control with higher yields and less waste
- Film formation, gel strength, and cold-water thickening for textures
- Glossy shine in circumstances of lot of moisture

Indian Modified Starch Industry, Million Tons



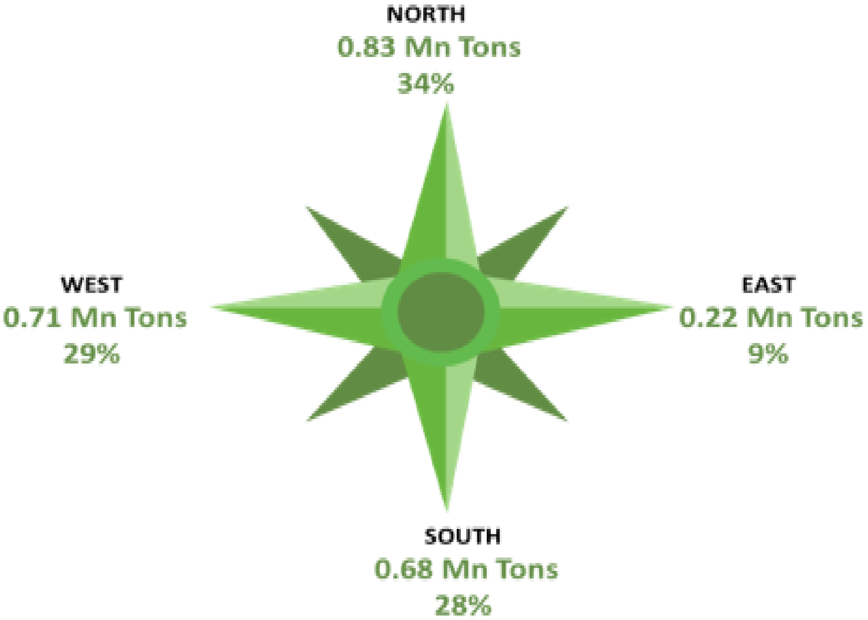
Source: Frost & Sullivan, Primary Research & Analysis

In terms of volume, the Indian market for modified starch is estimated to be ~2.44 Million tons in 2024E and is predicted to grow at CAGR 5.54% till 2029F.

Geography-wise breakup of Indian Modified Starches Industry

The consumption of modified starch is maximum in North India, which has host of end use industries for food & beverage, textile, paper and chemicals. It accounted for ~34% or 0.83 million tons in 2024E. It is followed by South and West India were the consumption is 0.68 million & 0.71 million respectively. The market in East India is still at nascent with industries making inroads in the region. The consumption here accounted for ~0.22 million tons.

Indian Modified Starch Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

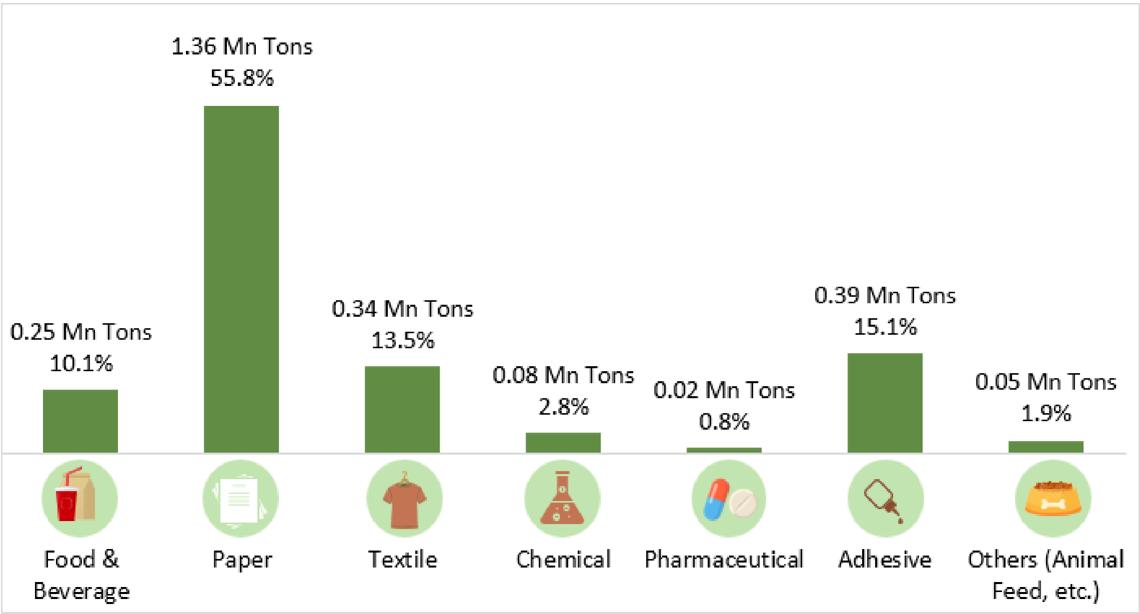
Application wise breakup of the Indian Modified Starches Industry

The paper, textile, and food and beverage industries are the main industries that use modified starch.

Paper industry accounted for ~ 55.8% or 1.36 million tons of modified starch. Modified Starch is usually used as an adhesive, flocculant, and bonding agent in the paper industry. The majority of starches used to make paper are Speciality product that have undergone modifications through oxidation, derivatization, or hydrolysis. Starch plays a significant role in the creation of different paper grades for quality. In addition to improving appearance and preventing ink penetration, it serves as a surface scaling agent and produces a solid surface that is more suited for printing and writing on. Paper is shielded from wetting and water penetration by surface sizing or hydrophilization. Starch and hydrophobic particles are mixed together at the paper machine's dry end. Paper is treated with the mixed solution to increase its stiffness and strength.
Modified starch shows superior adhesive properties compared to native starch and has wide applications in adhesive industry. For 2024E it accounted for 15.1% or 0.37 million tons.

Textile industry contributed to 13.5% or 0.33 million tons in modified starch consumption. Modified starch has a remarkable purpose in the intricate world of textiles. Its application is crucial to manufacturing as it enhances fabric quality and speeds up production. Modified Starch becomes the main ingredient in textiles, helping to improve the weaving process, protect against abrasion, and strengthen threads—all of which have an impact on the longevity and quality of the final product. Applying starch solutions to the lengthwise strands (warp threads) prior to weaving is one of its primary responsibilities. The warp threads gain strength, rigidity, and smoothness from this treatment, which reduces their susceptibility to breakage and abrasion during weaving.

Indian Modified Starch Market Size, By Application, Million Tons, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Food & beverage industry accounted for ~ 10.1% or 0.25 million tons in 2024E.In the coming years, it is anticipated that demand for modified starches would increase significantly across various food and beverage segments. Spreads, salad dressings, and sauces are important modified starch end markets, making up around 35–40% of the market and predicted to drive demand for specially modified starches. The bread and snacking sector are the next to emerge. Modified Starch gives cookies the right amount of firmness. It helps in giving bars the structure and texture.

The pharmaceutical industry uses modified starch as raw material because of its ability to bind, disintegrate, and lubricate. In 2024E, it accounted for ~0.8% or 0.02 million tons in modified starch consumption.

Other applications for modified starch include chemical and animal feed & nutrition sector.

Different types of Modified Starch in Indian Modified Starch Industry

A. Dextrin

A group of low-molecular-weight carbohydrates known as dextrins is produced when starch and glycogen are hydrolyzed. Mixtures of D-glucose units connected by α- or α-glycosylic linkages make up dextrins. Dextrins can be yellow or white and have application sin multiple industries.

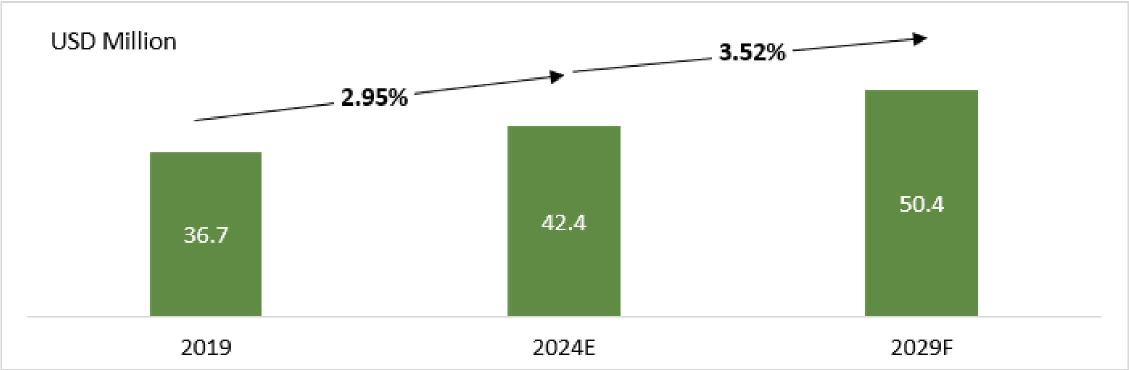
In textile industry, dextrin’s wrap around fibers to produce a film, preventing it from being worn down. In adhesives industry, for improved tack, dextrins are essential in coating, binding, and adhesive applications. Because of their low viscosities, they can be used at high concentrations, giving the films a quicker tack. Dextrin’s are used in seam gums for envelopes, postage stamps, cardboard boxes, bottle labelling adhesives, remoistening gummed tape, and other products because of this characteristic.

Some of the key players in the yellow and white dextrin market in India are Universal Star Chem Allied Ltd, Sahyadri Starch and Industries Pvt ltd, BlueCraft Agro, Gujarat Ambuja Exports limited and Paramesu Biotech Limited.

Yellow dextrin is manufactured by partially hydrolyzing Starch, using the dry roasting method in the presence of a catalyst. The dextrinization chemically reduces the starch molecules into smaller components. Yellow dextrin has low viscosity and is very sticky and hygroscopic in nature. It is used in the foundry as a binder for cover. Yellow dextrin helps in increasing dry strength at the same time being completely soluble in water. This product also finds its application as a binder for mould and core washes. Its binding abilities' make it an essential ingredient in various other applications, such as Adhesives, Gums, Pastes Pyrotechnics.

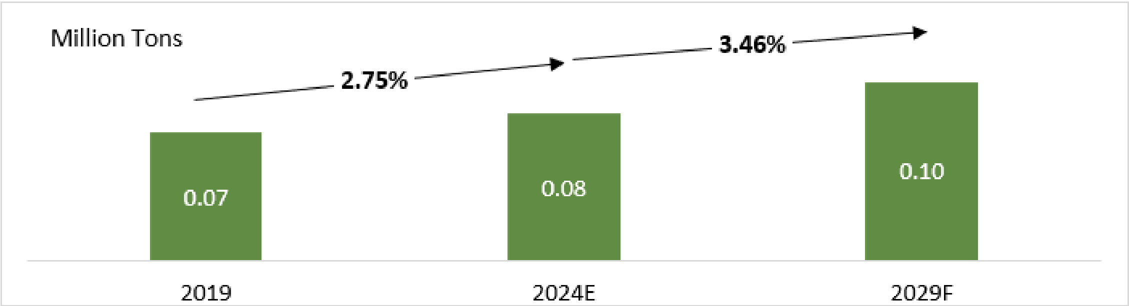
The market for yellow dextrin is growing at CAGR of 3.52% is expected to reach USD 50.4 million in 2029F. Currently it accounted for USD 42.4 millions and 0.08 million tons in 2024E.

Indian Yellow Dextrin market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Indian Yellow Dextrin Market Size, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

White dextrin is a carbohydrate nutrient source used in the food and pharmaceutical industries to prepare some antibiotics through fermentation. In order to improve crispiness and shelf life, it is also utilised in the biscuit sector. It can be added to cuisine as an active component or flavouring. In textile finishing, white dextrins are used to provide some types of interlining materials rigidity. The ideal thickening agent for all textile types, paper printing, and certain plastic printing with a wide range of colours and dyes is the soft pulp paste of dextrin.

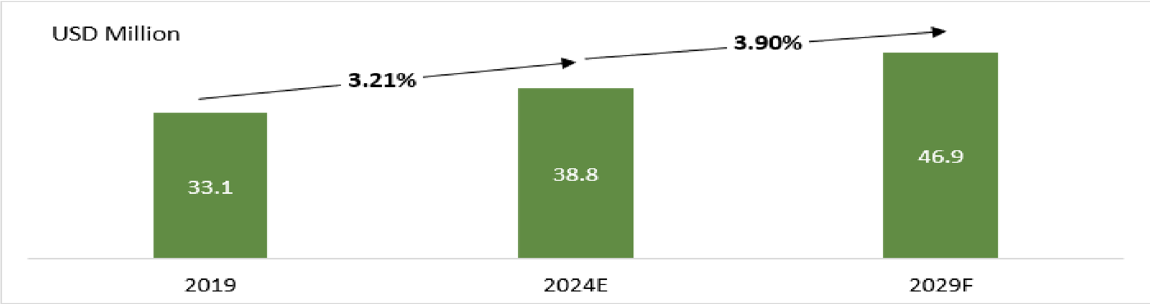
White Dextrin is a partially hydrolyzed starch that is altered by heating it in a dry state while using mineral acids as a catalyst in a controlled environment to give it the appropriate amount of solubility in cold water. White dextrin is distinct from starches due to its notable solubility in cold water and decreased viscosity.

Some antibiotics are prepared through fermentation in the food and pharmaceutical industries using white dextrin, a carbohydrate nutrient source. It is also used in the biscuit industry to increase crispiness and shelf life. It might be flavoring or an active ingredient in food.

In textile finishing, white dextrins are used to provide specific interlining materials rigidity. The ideal thickening agent for all textile types, paper printing, and certain plastic printing with a wide range of colours and dyes is the soft pulp paste of white dextrin. Long printing copper roll life is ensured by the gritless and non-abrasive print paste, which is not possible with gum or other adhesives. Part from this, white dextrin is also used in metals industry, dye stuff and printing, glass fiber industry, and firework industry.

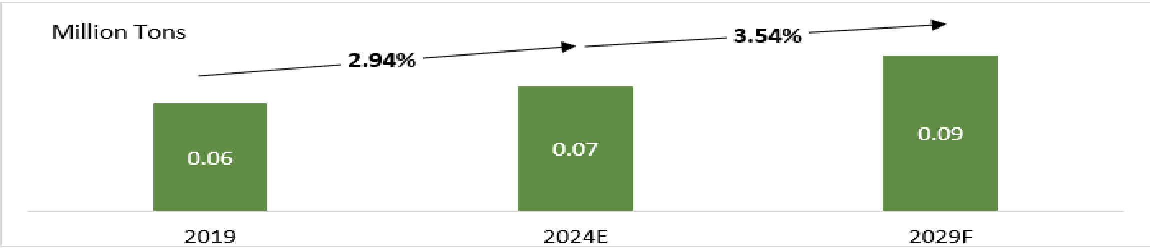
The Indian market for white dextrin powder is estimated at USD 38.8 million in 2024E and expected to reach USD 46.9 million in 2029F, with a CAGR of 3.90%.

Indian White Dextrin market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Indian White Dextrin Market Size, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

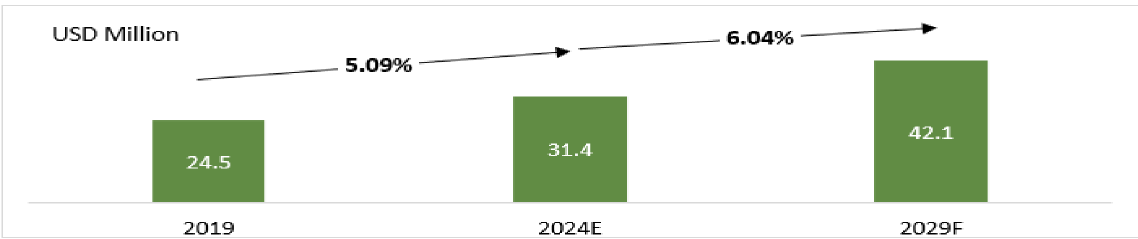
Dextrins are available in 50 KG HDPE Bags with inside polythene liner, 500/850 KG Jumbo Bags, 25 KG HDPE Bags with inside polythene liner, 25 KG Paper Bags with inside polythene liner in Indian markets.

B. Gypsum Starch

Gypsum starch is a white free flowing powder that is derived from modifying native maize starch. During the process, gelatinization of starch occurs. Because of its hydrophilic properties, gypsum starch regulates the pace at which water is lost while the board dries. Gelatinized starch forms a solid link between the gypsum and the liner by migrating to the surface and regulating the rate of gypsum crystallization. It is applied on gypsum board to increase the binding and gypsum's strength. Gypsum starch is known for good migration behavior, strong water-holding capacity, excellent binding power.

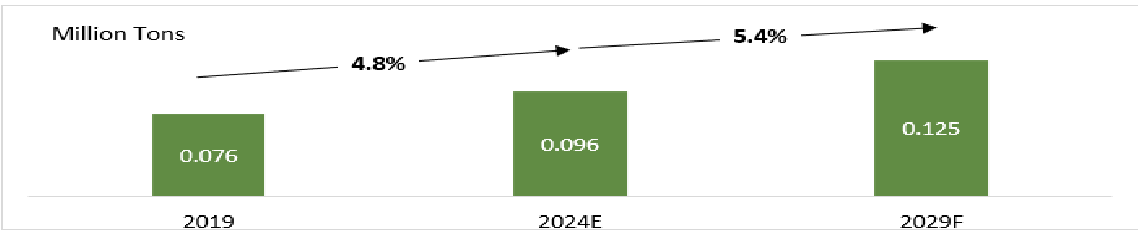
The Indian market for gypsum starch is estimated to be around 0.096 million tons & USD 31.4 million in 2024E and expected to reach 0.125 million tons & USD 42.1 million in 2029F.

Indian Gypsum Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Indian Gypsum Starch Market Size, Million Tons

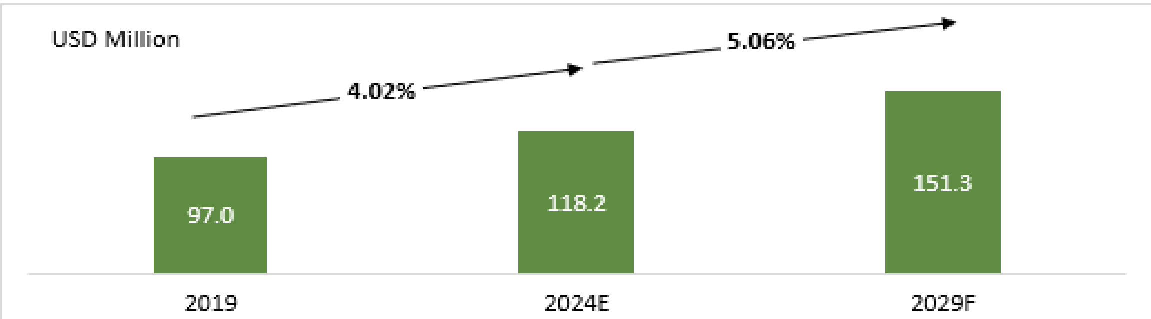


Source: Frost & Sullivan, Primary Research & Analysis

C. Cationic Starch

Cationic starch, which is produced by the cationization process, has special qualities that make it useful for a wide range of industrial uses. The slurry of partially swollen starch granules are treated with a reactive substance to create cationic starch. Because of the quaternary nitrogen in this reagent, it produces a positive charge regardless of pH. Given that the reaction is often conducted in a slurry, a very non-uniform distribution of charged groups is anticipated. Wet-end starches are mostly made of cationic starches. While native starch can serve as a suitable wet-end starch, cationic starches are the preferred option. The negatively charged cellulose fibre and filler readily attract the positively charged cationic starches. In the production of paper, cationic starches are frequently employed as wet end additives. Four types of benefits can be identified from them: increased mechanical strength; enhanced retention of fillers and fines; quicker drainage; and decreased contamination of wastewater. Cationic starch helps in improving the effectiveness of retention, dewatering and sizing chemicals through synergistic action. Cationic starch also has application in detergent soaps & powder, paint & emulsion, wall putty and disposable diapers industry.

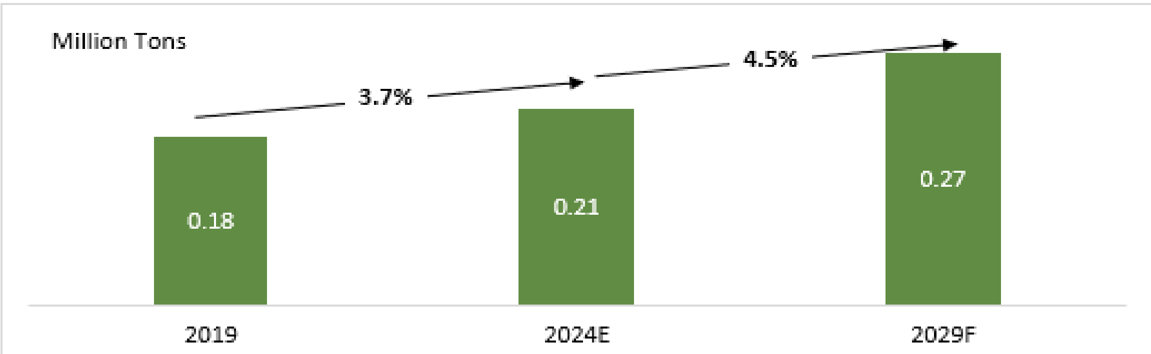
Indian Cationic Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

In the food sector, cationic starch is a versatile element with several uses. It can be used as a stabilizer, fat substitute, thickener, and emulsifier. Catalytic starch is used to improve the texture and stability of a variety of food products, such as baked goods, dressings, and sauces. The Indian Cationic market is expected to witness a growth from USD 97 million to USD 118.2 million from 2019 to 2024E. With a CAGR of 5.06%, this market is estimated to reach USD 151.3 million in 2029F. In volume terms, cationic starch market is estimated to be 0.21 million tons in 2024E and is expected to grow at CAGR 4.5% to reach 0.27 million tons in 2029F.

Indian Cationic Starch Market Size, Million Tons

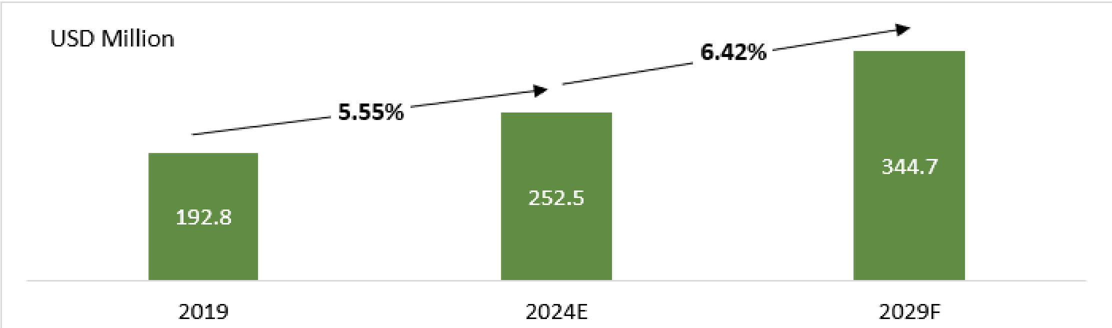


Source: Frost & Sullivan, Primary Research & Analysis

D. Oxidized Starch

Oxidized starch is a modified starch. It is produced by treating food starch with sodium hypochlorite in compliance with acceptable manufacturing practices. Carboxyl groups are selectively produced during oxidation. The food industry continues to place more and more importance on oxidized starch due to its special functional qualities, which include low viscosity, high stability, clarity, film-forming, and binding capabilities. For applications requiring low-rigidity gels, oxidized starches are the ideal thickener. They enhance adhesion in breading and batters. Highly oxidized starch solutions when diluted remain clear for prolonged time, which makes them ideal for clear soups in cans and translucent confectionary. Additionally, oxidized starch finds extensive application in the paper industry's surface sizing, the textile industry's warp sizing, lamination, paper coating, paper adhesive, and building materials. The Indian oxidized starch market is estimated to be valued at USD 252.2 million in 2024E and is expected to grow at CAGR of 6.42% to reach USD 344.7 million in 2029F.

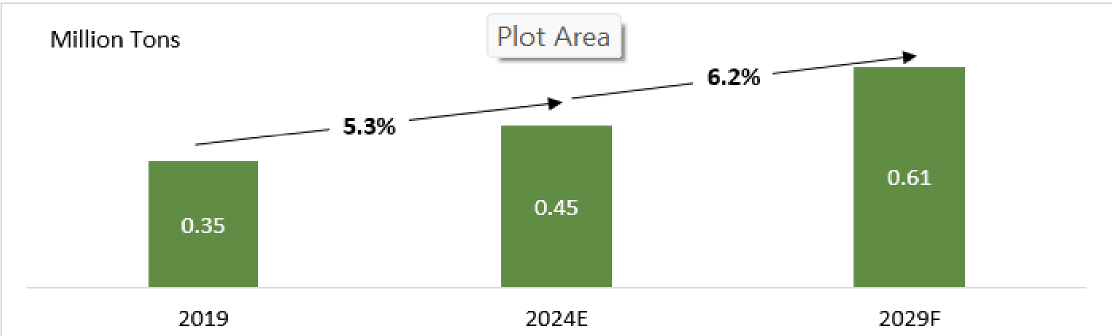
Indian Oxidized Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

In volume terms the market is expected to be 0.45 million tons in 2024E and expected to reach 0.61 million tons in 2029F with CAGR 6.2%. Indian players such as Paramesu Biotech Ltd, Sukhjit Starch, BlueCraft Agro are some of the manufacturer who produce oxidized starch in 50 KG HDPE Bags with inside polythene line, 500/850 KG Jumbo Bags, 25 KG HDPE Bags with inside polythene liner and 25 KG Paper Bags with inside polythene liner

Indian Oxidized Starch Market Size, Million Tons

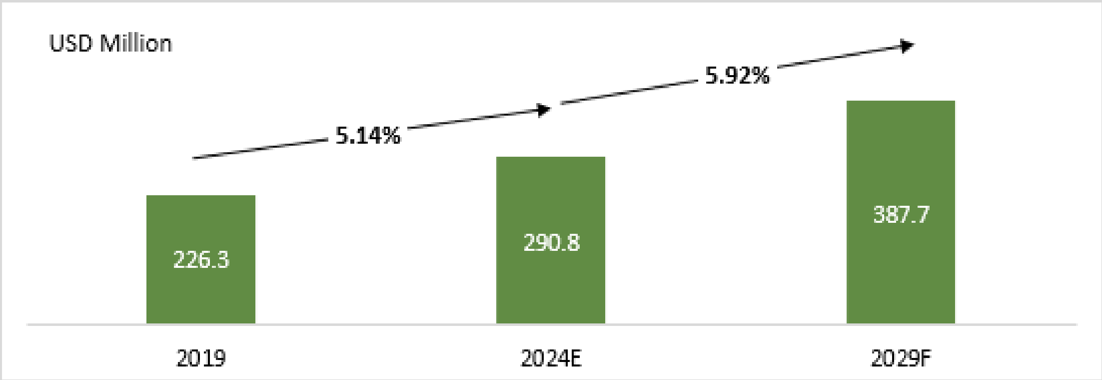


Source: Frost & Sullivan, Primary Research & Analysis

E. Pregel Starch

Cold water paste can be formed from native and stabilized starches thanks to pre-gelatinization. They do not require heat to generate viscosity, therefore the food manufacturer does not have to precook the starch. The majority of the functional characteristics and viscosity of the initial base material are retained by pre-gelatinized starches. Pregel starches are used as a thickener and a gelling agent in foods such as puddings, pie fillings, gelatins, and cheesecake. Instant desserts can be thickened with the addition of cold water or milk by using pre-gelatinized starch. Similar to this, boiling water can be used to thicken gravy granules, sauces, or cheese sauces (like those in macaroni and cheese or lasagne) without causing the mixture to become lumpy. Commercial pizza toppings that contain pre-gel starch will become runny when chilled then thicken when heated in the oven, keeping them on top of the pizza. Pregel starch is used in textile and laundry applications in addition to food because of its high-water absorption and cold-water solubility.

Indian Pregel Starch Market size, USD Million

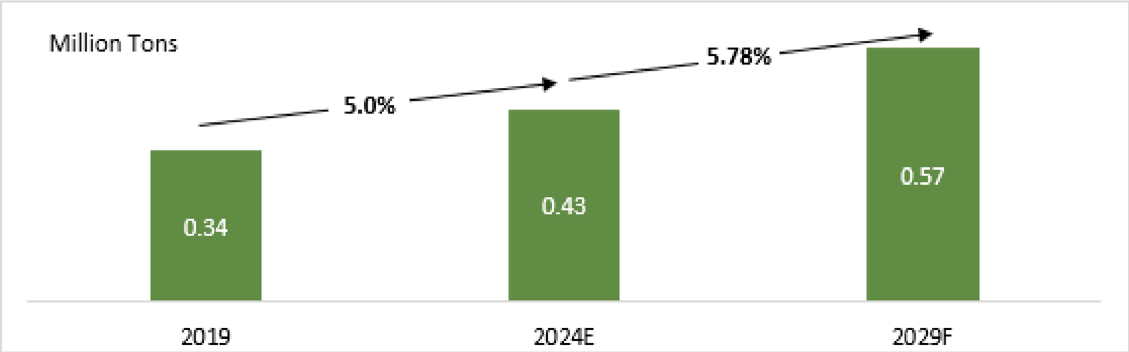


Source: Frost & Sullivan, Primary Research & Analysis

The Indian market for Pregelatinized starch is estimated to be valued at USD 290.8 million in 2024E and is expected to grow at CAGR of 5.92% till 2029F. Indian manufacturers produce pregelatinized maize starch in range of lower to high viscosity and is available in 25 or 50 Kg SKU in printed or plain HDPE, PP bag, Multiply Paper Bag or Paper & PP Combined bag. Pregelatinized starches have more industrial and pharmaceutical uses. Pregelatinized starch of pharmaceutical quality is frequently utilized as a filler in capsules as well as a binding and dissolving agent for tablets, pills, and granules.

In the coal, foundry, incense stick, and mosquito coil industries, it serves as a binder for briquettes. It is also utilized in the oil well drilling industry as a fluid loss control agent. The fish feeding business also makes extensive use of pregelatinized maize starch as an expanding or binding agent.

Indian Pregel Starch Market Size, Million Tons



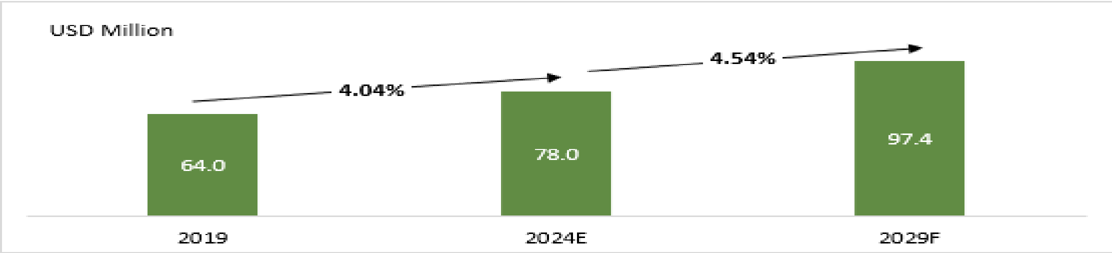
Source: Frost & Sullivan, Primary Research & Analysis

F. Spray Starch

Spray starch is widely used in the paper industry. It is cream to white color, free flowing powder. Spray starch in wet end helps to retard fibers and fines, to enhance the internal sheet strength, drainage aid, and the reduction of waste water pollution. It easily gelatinizes because of the low gel temperature. In the surface sizing, spray starch is used as an adhesive to bind vessel segments and loose surface fibers to enhance paper strength and stiffness and to improve offset printability and dimension stability. In coating, spray starch is used as a binder for fine pigments, which imparts smoothness and gloss for high quality.

The market size for Spray Starch is estimated to be USD 78 million growing at the CAGR 4.54% for the forecasted period till 2029F.

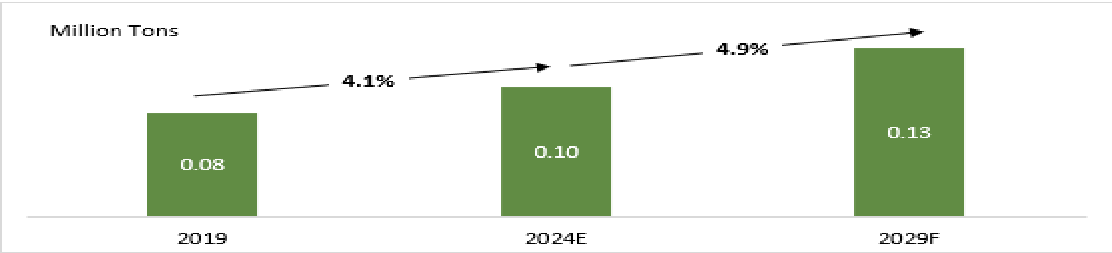
Indian Spray Starch Market size, USD Million



Source: Frost & Sullivan, Primary Research & Analysis

Spray starch is used in the production of craft paper. It helps in lessens the ply of the board's delamination and enhances the board's propensity to jump back. Boards' ply bond is strengthened when spray starch is sprayed into the wet end. In volume terms the market is estimated to be 0.10 million tons in 2024E. It is available in 25 Kgs, 50 Kgs Jumbo Bags, HDPE bags or paper bags.

Indian Spray Starch Market Size, Million Tons

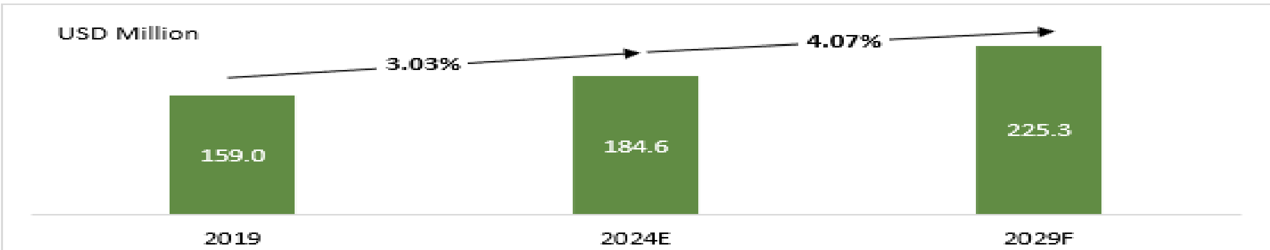


Source: Frost & Sullivan, Primary Research & Analysis

G. Thin Boiling Starch

The market for thin boiling starch in value terms is anticipated to expand at a CAGR of 4.07% till 2029F. The industry is expected to value around USD 225.3 million by 2029 up from USD 184.6 million in 2024E. Thin boiling Starch is manufactured by treating the native starch with acid. In contrary to native starches, whose viscosities vary substantially with temperature, thin boiling starch has a low, consistent viscosity that doesn't change substantially. Its low viscosity allows it to be used at large doses without becoming overly viscous. Thin boiling starches are frequently employed as filler in some applications, such as quick soups, without having any particular technical purpose. Compared to other modified starches, thin boiling starch's non-congealing property, transparency of the past, and reduced viscosity guarantees easier working. Thin starch may be cooked into a smooth paste without any prior preparation, unlike gum and glues that need to be soaked. It is also easily dissolved in water. It is especially useful when used in yarn weaving.

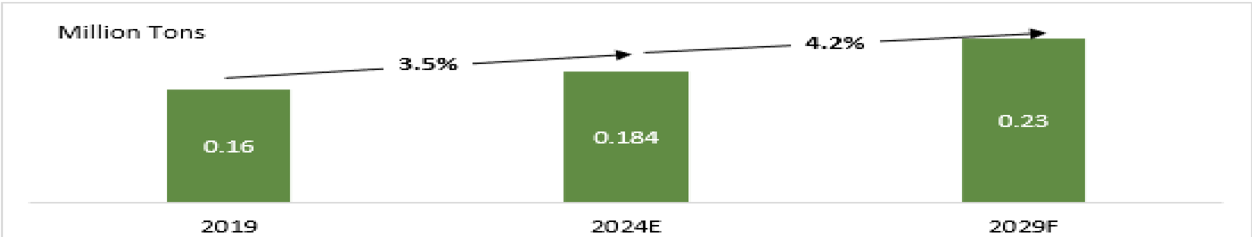
Indian Thin Boiling Starch Market size, USD Million



Source: Frost & Sullivan, Primary *Research & Analysis*

In volume terms, market is estimated to be 0.184 million tons and is expected to grow at CAGR 4.2% till 2029F.

Indian Thin Boiling Starch Market Size, Million Tons



Source: Frost & Sullivan, Primary Research & Analysis

Different types of Value-Added Products in Indian Industry

A. Maize Flour

It is anticipated that the size of the Indian maize flour market would increase from USD 229.5 million in 2024 to USD 336 million in 2029. The growing market for ready to make and eat foods, such as noodles, spaghetti, chips, nachos, baked goods, soups, and the like, is giving manufacturers of maize flour more opportunities to grow. Between 2024 and 2029, the total demand for maize flour is anticipated to increase at a CAGR of 7.92%.

In Indian homes, it's used to make soups and gravies thicker and crispy fried foods. The Indian maize flour market is extremely dispersed, unorganised, and has a large number of private label companies. Key brands that are accessible in the retail market include Weikfield, Brown & Polson, Top, Ruchi, Aahar, Blue Bird Foods Pvt Ltd, Dr RBL, SFT, Mr Kool, Mojan Impex, Khushi and so on. Many players such as Burly Field, Organic Tattva, Natureland, Radha Govind have also started offering organic- 100% natural maize flour

B. Baking Powder

India's baking powder market is predicted to be worth USD 137.2 million in 2024 and it is increasing at a compound annual growth rate of 5.66% through 2029. Baking powder is a necessary ingredient in the bakery goods such bread, tarts, pies, pastries, biscuits, and cakes. To increase the flavor, color, and texture of baked items, high-quality baking powder is used. As a result, demand has been consistently present in the market for the past few years. Even as consumer tastes for healthier food have grown, baking powder has remained widely used in the food processing industry. Because of this, the baking powder market has always been steady.
Blue Bird Foods (India) Private Limited, Amrut International, Swiss Bake Ingredients Pvt. Ltd., Ajanta Food company, RB Foods, Urban Platter, Weikfield, Indiana, and Mr. Kool are some of the manufacturers of baking powder in India.

C. Custard Powder

Between 2019 and 2024, the custard powder market in India experienced growth, rising from USD 90.2 million to USD 110.9 million. This market is projected to grow at a CAGR of 5.78% and reach USD 146.9 million in 2029. People's tastes for cuisine from the West have grown as a result of increased globalization, and they're willing to try new things, which will aid custard powder's market expanison into the Indian market.

Some of the companies producing custard powder are Weikfield, Pillsbury, Kraft Foods, GD Foods, Premier Foods, ITN Food Corporation, Well and Good Pty Ltd, Unilever Food and General Mills Inc.

D. Icing Sugar

Commercial bakers, candy makers, and beverage producers are the main users of icing sugar. Because of its fine texture, icing sugar is ideal for dusting cakes, pies, and pastries to lend a beautiful decorative touch and sweetness.

It is projected that the Indian icing sugar market is worth USD 271.6 million and will expand at a compound annual growth rate (CAGR) of 6.34% through 2029.

Comprehensive study and analysis of market drivers, restraints, and opportunities influencing the growth of the segment

Growth drivers for Modified Starch Industry in India

Demand for clean-label products are driving the development of eco-friendly modified starches

Rising health consciousness among consumers leading to a consumer preference for products using maize based Speciality products due to their nutritional superiority.

Growth in pharmaceutical sector

Growing demand for ready to eat packaged foods and convenient food packaging options

Novel applications - Modified starch suited for various specific applications resulting in higher efficiency and better quality of end products. E.g. application of cationic starch in paper industry is resulting in lower fiber loss, better printability and use for starch in manufacturing ethanol.

Growth Restraints for Modified Starch Industry in India

Lack of Adequate Infrastructure and capacity to dry up maize to the level of 14% leading to wastage and loss to farmers. As per Industry, there is a shortage of farm level infrastructure (maize driers) and quality storage facilities, resulting in quality degradation. Lack of drying to appropriate levels leads to post harvest losses. According study done by NABCONS in 2022, postharvest loss of cereals is 3.89-5.92% which occurs at different stages of harvesting, collection, grading/sorting, winnowing/cleaning, drying, packaging, transportation, and storage depending upon the commodity. Also, as per US Grain Council, optimum moisture in grain for long-term storage should be below 14%. Lack of adequate infrastructure and capacity to dry up maize to the level of 14% leading to wastage and loss to farmers results in post-harvest losses which in turn results in rise the cost of maize which is the primary raw material for maize based speciality product industry,

Consistent quality of Maize not available round the year with high cost of cultivation as well as rising Post-harvest Losses: Maize in India is grown in Kharif & Rabi season. Maize quality is influenced by factors such as weather conditions, soil fertility, and agronomic practices, resulting in variations in grain size, moisture content, and nutritional composition across different harvests. This seasonal variability poses challenges for manufacturers which seeks consistent quality standards in maize procurement, processing, and product formulation, potentially affecting our product performance, consumer satisfaction, and brand reputation. Rabi maize gets consistent supply of water due to its dependency on irrigation whereas rainfed maize in kharif season is often exposed to erratic nature of rainfall. Due to favourable agro climatic factors & consistent water supply, rabi maize is more consistent in quality. The marketing period of maize is generally from October to December for Kharif maize and from January to May for Rabi crop. In terms of Post Harvest Losses, overall postharvest loss of cereals is reported as 3.89-5.92% at different stages of post harvesting. The cultivation of maize entails significant input costs, including seeds, fertilizers, pesticides, labor, and mechanization, making it financially demanding for farmers, especially smallholders. Total cost of cultivation of maize was INR 1,171/Quintal in 2019-20 and has increased to INR 1,394 / Quintal in 2023-24, a growth of CAGR 4.5%.

Legal restriction related to the use of modified starches in the country: Government regulations in India is limiting the usage of starch in products in India compared to the permissible limits in other American and European countries. In addition, FSSAI has certain restrictions on usage of starch in different products.

Key players in the Global & Indian Modified Starch Industry

The Modified Starch Market is moderately fragmented globally. Some of the major players in the market include Archer Daniels Midland Company, Agrana, Emsland-Starle GmbH, Cargill, Inc., Global Bio-Chem Technology Group Co. Ltd., and others. Key players in the market enter strategic partnerships, M&A, and Joint Ventures, and focus on R&D to launch innovative products to cater to the changing preferences of consumers across the world.

In India some of the major players in modified starch industry include – Sukhjit Starch, Paramesu Biotech, and BlueCraft Agro. Paramesu Biotech is one of the few companies in the country which specializes in different kinds of modified starch and has products such as gypsum starch, pregelatinized starch, thin boiled starch, cationic starch, oxidized starch, and spray starch. Bluecraft agro has products in modified starch for Textile, Pharmaceutical and Paper and Board industry such as BLUCIDEXTM Maltodextrin Powder, BP Grade Starch, IP Grade Starch, Starch Sodium Glycolate (SSG) AmylojelTM, Amylofloc, Amylogum, Amylokote, Amyloplast, Fiberloc and Super Bond. Sukhjit Starch also has pregelatinized starch, thin boiled starch, cationic starch and oxidized starch.

Global & Indian Native Starch Based Derivatives Products Industry

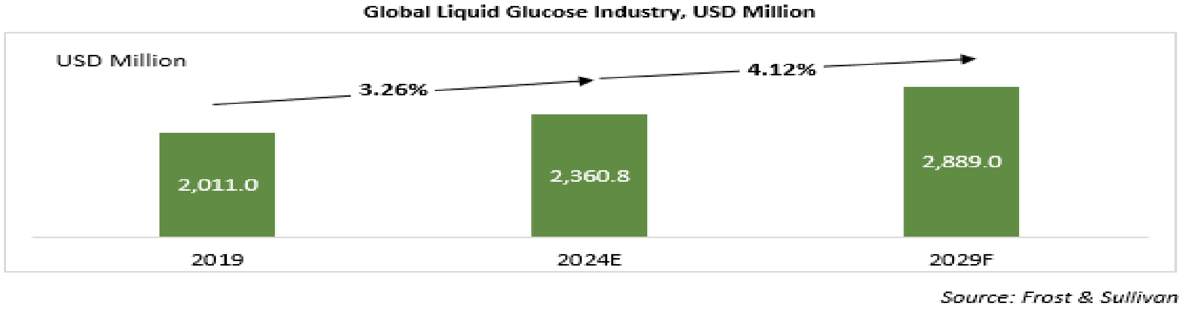
Global Liquid Glucose Industry

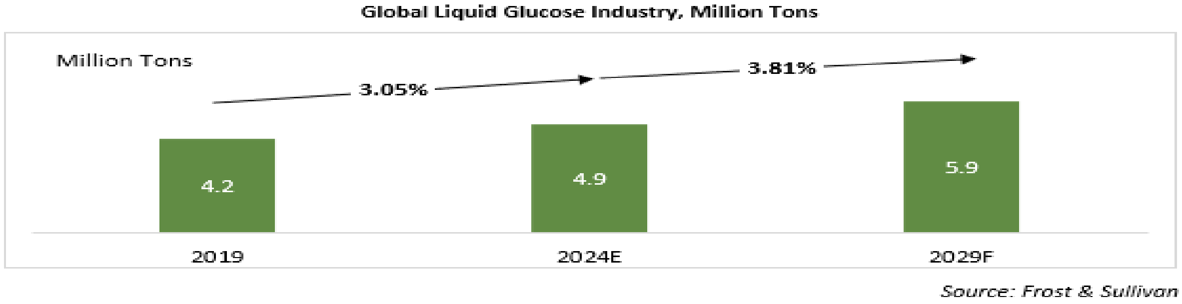
The global liquid glucose industry is estimated to be valued at USD 2360.8 million in 2024. Historically the market has grown with CAGR 3.26% from 2019 and is expected to reach USD 28,89 millions in by 2029.

Liquid Glucose is an aqueous solution containing a mixture of nutritive oligosaccharide, polysaccharides and glucose, obtained by starch hydrolysis, by using maize as raw material, which is purified and concentrated to required solids. It is available in Food grade, pharmaceutical grade, and industry grade. The grades within the industry also vary according to the Dextrose equivalent %. Liquid Glucose enhances the malleable nature of the products as well as its sweetness, humectant, and prevents crystallization.

Cargill, Agrana, ADM, DGF Service, Ingredion, Karo Syrup, Dr. Oetker, MEFSCO, Queen Fine Food, Roquette and

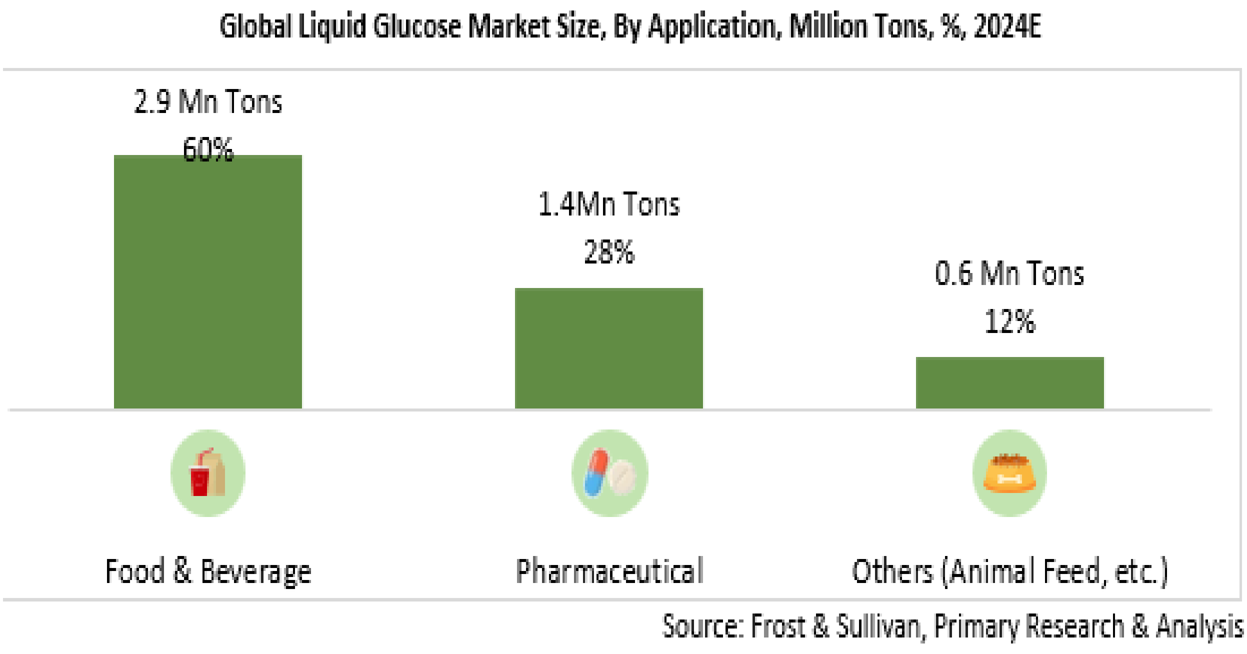
Tate and Lyle are among the major players in the global liquid glucose market.





Liquid Glucose has applications in multiple industry with Food & Beverage being the prominent one. In Food, Beverages and Pharmaceutical industry it can be used as Coating agent, Bulking agent, Anti-crystallizing agent, Sweetening agent and Viscosity enhancing agent. Liquid Glucose is used for wide range of confectionary products, soft toffees, soft texture caramels, marshmallows, beverages, nougat, jellies, Bakery (Cakes, Cookies & Biscuits), Confectionary (Hard Candy, Chewing Gum, Soft Candy & Jelly Candy), Halwa, Jam, Dairy (Dairy Dessert) and Sauces. Food & beverage application is estimated to account for ~ 60% or 2.9 million tons in 2024.

In pharmaceutical industry it used in cough syrups, Solid dosage forms, nutraceuticals, medicated confectionery such as hard-boiled sweets, pastilles and medicated chewing gum. Glucose syrup-based cough syrups are more viscous and have a better mouthfeel without becoming overly sweet. Pharmaceutical application is estimated to account for ~28% or 1.4 million tons.



In niche uses, glucose is also used in plant care as a binder for formulating and granulating. In concrete / cement /

mortar applications glucose is used as a set retarder. For plasterboard applications glucose provides paper-to-plaster adhesion. In construction agglomeration applications glucose is used as a binder.

Global Maltodextrin Powder Industry

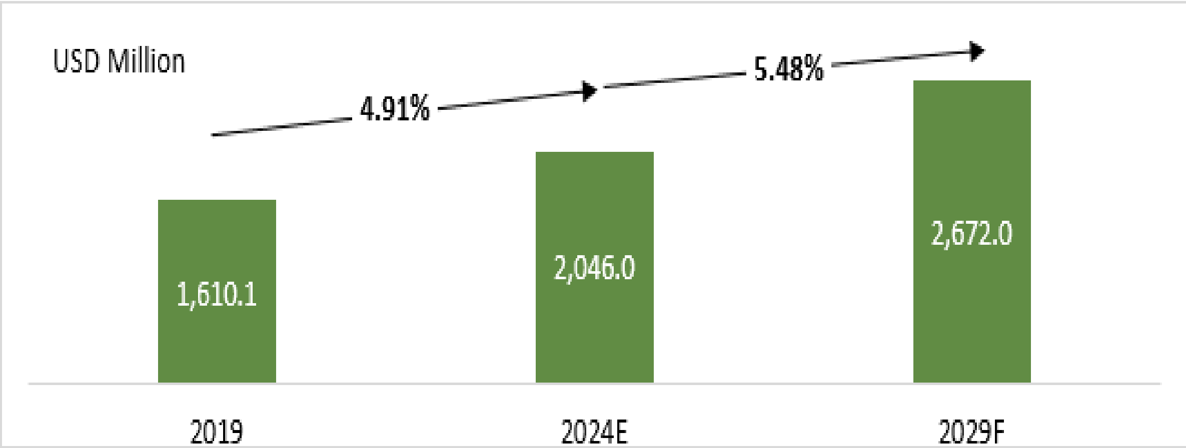
Maltodextrin is natural food ingredient, which is easily digestible, being absorbed as rapidly as Glucose. It is a white powder or granule that is odorless and non-sweet.

The global market for maltodextrin is estimated to be valued at USD 2,046 million in 2024Eand is expected to grow at CAGR of 5.48% on account of increasing demand from food industry. Companies provide customized maltodextrin powder based on variations in Dextrose equivalent (DE) values. DE values range from 3 – 20. As the DE increases, maltodextrin's solubility, hygroscopicity, sweetness, and compressibility all rise.

Some of the key players in maltodextrin industry are Cargill, Archer Daniels Midland Company, Ingredion Incorporated, Roquette, Tereos, Tate & Lyle, Agrana, Tate & Lyle, AGRANA, Matsutani Chemical Industry Co., Ltd. and Global Sweeteners Holdings Limited

-

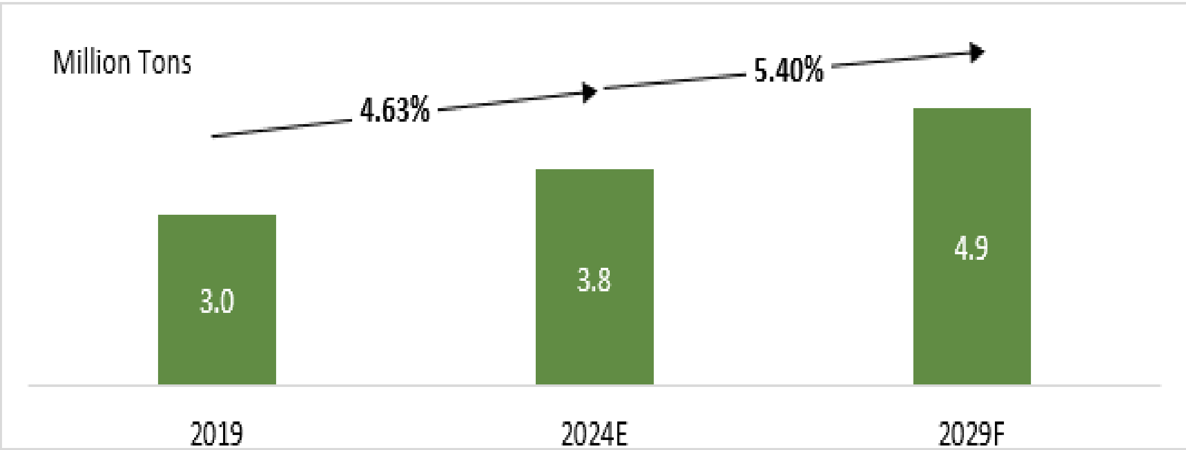
Global Maltodextrin Industry, USD Million



Source: Frost & Sullivan

In volume terms maltodextrin is estimated to account for 3.8 million tons in 2024 with CAGR 5.40% till 2029.

Global Maltodextrin Industry, Million Tons

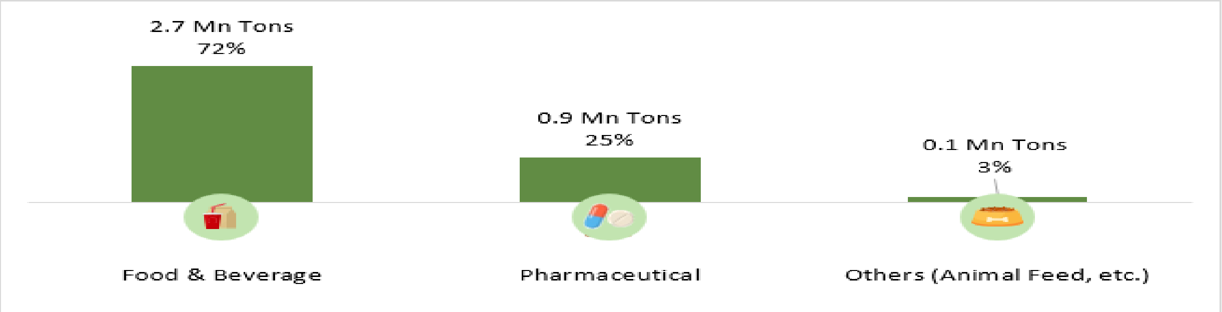


Source: Frost & Sullivan

Maltodextrin used majorly in food & beverage & pharmaceutical industry. It is e used as a stabilizer, thickener, and filling agent. It has vast applications in infant baby foods, instant food products, dairy products, confectionary, soups, and salad dressings. Maltodextrin is used as food thickener in food such as in beer, ice cream, infant formula, brewing, chips, frozen food. Maltodextrin powder used in sodas and candy. In beverages maltodextrin adds more flavor and consistency. It also helps in reducing the sweet taste and cost. It can also be used as an alternative to lactose in cream fillings, while adding mouthfeel, viscosity and chewiness to fruit fillings in cakes and puddings. Maltodextrin also provides crispy texture and controls browning and expansion in crackers, baked and coated snacks. Food & beverage industry accounted for 2.7 million tons or ~ 72% in 2024.

Maltodextrin also has applications in pharmaceutical and supplements industry where it is majorly used as diluents. It is also used as tablet Binder, Coating Agent, and Viscosity- Increasing Agent. Maltodextrin is used as a supplement by bodybuilders and athletes. Pharmaceutical industry applications accounted for ~ 25% or 0.9 million tons.

Global Maltodextrin Powder Market Size, By Application, Million Tons, %, 2024E



Other applications include Pet Food- Texturizing Products and Feed Specialties such as Premix & Starter and other Veterinary Products.

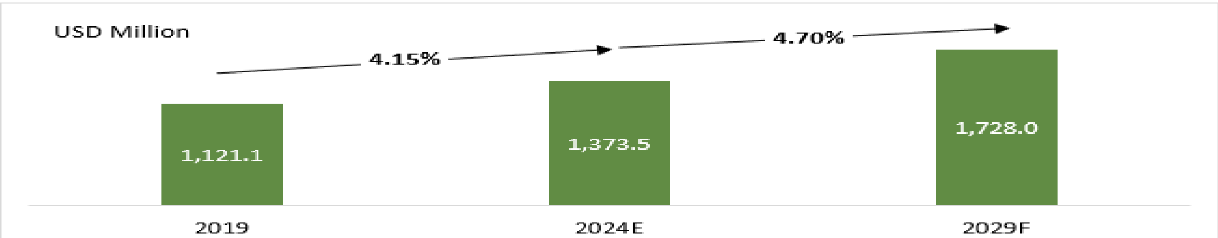
Source: Frost & Sullivan, Primary Research & Analysis

Global Dextrose Monohydrate Powder Industry

The global dextrose monohydrate market is estimated to be valued at USD 1,373.5 million and is forecasted to grow at a CAGR of 4.70% to reach valuation of USD 1,728 million by 2029.

Dextrose Monohydrate is a stable, odorless, white crystalline powder or colorless crystal. As a carbohydrate source and filler/binder, dextrose monohydrate offers important nutritional and excipient advantages. The monomer of natural starch polymer is glucose, also known as dextrose. This natural sugar has long been used as a sweetener and as a filler for oral dosage forms in its crystalline form. Manufacturers of beverages, confectionery, and bakery goods are focusing on natural ways to keep their products fresh for longer time. Natural dextrose, which does not hydrolyze like sucrose does, prolongs the shelf life of many food goods and is therefore essential to the preservation process.

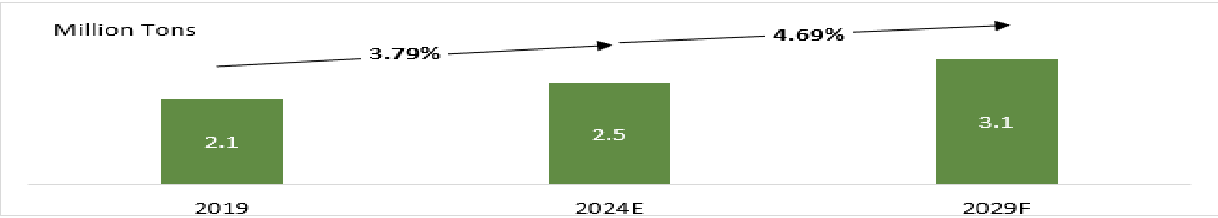
Global Dextrose Monohydrate Industry, USD Million



Source: Frost & Sullivan

In volume terms the market is expected to reach 2.5 million tons in 2024 with CAGR 4.69% till 2029.

Global Dextrose Monohydrate Industry, Million Tons

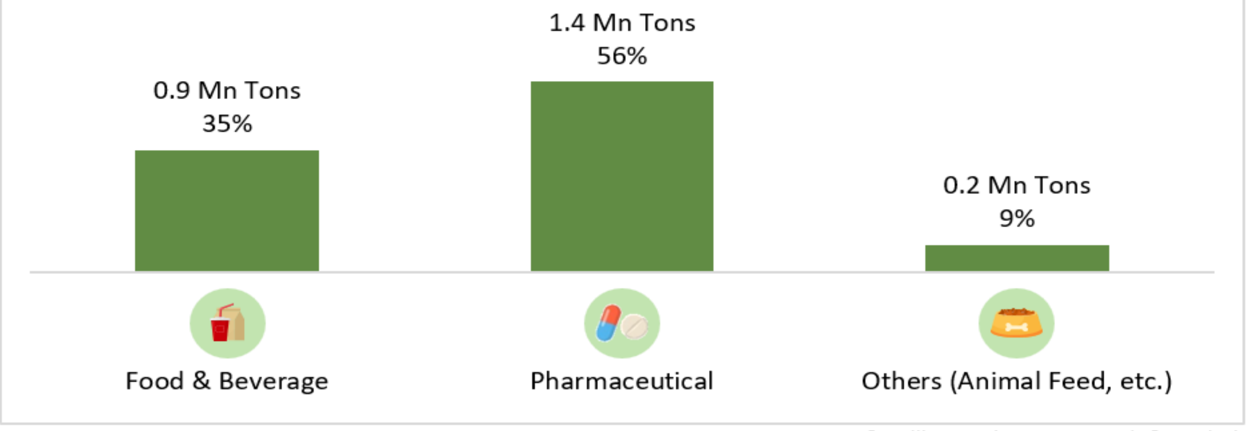


Source: Frost & Sullivan

Dextrose monohydrate is majorly used by pharmaceutical industry, and it accounted for 56% or 1.4 million tons in 2024. Medicated confectionaries, effervescent tablets, swallowable tablets, and chewable tablets can all benefit from dextrose monohydrate. It can be utilized as an excipient in binders and fillers. It is used as Active Pharmaceutical Ingredient (API) in many pharma products. Athletes and convalescing patients use dextrose monohydrate as an energy snack.

As a versatile sweetener, dextrose monohydrate is used, for texture optimization, dispersibility in powder mixes, flavor enhancement in chocolate milk beverages, browning in bread and biscuits, and freezing point depression in ice cream. Dextrose monohydrate is widely used in confectionery, beverages, biscuits, bakery products, gum, creams, and frozen dairy products alcoholic beverages, jarred and canned foods for better taste and quality.

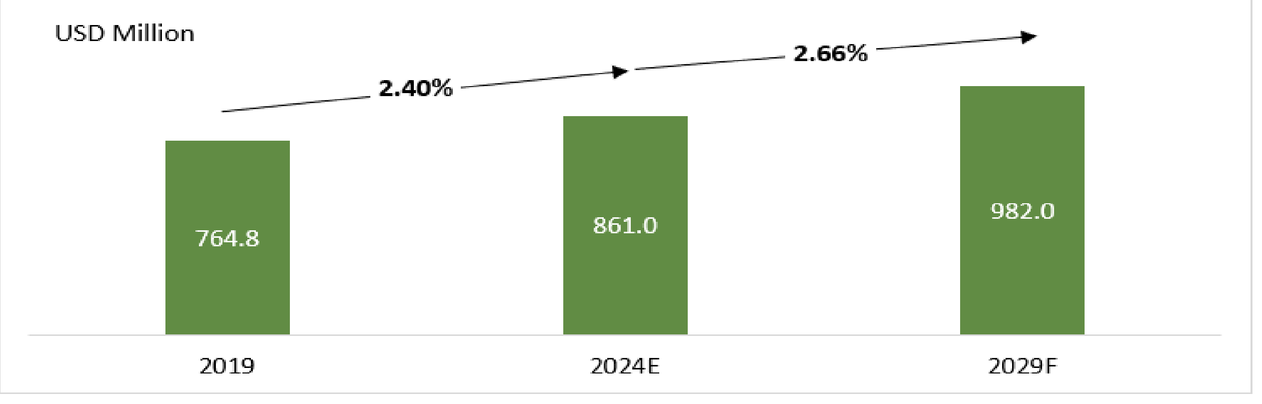
Global Dextrose Monohydrate Market Size, By Application, Million Tons, % 2024E



Source: Frost & Sullivan, Primary Research & Analysis

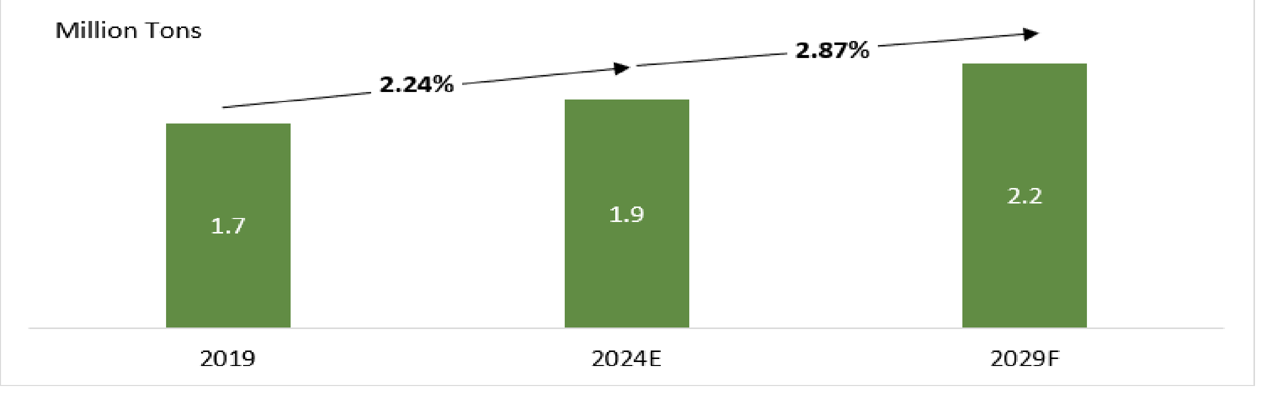
Dextrose Monohydrate is acts as a sweetener, pigment and flavor enhancer in various animal feed and Speciality products.

Global Dextrose Anhydrous Industry, USD Million



Source: Frost & Sullivan

Global Dextrose Anhydrous Industry, Million Tons

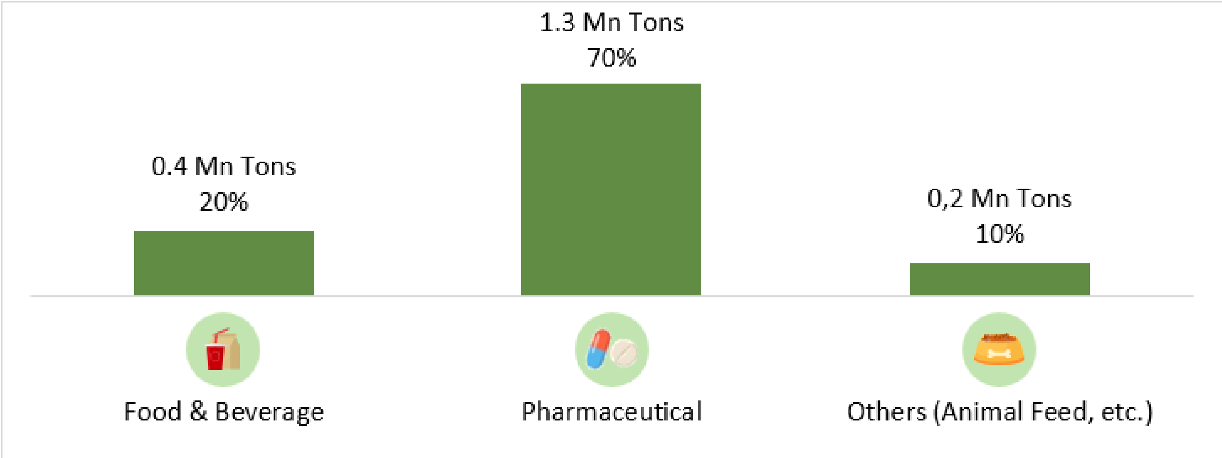


Source: Frost & Sullivan

Dextrose Anhydrous is majorly used by pharmaceutical and nutraceutical companies. It is used in Oral Dosage for Pharmaceuticals and/or Nutraceuticals in Swallowable tablet, Chewable tablets, Effervescent tablets, and Medicated Confectionary. It is also used in cell culture media segment and as fermentation substrate in production of various vitamins, amino acids and other organic products.

In food and beverages industry it is used in Bakery products, Snacks, Filling, custard, décor, Confectionery and Chocolates.

Global Dextrose Anhydrous Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

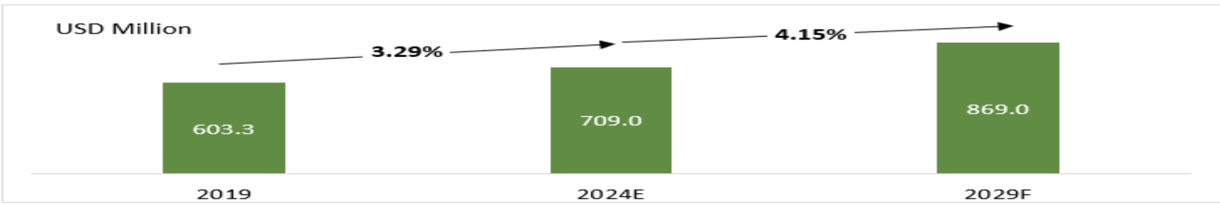
Dextrose Anhydrous is also used in Plant care products such as Fertilizers, Nutrients, Plant Protection and Biocontrol. It is used in Premix & Starter for animal nutrition, veterinary products and milk replacers.

Global High Maltose Maize Syrup Industry

High-maltose maize syrup a preservative and sweetener used in food products. Maltose makes up the majority of sugar in High-maltose maize syrup. It has little to no fructose and is less sweet than high-fructose maize syrup. However, it is sweet enough to be used in commercial food preparation as a sweetener. Usually, it has 40- 50% maltose, although some have as much as 70%. The improved humectant qualities of High-maltose maize syrup can increase the product's shelf life. A high maltose content helps in the end product's ability to resist crystallization, preserving its ideal mouthfeel and texture.

The global market for high maltose maize syrup is estimated to value USD 709 million in 2024 and is anticipated to grow at CAGR 4.15% till 2029.

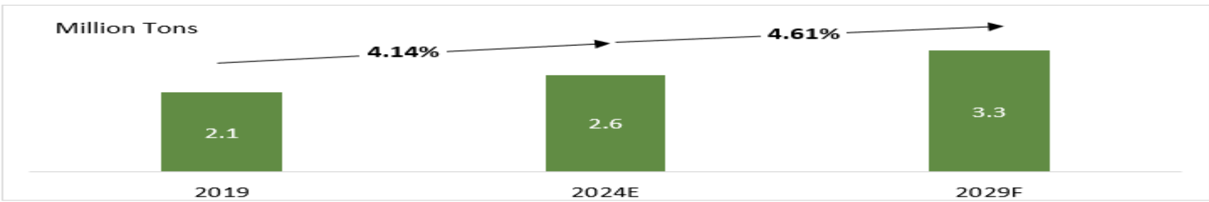
Global High Maltose Maize Syrup Industry, USD Million



Source: Frost & Sullivan

In terms of volume, the market is expected to be 2.61 million tons in 2024.

Global Maltose Maize Syrup Industry, Million Tons

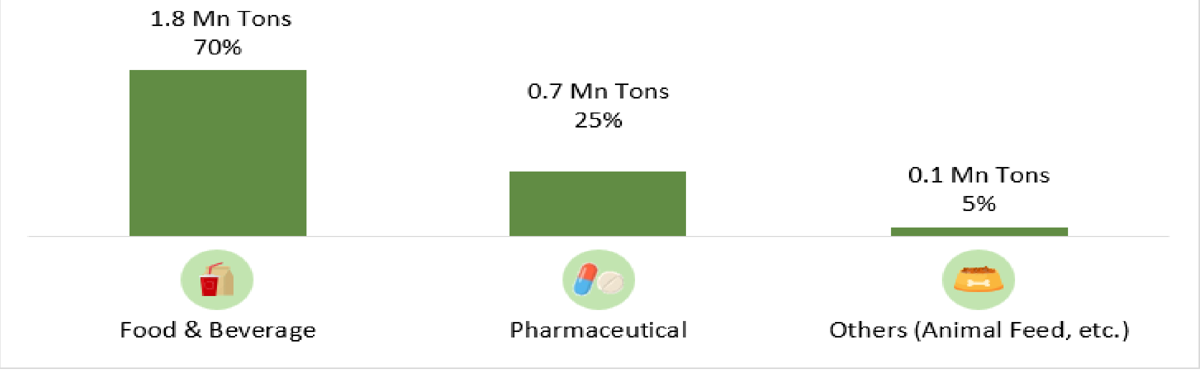


Source: Frost & Sullivan

High maltose maize syrup is majorly used in food & beverage industry. It has main application in substituting malt in the manufacturing of beer. In addition to the use in breweries, maltose syrups used in confectionery, liquid foods, chocolates, sweets, sauces, ice creams, among others.

In pharmaceutical and nutraceutical industry it is often added as excipients to mask the bitter taste of the drugs and improve their palatability.

Global High Maltose Maize Syrup Market Size, By Application, Million Tons, %, 2024E



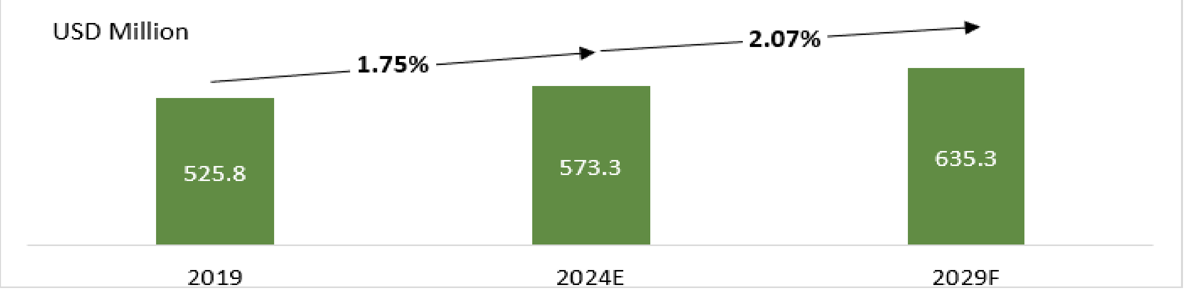
Source: Frost & Sullivan, Primary Research & Analysis

High Maltose Maize syrup is also used in Cold depilatory wax, Conditioners, Toothpaste, Skin creams and lotions, Leave in conditioners, Hair & Eyes masks, Glycerinated soap bar, Liquid Shampoos and skin and hair tonics, Syrups.

Global Sorbitol Industry

The projected value of the worldwide liquid sorbitol market in 2024 is USD 573.3 million; by 2029, it is projected to reach USD 635.3 million. The market is expanding due to the widespread usage of sorbitol as a humectant, taste masking agent, noncariogenic sweetener, and anti-crystallizing agent. Additionally, sorbitol is widely used in toothpaste, cosmetics, personal hygiene products, and medications.

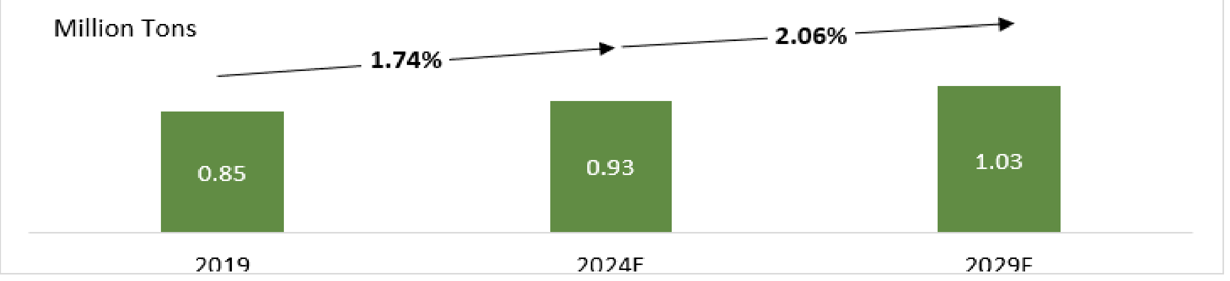
Global Sorbitol Industry, USD Million



Source: Frost & Sullivan

In terms of volume, the market is expected to be 0.93 million tons in 2024.

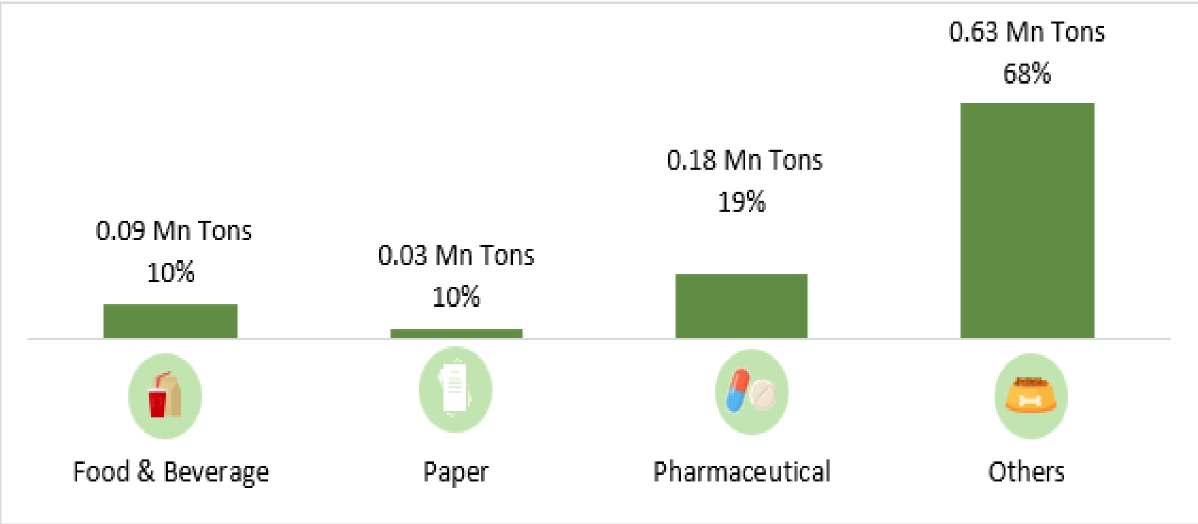
Global Sorbitol Industry, Million Tons



Source: Frost & Sullivan

To supplement the diets of animals raised in an intense manner, animal feed contains sorbitol. Moreover, it serves as a bulking agent to assist provide texture and volume. Among the leading companies in the sorbitol market are Roquette, Cargill, Ingredion, ADM, Tereos, Merck group, Ecogreen Oleochemicals Pte, and Gulshan Polyols Limited.

Global Sorbitol Market Size, By Application, Million Tons, %, 2024E

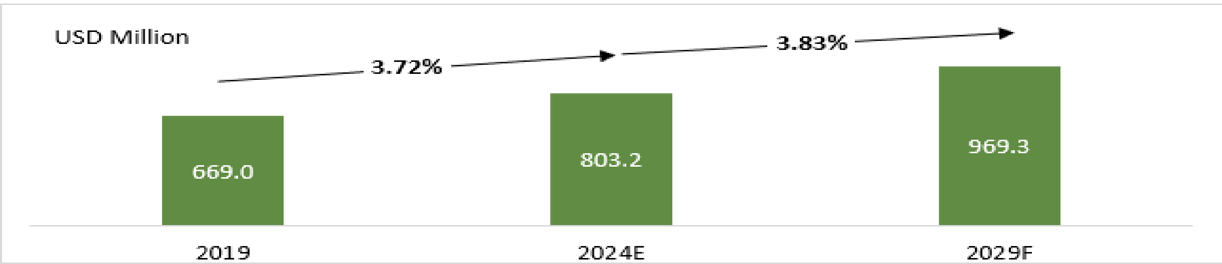


Source: Frost & Sullivan, Primary Research & Analysis

Global Dried Glucose Powder Industry

The size of the worldwide glucose solids or dried glucose powder market is estimated at USD 803.2 million in 2024 and is expected to grow at a compound annual growth rate (CAGR) of 3.83% from 2024 to 2029, when it is expected to reach USD 969.3 million. The market will expand from its estimated 1.4 million MT in 2024 to 1.75 million MT in 2029, registering a compound annual growth rate of 4.87%.

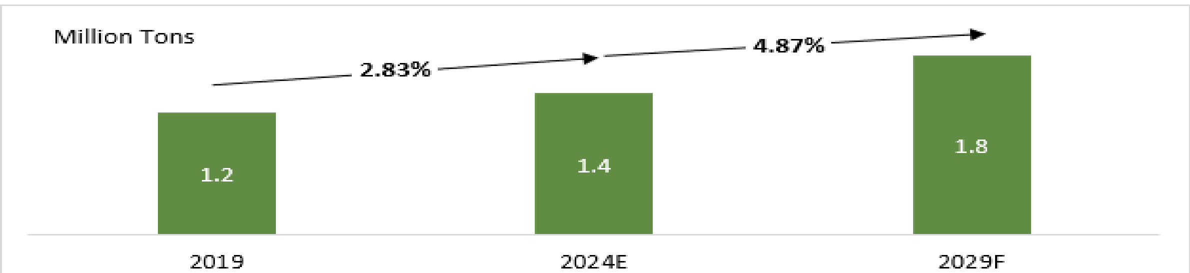
Global Dried Glucose Powder Industry, USD Million



Source: Frost & Sullivan

In terms of volume, the market is expected to be 1.4 million tons in 2024.

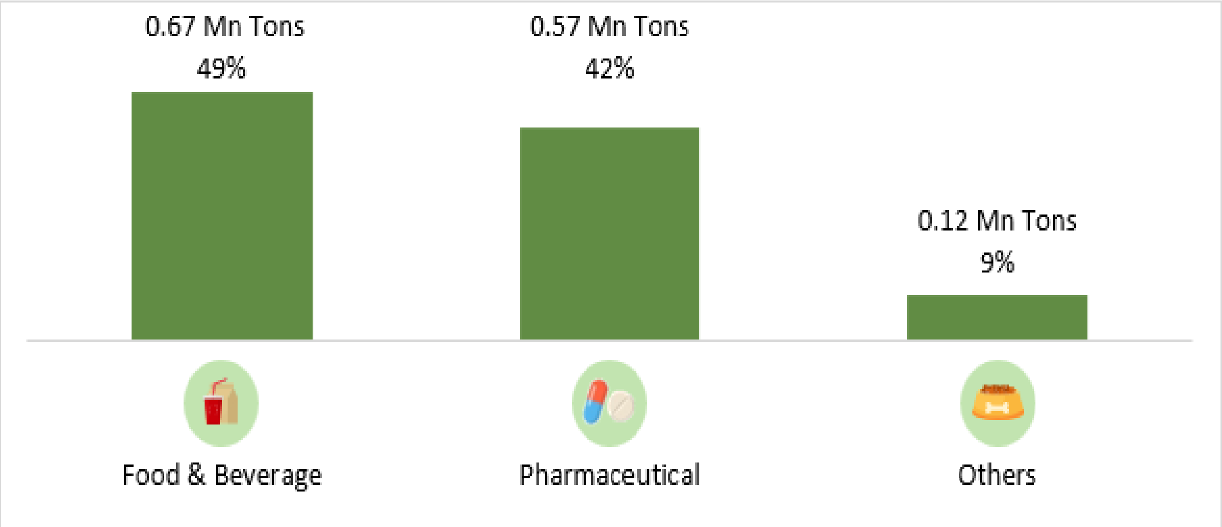
Global Dried Glucose Powder Industry, Million Tons



Source: Frost & Sullivan

It is a common sweetener, texture enhancer, and moisture control agent found in a wide range of food and beverage goods. Compared to liquid syrup, dried glucose syrup has a longer shelf life and is soluble in water. The market is expanding as a result of consumers' rising desire for processed snacks and convenience foods. To improve texture, taste, and shelf life, dried glucose is widely employed in these products. Furthermore, consumers' growing health consciousness is causing a shift in favor of natural and organic products, which is increasing demand for dried glucose syrup made from natural sources.

Global Dried Glucose Powder Market Size, By Application, Million Tons, %, 2024E



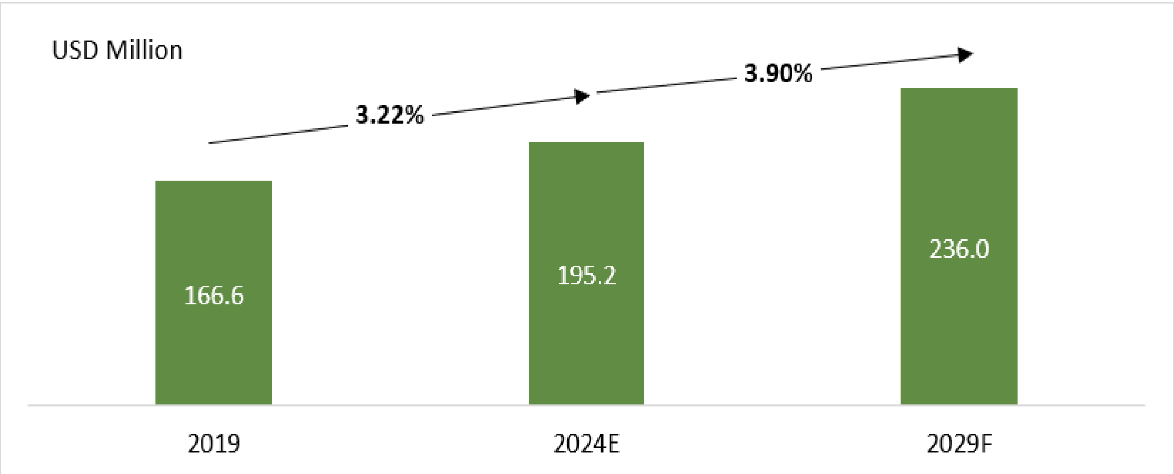
Source: Frost & Sullivan, Primary Research & Analysis

Indian Liquid Glucose Industry

The Indian Liquid Glucose Industry is estimated to be valued at USD 195.2 million in 2024 and it has grown from CAGR 3.22% from 2019. It is estimated to grow at CAGR 3.90% till 2029. A basic component of many culinary and industrial products is liquid glucose, commonly referred to as glucose syrup. Liquid glucose exhibits unique properties due to the combination of multiple carbohydrate profiles and varying degrees of accessible solids. The solids consist of several types of carbohydrates, including dextrose, maltose, and higher saccharine. The performance and quality of the final product are directly impacted by the quality of the liquid glucose.

Indian Liquid Glucose industry has players like Cargill, Gulshan Polyols, Gujarat Ambuja Exports Limited, Paramesu Biotech Ltd, Kasyap sweetener, Roquette and Sukhjit Starch Products.

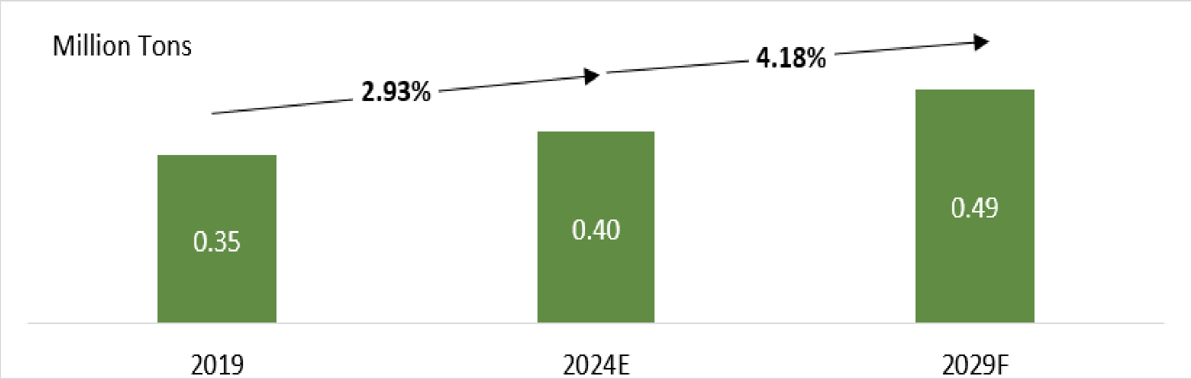
Indian Liquid Glucose Industry, USD Million



Source: Frost & Sullivan

In volume terms, the liquid glucose industry is estimated to be 0.40 million tons in 2024 and is expected to reach 0.49 million tons in 2029 with CAGR 4.18%. Liquid Glucose is available in 300Kg HM/HDPE drums or tankers in Indian markets.

Indian Liquid Glucose Industry, Million Tons

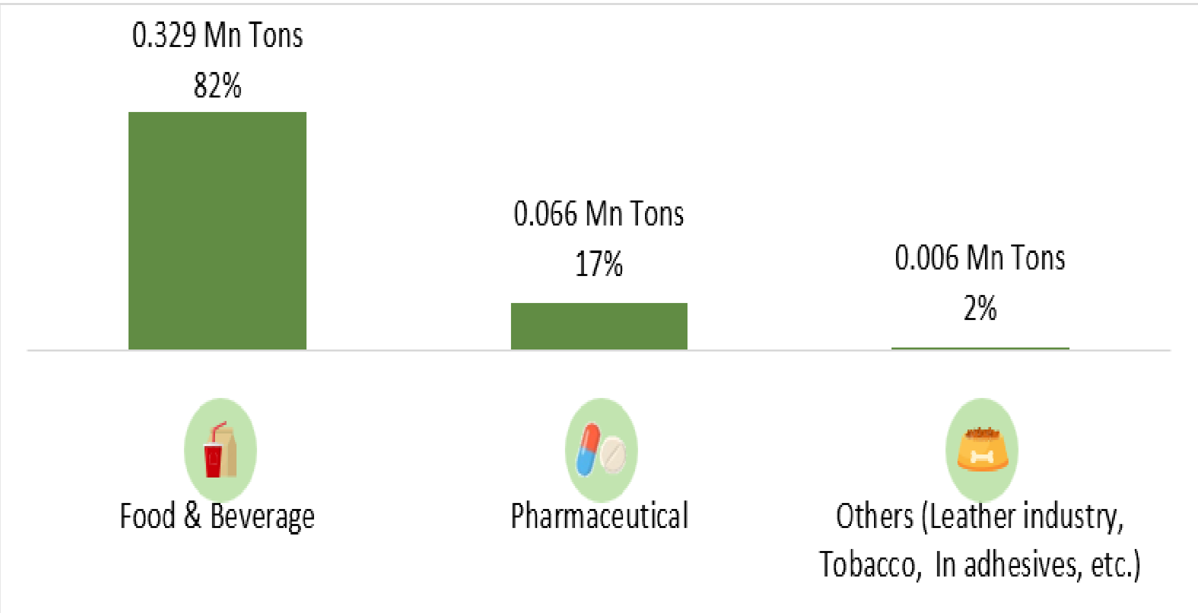


Source: Frost & Sullivan

Liquid Glucose is majorly used food & beverage industry. Liquid Glucose is an ideal additive for sweets, confectionary, biscuits, Ice creams, Jams, Jellies, preserves pastries & liquors due to its moderate sweetness & nutritive value Almost all confections, especially hard sweets, contain liquid glucose. Liquid Glucose's main application in confections is to control the crystallization of dextrose and sucrose. Candy composed only of sucrose is prone to crystallization and has the potential to crumble. For ice cream and other frozen sweets, liquid glucose adds a smooth body and smooth texture. It assists in removing any graining or crystallization that may be uncomfortable when consumed. Additionally, ice creams with liquid glucose have a firmer, heavier body. Liquid glucose is also an economical source and a popular choice in the baking industry as it not only provides sweetness & density control to cakes but also adds richer crumb color.

Pharmaceutical industry uses liquid glucose as a valuable ingredient for cough syrups and other vitamin based tonics. It is also used as a granulating agent, for tablet coatings.

Indian Liquid Glucose Market Size, By Application, Million Tons, %, 2024E

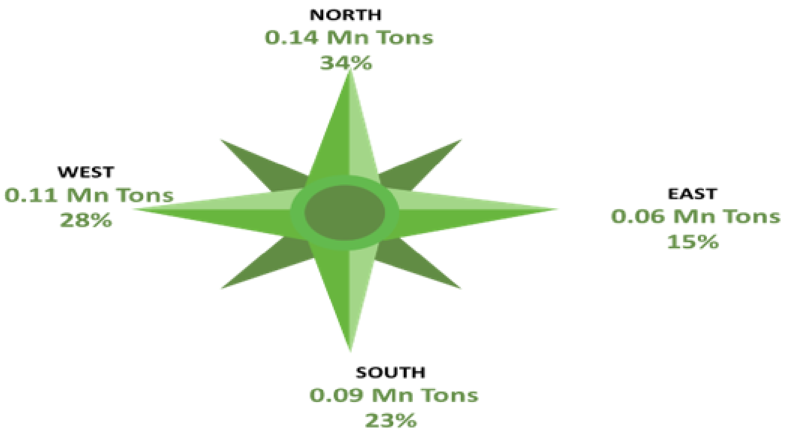


Source: Frost & Sullivan, Primary Research & Analysis

Others applications include usage of glucose in Tobacco, Leather, Shoe Polish industry. Tobacco industry uses liquid glucose to impart flavor, texture & stability in chewing tobacco & cigarettes.

In the leather industry, Liquid Glucose is used in the tanning process for pliability and to add body to the leather. In shoe polish, the additions of 5% - 10% Liquid Glucose prevents it from caking and helps give a quicker & better shine. Liquid glucose is also used as a raw material for gluconic acid, kojic acid and citric acid.

Indian Liquid Glucose Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian Maltodextrin Powder Industry

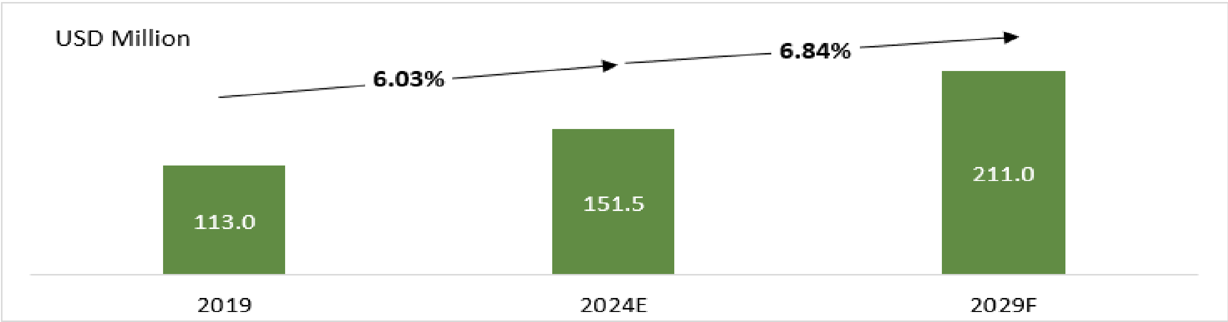
Maize starch, which is mildly hygroscopic, is hydrolyzed by enzymes to produce maltodextrin powder. It is a fine white powder with a dextrose equivalent (DE) of 10–25% that is made by spray drying partially hydrolyzed starch. It offers a practical and environmentally friendly ingredient. Maltodextrin is a complex carbohydrate that is absorbed by the body quickly, much like dextrose, while having a relatively high Glycemic Index. It gives an instant boost in energy due to its easy absorption by the body. In order to maximize glycogen replenishment and performance, maltodextrin—a well-known carbohydrate—is frequently mixed with dextrose.

For people whose hunger and metabolic rate are what prevent them from gaining weight, maltodextrin powder is highly advised. By preventing proteolysis, the usage of maltodextrin will fasten the rate of recuperation following exercise. Supplementing with carbohydrates is one of the most dependable and affordable methods of improving workout performance.

The Indian market for Maltodextrin is estimated to USD 151.5 million tons and is anticipate to grow at CAGR 6.84% by 2029. In volume terms the industry is estimated to 0.28 million tons and is expected to reach 0.39 million tons in 2029.

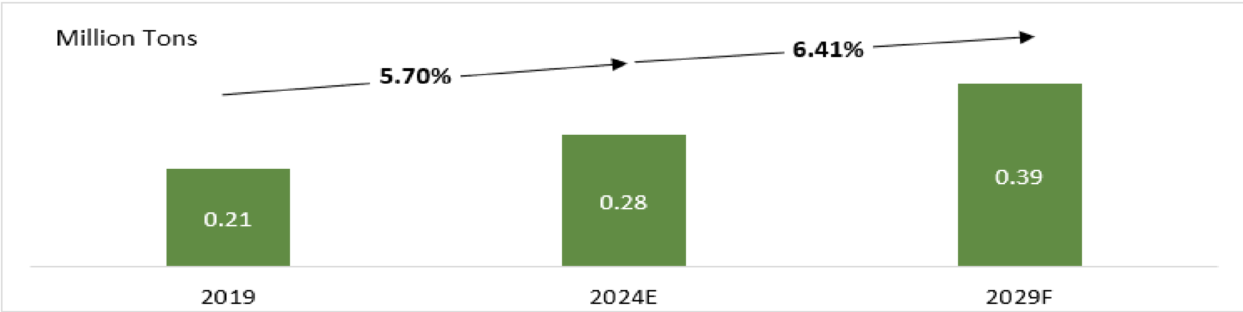
Major players in maltodextrin market in India are Blue Ocean Biotech, Blue Kraft Agro, Sanstar Ltd, Cargill India, Paramesu Biotech Ltd, Gujarat Ambuja Exports, Gulshan Polyols, Roquette India, Sahyadri Starch, Shree Gluco Biotech and Sukhjit Starch.

Indian Maltodextrin Industry, USD Million



Source: Frost & Sullivan

Indian Maltodextrin Industry, Million Tons



Source: Frost & Sullivan

Maltodextrin Powder needs to be kept at room temperature in a clean, dry environment. If not going to be used for an extended period, once opened, store in a tightly covered container in a ventilated environment. Guard against harm from the body. Keep away from substances that don't mix well.

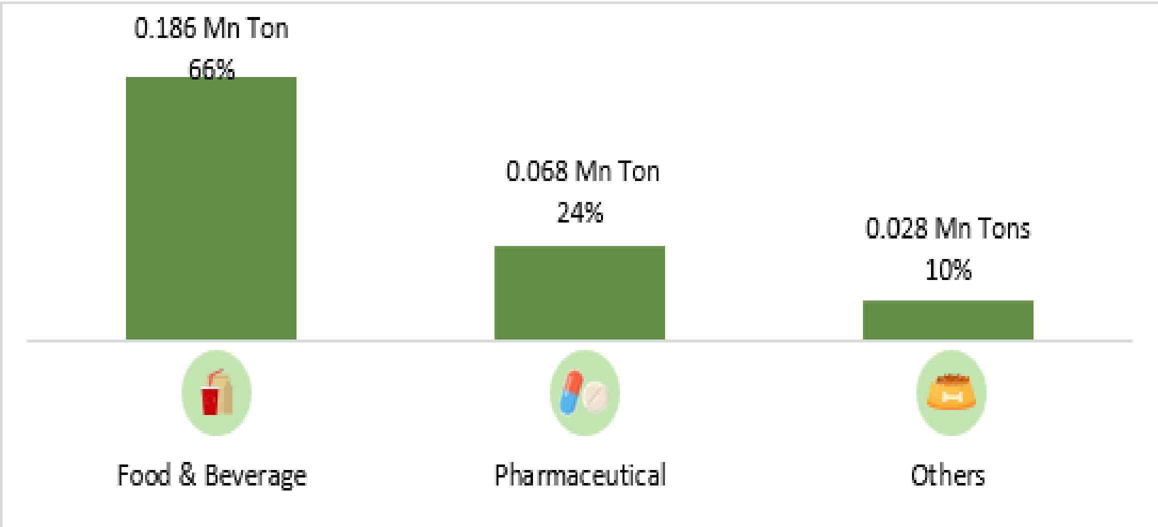
Maltodextrin is majorly used in Food & Beverages and Pharmaceutical industry. Maltodextrin is also used as bulking agents and serve mainly as a carbohydrate component in dry mix products, including dry beverage mixes, cookie mixes, puddings, frosting, soups, frozen desserts and cakes.

In addition to extending the shelf life of the product, maltodextrin flavors, bodies, dries, and stabilizes chocolate drinks, taste powders, and citric and coffee powders. It is a preferred bulking component in many puddings, soups, and frozen sweets. It can also be used to partially replace the protein whipping agent in aerated beverages. It thickens the mouthfeel of the cream when added. It is used to enhance the quality, softness, and texture of milk based Khoya/Mawa, a popular Indian dessert. It works well when used in place of some cane sugar in desserts. Maltodextrin's sweet flavor closely resembles that of sugar, which makes it perfect for use as a sweetener in coffee, tea, and powdered soft beverages. It is also widely used in infant foods, feed supplements, geriatric diets, and foods for recovering patients due to its smooth mouthfeel and ease of digestion.

Pharmaceutical industry uses maltodextrin for encapsulation and also as taste conveying and dispersing agent. It is used as carrier for spray-drying of active substances and as carbohydrate source in oral nutritional supplements. Maltodextrin is used in tablet formulations as a binder and diluent in both direct-compression and wet-granulation or agglomeration processes. Maltodextrin appears to have no adverse effect on the rate of dissolution of tablet and capsule formulations; magnesium stearate 0.5–1.0% may be used as a lubricant. It has been used as a carrier in a spray-dried redispersal oil-in-water emulsion to improve the bioavailability of poorly soluble drugs. Maltodextrin may also be used as a tablet film former in aqueous film-coating processes. Maltodextrin grades with a high DE value are particularly useful in chewable tablet formulations.

Maltodextrin may also be used in pharmaceutical formulations to increase the viscosity of solutions and to prevent the crystallization of syrups. Therapeutically, maltodextrin is often used as a carbohydrate source in oral nutritional supplements because solutions with a lower osmolarity than isocaloric dextrose solutions can be prepared. At body osmolarity, maltodextrin Should provide a higher caloric density than sugars.

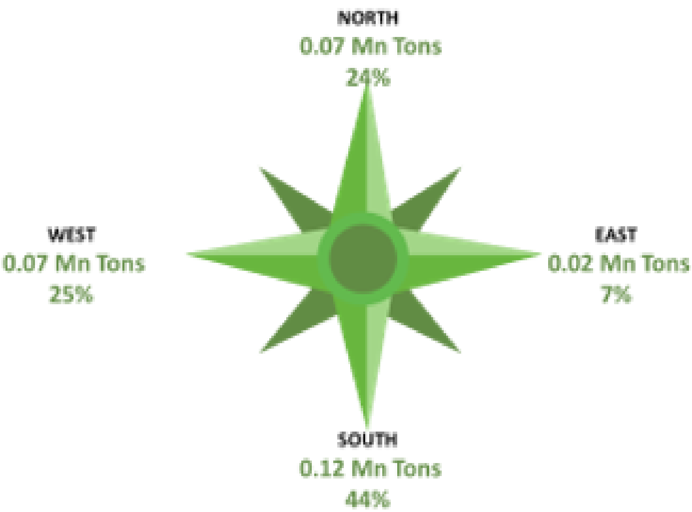
Indian Maltodextrin Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

It is used as energy source, texturizer, carrier, thickener and binder in various pet food and feed specialties applications.

Indian Maltodextrin Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian Dextrose Monohydrate Industry

Dextrose monohydrate, often known as D-glucose, is a sugar that crystallizes into a colourless or stable white powder with no smell. Its dextrose equivalency (DE) of 100 in its pure state indicates that it is entirely pure Dextrose and not a combination of other compounds.

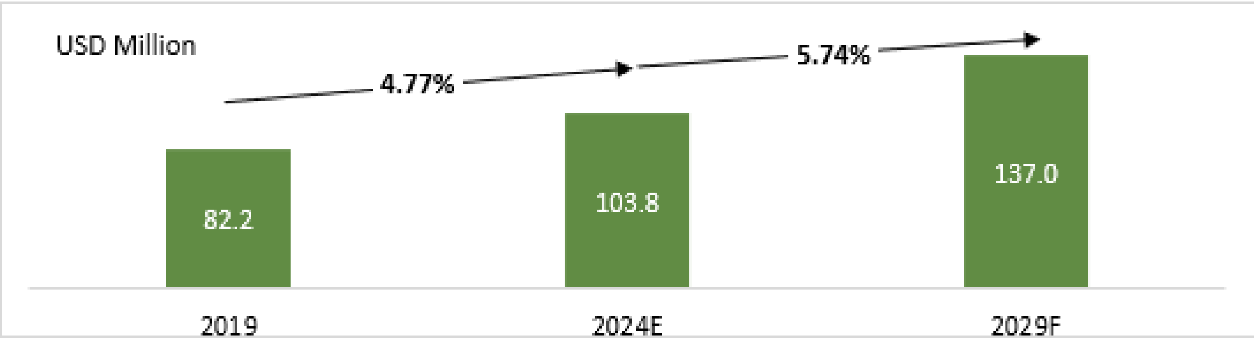
Dextrose Monohydrate is moderate in sweetness which is 65-70% sweet as sucrose. It is freely soluble in water at room temperature and in boiling alcohol. It has a greater depression of freezing point than that of cane sugar which helps in a smoother and creamier texture of frozen food products. In certain Dextrose/Sucrose blends, the perceived sweetness can be raised to the sucrose level. Because dextrose has a lower freezing point depression than cane sugar, the finished product has a smoother, creamier texture, like that of frozen food products. Dextrose Monohydrate has a bulk density of 0.65–0.70 kg/cc.

Indian Dextrose monohydrate market is estimated to be USD 103.8 million in 2024 and is expected to grow at CAGR 5.74% till 2029.

Major players in dextrose monohydrate market are Cargill, Bluecraft Agro, Gujarat Ambuja Exports Limited, Sayaji Maize Products, Roquette India Pvt Ltd and Sukhjit Starch and Chemicals Limited.

Dextrose monohydrate is available in packing of 25-50 Kg HDPE bags with the inner liner of LDPE which is heat sealed.

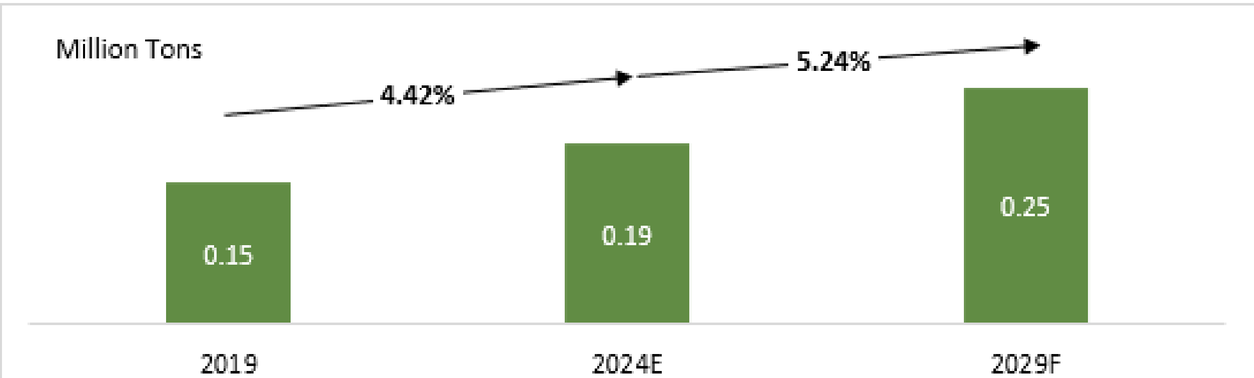
Indian Dextrose Monohydrate Industry, USD Million



Source: Frost & Sullivan

In terms of volume, Indian Dextrose monohydrate market is estimated to be 0.19 million tons in 2024 and is expected to grow at CAGR 5.24% till 2029 to reach 0.25 million tons.

Indian Dextrose Monohydrate Industry, Million Tons



Source: Frost & Sullivan

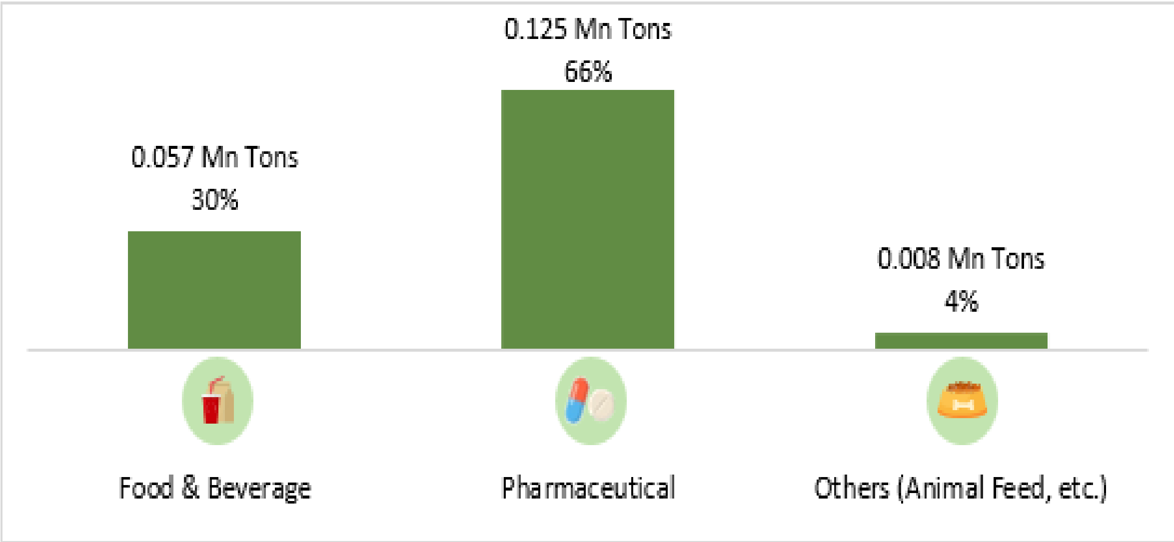
Dextrose Monohydrate is used in pharmaceutical and food & beverage industry majorly. In pharma industry dextrose monohydrate functions as a good oral rehydrating agent and once enriched with Vitamin D and Calcium it provides easy assimilation and replenishment of essential nutrients in the body. It's acts as a ready source of energy to refresh instantly. It is recognized to provide quick energy and vigor and is utilized as energy food by athletes, children, and convalescing patients, among others. For direct compression tableting at high speeds, dextrose monohydrate is an excellent choice. It keeps the tableting process from causing adhering to the die surface.

Dextrose acts to shorten the perception of sweetness and enhances flavor. It's a sweetener of choice in certain fruit flavored desserts and beverages. Dextrose Monohydrate is used to keep dry food mixes and powdered beverage drinks free flowing. Baked goods, candies, gum, creams, frozen dairy items (such as some ice creams and frozen yoghurts), alcoholic beverages, and jarred and tinned foods use dextrose monohydrate. When preparing fruits and vegetables, dextrose is used to help keep them fresh.

Since it doesn't change the food's flavor naturally—especially when compared to sugar, it is another helpful preservative.

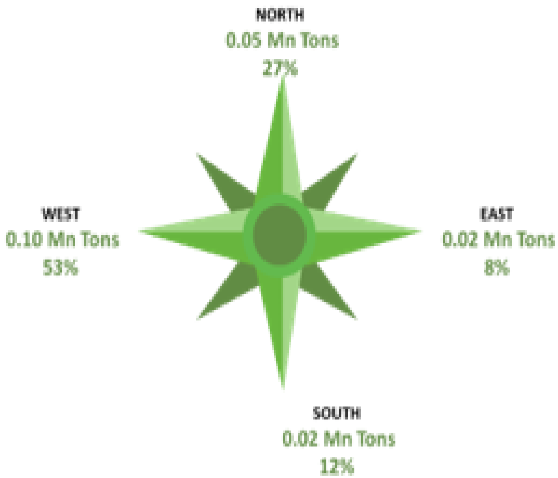
Dextrose monohydrate is also used in animal feed & nutrition products.

Indian Dextrose Monohydrate Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian Dextrose Monohydrate Market Size, By Geography, Million Tons, %, 2024E



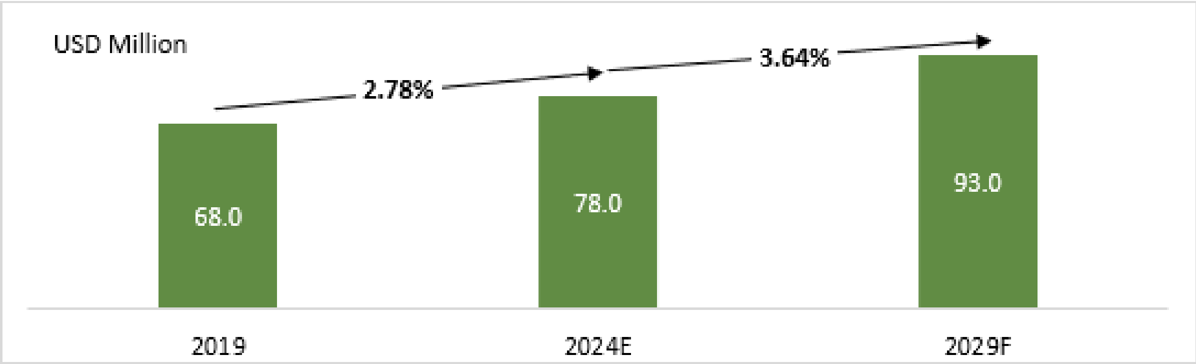
Source: Frost & Sullivan, Primary Research & Analysis

Indian Dextrose Anhydrous Industry

Other names for dextrose anhydrous include "anhydrous sugar," "anhydrous maize sugar," and "anhydrous dextrose." It is a straightforward carbohydrate that enters the bloodstream right away. It is D-glucose that has been refined and crystallized, with a total solids content of at least 98.0 percent m/m. Its glycemic index is 100 percent. It is a white powder with no colour or smell that dissolve in water and partially dissolves in alcohol. It has a lower sweetness than cane sugar. This natural sugar has long been used as a filler for oral dosage forms and as a sweetener in its crystalline form. It is made by dissolving Dextrose Monohydrate and then evaporating the mixture until it has an 84%–85% solid concentration. It is then added to induce seed crystals and crystallizes at high temperatures. Due to its special qualities, the anhydrous dextrose particles can be employed in place of sugar or dextrose monohydrate, if preferred. In addition to being used in injections, it is a food additive.

The Indian market for dextrose anhydrous is estimated to be USD 78 million and is estimated to grow at CAGR 3.64% till 2029.

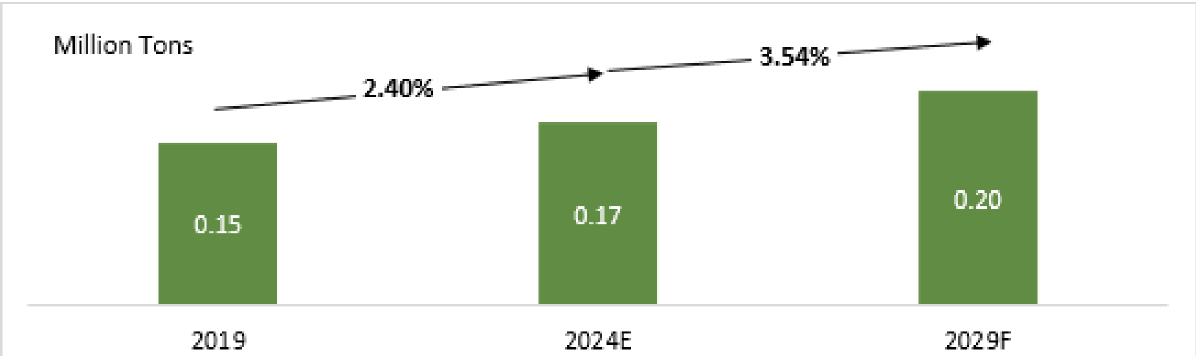
Indian Dextrose Anhydrous Industry, USD Million



Source: Frost & Sullivan

In Volume terms, the market for dextrose anhydrous is estimated to be 0.17 tons and is estimated to grow at CAGR 3.54% till 2029.

Indian Dextrose Anhydrous Industry, Million Tons



Source: Frost & Sullivan

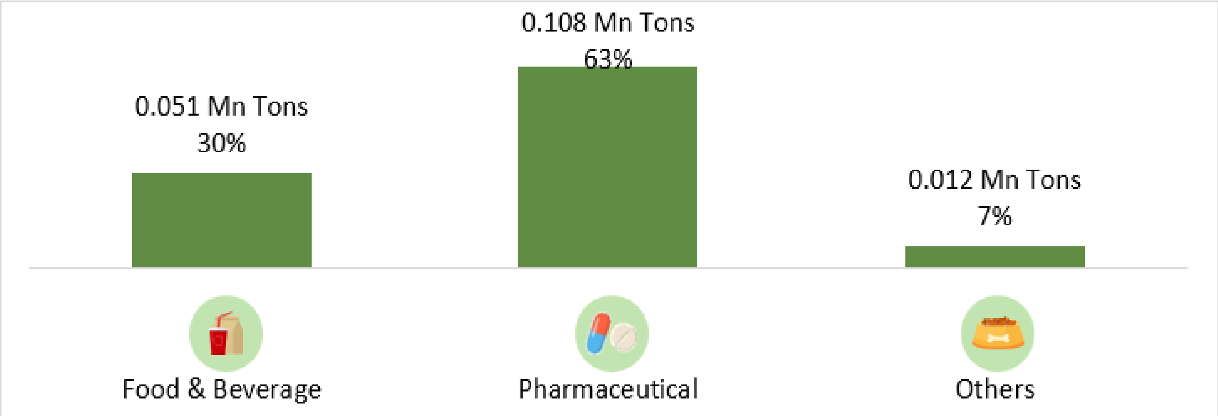
Numerous industries, including those in food production, beverages, pharmaceuticals, animal feed use dextrose anhydrous.

In liquid form, dextrose anhydrous is a sterile solution that is injected intravenously. It helps body absorb fluids when it needs more fluids or when one is unable to drink enough fluids. It is also used to administer other injectable medications.

For a complete electrolyte-energy balance, dextrose anhydrous enhances the role of saline solution. Dextrose anhydrous provides instant energy. It is the primary ingredient in oral rehydration salts (ORS).

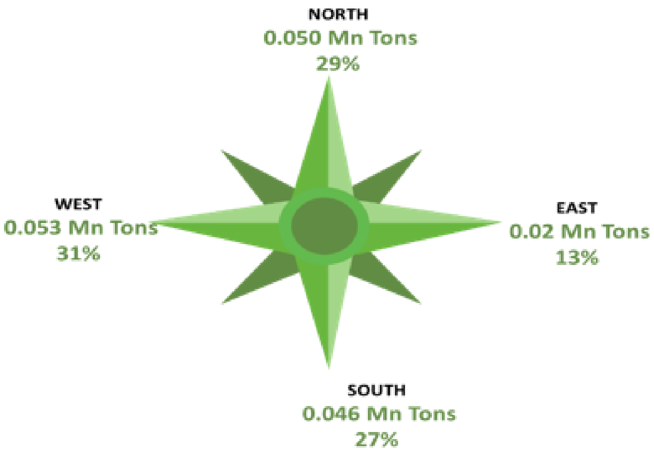
In food & beverage industry, dextrose anhydrous is used to keep dry food mixes and powdered beverages. It is also used as a sweetener in cake mixes, frostings, crackers, pretzels, cookies and custards.

Indian Dextrose Anhydrous Industry, Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian Dextrose Anhydrous Industry, Market Size, By Geography, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian High Maltose Maize Syrup Industry

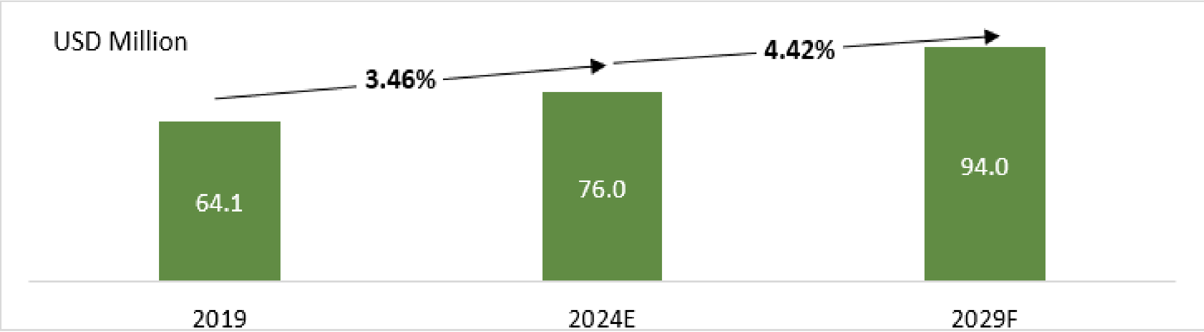
The primary carbohydrate component of High Maltose Maize Syrup, a specially made maize syrup transformed by acid-enzyme, is maltose. High maltose maize syrup imparts resistance to color formation, moisture absorption, and crystallization in finished products like hard candies and brilliance. It also helps in improving flavor, body, and texture at high sucrose replacement levels.

Refined starch is used to make high maltose maize syrup using biochemical technology. Maltose makes up more than 50% of the concentration. Because of its soft sweet, delicate flavor, stability in high temperatures, and acidity, it makes sense to preserve it well and extend its shelf life.

The Indian market for High Maltose Maize Syrup is estimated to be USD 76 million in 2024 and is expected to grow at CAGR 4.42% till 2029. In Indian market High Maltose Maize Syrup is available in 300 Kg HDPE Barrels as well as ISO Tanks.

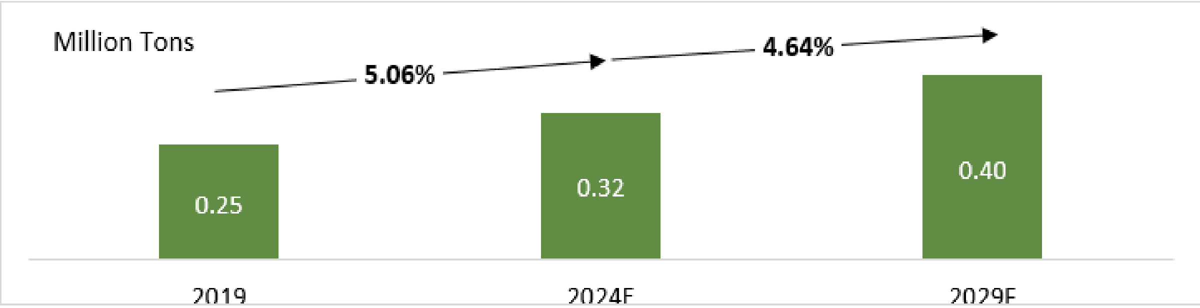
Indian player like Kasyap Sweetener, Paramesu Biotech Ltd, Sukhjit Starch, Sahyadri starch have high maltose maize syrup in their product portfolios.

Indian High Maltose Maize Syrup Industry, USD Million



Source: Frost & Sullivan

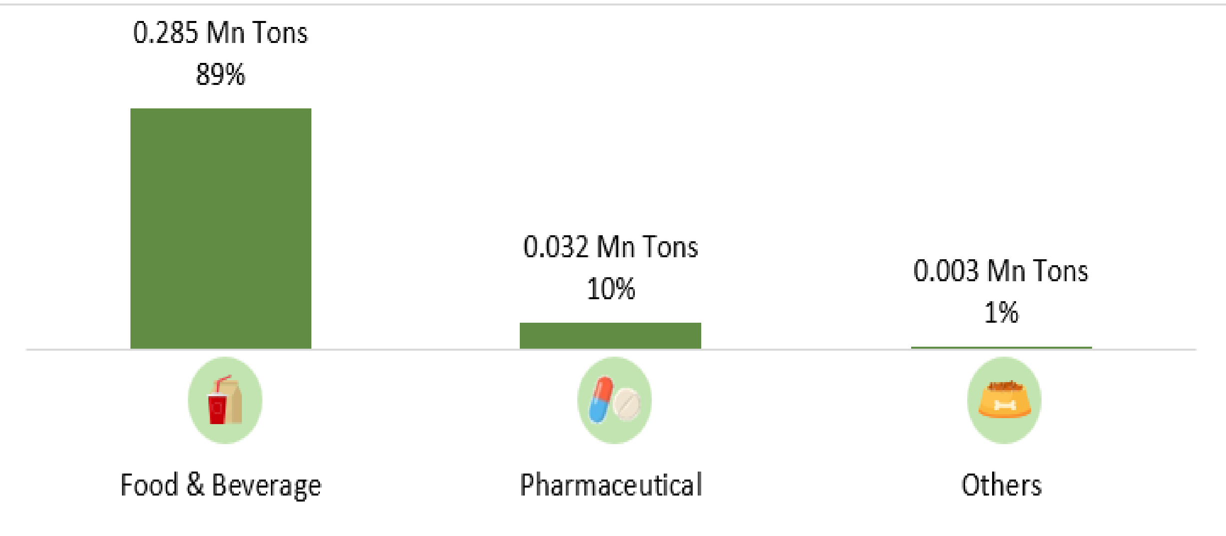
Indian High Maltose Maize Syrup Industry, Million Tons



Source: Frost & Sullivan

High maltose maize syrup is often used in the manufacturing of confections like caramels, toffees and candies. These confectionaries have smoother texture as a result of higher maltose content, which helps inhibit crystallization. High Maltose maize syrup can help baked goods stay moist, brown, and fresh for longer. In the brewing and fermentation processes, high maltose corn syrup is used as a fermentable sugar source. When beer, spirits, and other alcoholic beverages are fermenting, it gives yeast an easily accessible source of fermentable carbohydrates. When making ice creams and other frozen desserts, high maltose maize syrup is used to enhance texture, regulate freezing points, and stop crystallization. It contributes to a creamier and smoother mouthfeel. It is also used in canned fruits, jams, jellies, table syrups and toppings.

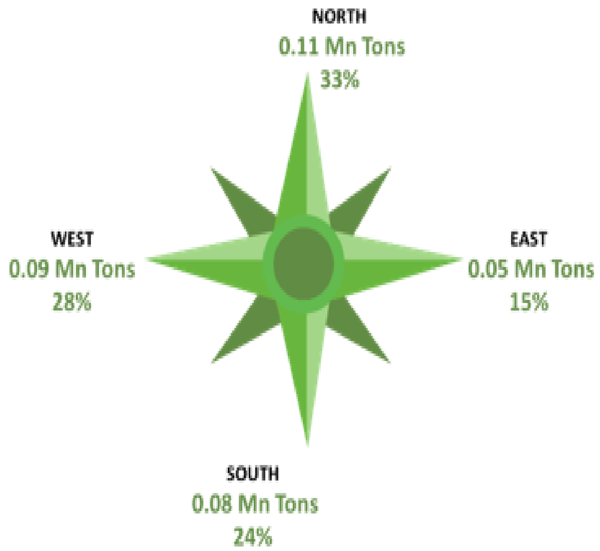
Indian High Maltose Maize Syrup Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Pharmaceutical medicines and nutritional supplements are made using high maltose maize syrup. It can be used as an energy and carb source in concoctions such nutritional drinks, oral rehydration solutions, and liquid pharmaceuticals.

Indian High Maltose Maize Syrup Market Size, By Geography, Million Tons, %, 2024E

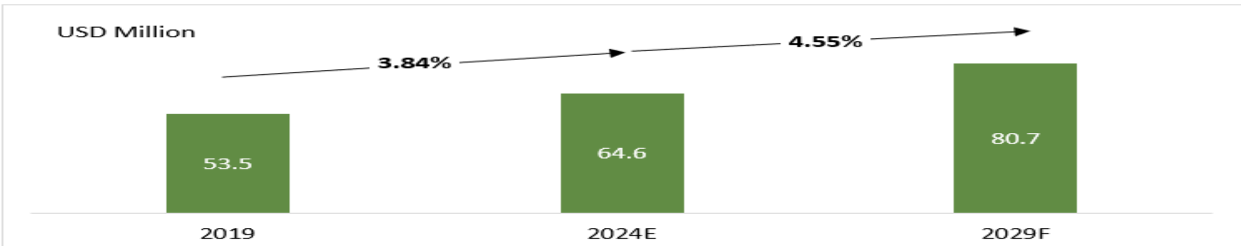


Source: Frost & Sullivan, Primary Research & Analysis

Indian Sorbitol Industry

The sorbitol market in India is projected to be worth USD 64.6 million in 2024E and is anticipated to increase at a rate of 4.55% to USD 80.7 million by 2029. Because of its chelating activity, plasticity, viscosity, and moisture retention, sorbitol is a useful ingredient in a variety of items, from food to personal hygiene. It can also be used as a stabilizer, humectant, low-calorie sweetener, cooling agent, and bulking agent.

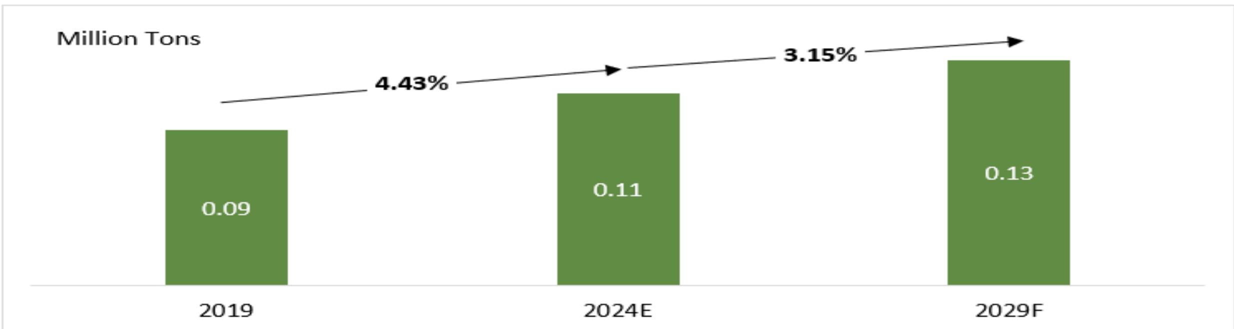
Indian Sorbitol Industry, USD Million



Source: Frost & Sullivan

In terms of volume, the market is expected to be 0.11 million tons in 2024.

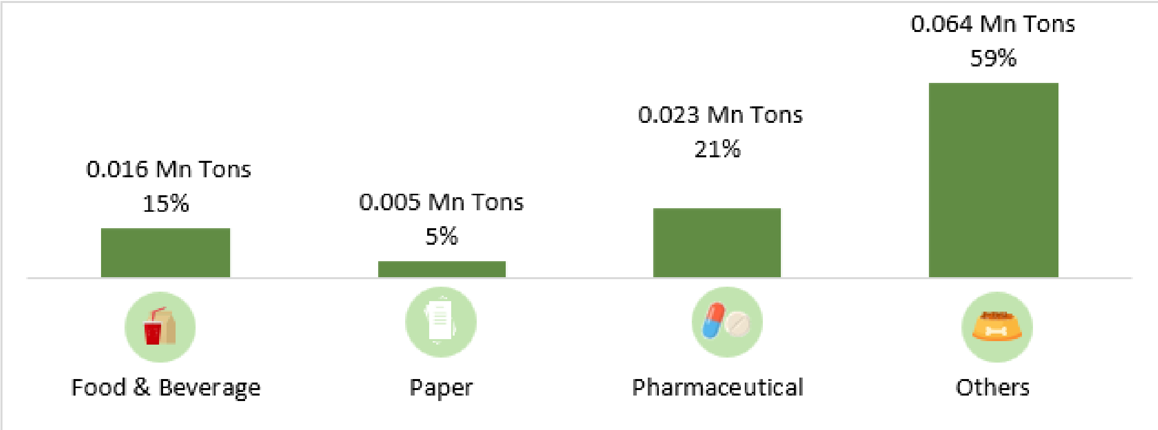
Indian Sorbitol Industry, Million Tons



Source: Frost & Sullivan

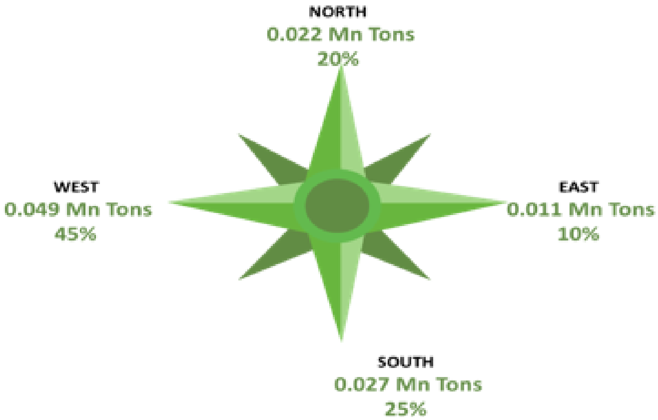
Sorbitol is used in cosmetics and all the oral care products which include toothpaste, mouthwash, ointments, creams, lotions, shampoo and shaving creams. Companies such as Unilever, Patanjali, Wipro, and Colgate are the major end use consumers for sorbitol. It is also used in papers, explosives, tobacco, and mortar & concrete industry to some extent.

Indian Sorbitol Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

Indian Sorbitol Market Size, By Geography, Million Tons, %, 2024E



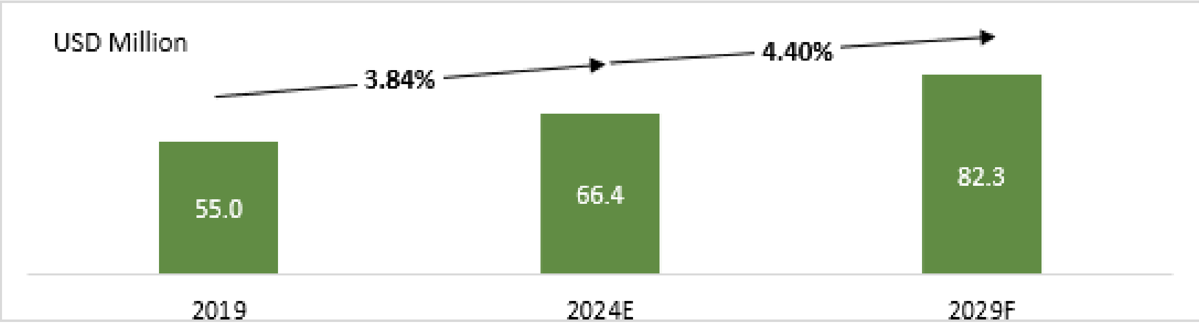
Source: Frost & Sullivan, Primary Research & Analysis

Gujarat Ambuja Exports Limited, Gulshan Polyols Limited, Bluecraft Agro, Kasyap Sweetner Limited, and Sukhjit Starch and Chemicals Limited are some of the major firms in the Indian sorbitol market. Moreover, some companies manufacture sorbitol in crystalline and non-crystalline grades, which differ in the amount of D-glucitol they contain (72% to 92% in non-crystalline grades and 92% to 100% in crystalline grade). Both grades have the same appearance—clear, colorless, syrupy liquid.

Indian Dried Glucose Powder Industry

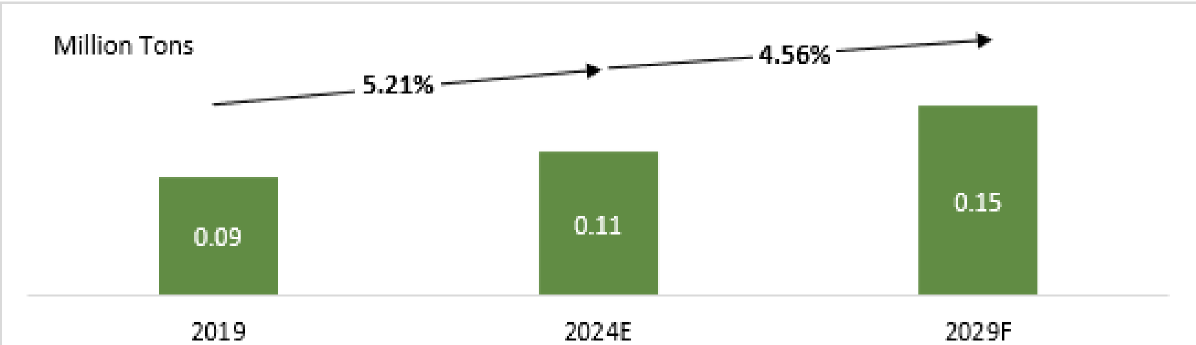
The glucose solids market in India is estimated to be worth USD 66.4 million in 2024 and is expected to grow at a compound annual growth rate (CAGR) of 4.40% from 2024 to 2029, and it is expected to reach USD 82.3 million in 2029. The market will expand at a CAGR of 4.56% from its estimated 2024 level of around 0.11 Million Tons to 0.15 Million Tons in 2029.

Indian Dried Glucose Powder Industry, USD Million



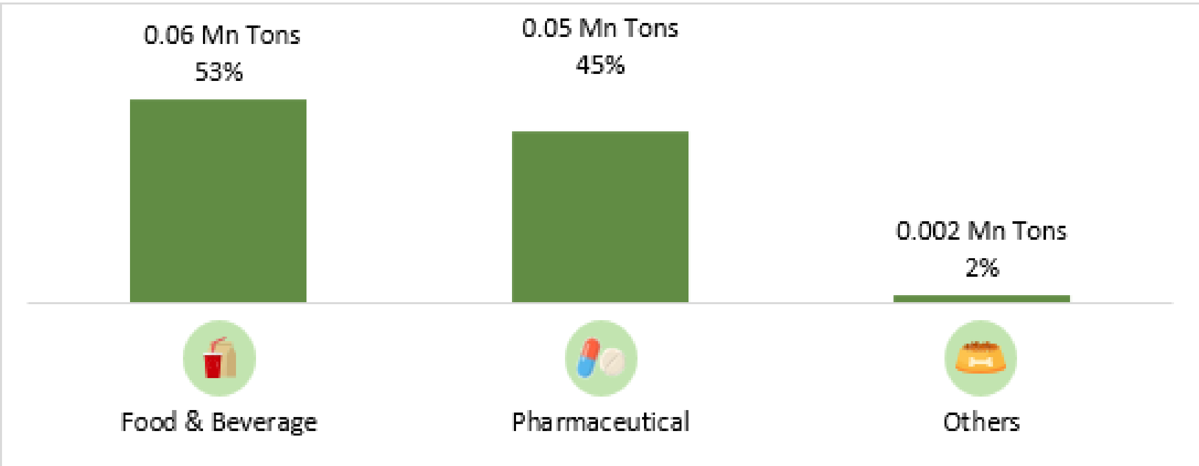
Source: Frost & Sullivan

Indian Dried Glucose Powder Industry, Million Tons



Source: Frost & Sullivan

Indian Dried Glucose Powder Market Size, By Application, Million Tons, %, 2024E



Source: Frost & Sullivan, Primary Research & Analysis

COMPETITIVE LANDSCAPE OF MAIZE STARCH AND MAIZE STARCH DERIVATIVES MARKET IN INDIA

Overview of players in Indian Maize Starch Industry

Indian Maize Starch market is expected to reach a volume of 9.62 million tons by 2029 and is estimated to grow at a CAGR of 4.77 % during 2024-2029. Domestic availability of maize and wide range of applications in food and beverage, pharmaceutical, animal feed, textile industry, paper industry supports the growth of this industry. Food and Beverage industry dominated the application segment of India Mazie Starch Market. The rapid growth of population, as well as rapid industrialization, has propelled the growth of Indian maize starch market.

This industry is a long-established part of the agri-food value chain, built on constant innovation to meet every evolving industrial demand and consumer expectations. This industry helps in strengthening rural areas by providing an essential source of income to the farmers who supply the raw materials used to make maize starch. It is a very competitive industry with large number of players in organized and unorganized sector. Medium to Large players are present in starch, derivatives, and other value-added segments.

Indian maize starch manufacturing companies are currently investing in state of the art manufacturing facilities and charting out expansion plans to cater domestic as well as global demand.

Some of the Major Indian Players in Maize starch, derivatives & coproducts industry

BLUECRAFT AGRO PRIVATE LTD				
Year of establishment: 2016	**Facility Location** • Andhra Pradesh* (1) • Telangana (1) • Haryana (1)	**Installed Maize Milling Capacities:** 1,550 TPD	**Capacity Utilization:** 78% (FY24)# (90% for FY 23 & FY22)	**No of Employees:** 500+
Product Mix: • Native Starch, Modified Starch, Sorbitol, Maltodextrin, Coproducts		**Quality Certifications** • Good Manufacturing practice, HACCP, FSSAI		
Expansion Plans Further expanding its capacity to 1,875 TPD in Haryana facility (including 125 MT rice-based starch)				

*Note: * Discontinued operation at this facility in FY 24. # Based on press release of Care Edge Ratings.*
Source: Company website, Annual Reports

GUJARAT AMBUJA EXPORT LIMITED				
Year of establishment: 1991	**Facility Location** • Gujarat (1) • Maharashtra (1) • Karnataka (1) • Uttarakhand (1) • WB (1)	**Installed Maize Milling Capacities:** 4000 TPD	**Capacity Utilization:** 90% (FY24, FY23, FY22)	**No Of Employees:** 2,590+
Product Mix: • Maize Starch • Liquid Glucose • Dextrose Monohydrate • Dextrose Anhydrous • Sorbitol • Maltodextrin • Dextrin • High Maltose Corn Syrup • Co products		**Quality Certifications** • Halal India • BRC Food Certification • FSSC 22000 • GMP+ • Kosher check • Sedex • Non- GMO Standards • Majelis Ulama- Indonesia		
Expansion Plans Expansion planned for 900 TPD in Gujarat				

GULSHAN POLYOLS LIMITED				
Year of establishment: 1981	**Facility Location** • UP (1) • Gujarat (1)	**Installed Maize Milling Capacities:** 600 TPD	**Capacity Utilization:** Not Available for last 3 fiscal years	**No Of Employees:** 266+

Product Mix: • Maize Starch • Liquid Glucose • Sorbitol • Fructose syrup	**Quality Certifications** • ISO 9001:2015 • ISO22000 • BRC Global • Standard OHSAS 18001 • Halal India
Expansion Plans -	

Source: Company website, Annual Reports

PARAMESU BIOTECH LTD				
Year of establishment: 2011	**Facility Location** • Andhra Pradesh (1)	**Installed Maize Milling Capacities:** 800 TPD	**Capacity Utilization:** 93.09% (FY 24) 94.58% (FY 23) 91.76% (FY 22)	**No Of Employees:** 366

Product Mix: • Starch, Maltodextrin, Liquid Glucose, Dextrin's, Pre-gelatinized starch, Thin Boiled Starch, Cationic Starch, Oxidized Starch, Spray Starch, Co products	**Quality Certifications** • ISO 9001:2015, ISO 14000:2015, ISO 22000:2018, ISO 45001:2018, FSSAI, HALAL, Kosher certificate for -High Maltose Corn Syrup, Maize starch powder, Liquid Glucose, Maltodextrin Powder, White Dextrin, Halal Indonesia, Certification of compliance -Good Manufacturing Practice by Quality verification registrar-Registration No : DAAS-PAL-000229
Expansion Plans Company plans to establish a new facility in Madhya Pradesh with maize milling capacities of 1200 TPD	

ROQUETTE				
Year of establishment: 2010	**Facility Location** • Karnataka (1) • Gujarat (1) • Uttarakhand (1)	**Installed Maize Milling Capacities:** 2720*	**Capacity Utilization:** Not Available	**No of Employees:** Not Available

Product Mix: • Maize starch, Liquid and powdered glucose, Modified starches, Glucose D, Dextrose Monohydrate, Maltodextrin, High Maltose Maize syrup, and Dextrose syrup	**Quality Certifications** • Not Available
Expansion Plans -	

**Company has not published the capacity and the data provided is given on the basis of credit rating reports and discussions with industry stakeholders*

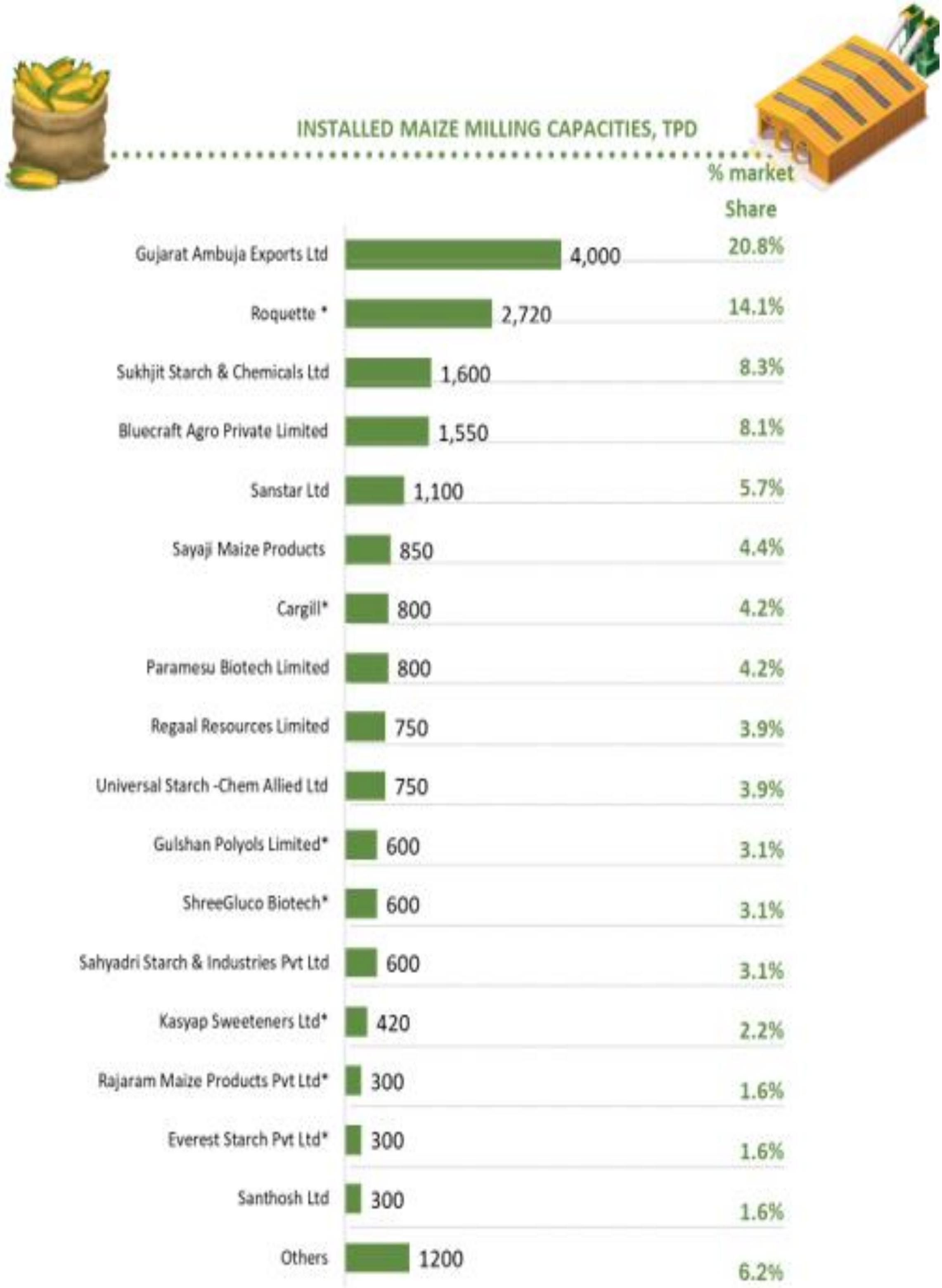
Sanstar Ltd				
Year of establishment: 2005	**Facility Location** • Gujarat (1) Maharashtra (1)	**Installed Maize Milling Capacities:** 1100	**Capacity Utilization*:** 86.2% (FY 24) 87.9% (FY 23) 78.2% (FY 22)	**No of Employees:** **271+**
Product Mix: Dextrin, high maltose maize syrup, dextrose monohydrate, maltodextrin, sorbitol, and coproducts.		**Quality Certifications** ISO 9001:2015, HACCP and FSSAI certifications		
Expansion Plans Planned expansion of Dhule facility by 1,000 MT/day				

**Capacity Utilization is the average of both the facilities*

SUKHJIT STARCH & CHEMICALS LTD				
Year of establishment: 1943	**Facility Location** • Punjab (1) • Telangana (1) • WB (1) • Himachal Pradesh (1)	**Installed Maize Milling Capacities:** 1,600	**Capacity Utilization:** 80% (FY 23, FY 22)	**No Of Employees:** 1,250+
Product Mix: • Maize Starch • Liquid Glucose • Dextrin • Dextrose Monohydrate • Dextrose Anhydrous • Sorbitol • Maltodextrin • High Maltose Maize Syrup		**Quality Certifications** • FSSC 22000 • Food safety system certification (SGS) • ISO 9001:2015 • Halal India		
Expansion Plans Company plans to increase its capacity from 1600 TPD to 2000 TPD				

Source: Company website, Annual Reports

Exhibit 108: Installed Capacities for Major Indian Players in Maize starch, derivatives & coproducts industry



*These companies have not published the capacities, and the data provided is given on the basis of credit rating reports and discussions with industry stakeholders.

Source: Company websites, Annual reports

Exhibit 109: Key Financial Indicators of Indian Maize based Speciality Products Manufacturers

Parameters	Revenue, INR Mn			Revenue CAGR
Company name/ Year	2022	2023	2024	2022-2024
Gujarat Ambuja Exports Limited (Maize Processing revenue)	46,703.10	49,089.90	49,267.00	2.71%
Gulshan Polyols Limited (Starch revenues)	11,007.26	11,797.30	13,779.76	11.89%
Sanstar Limited	5,044.02	12,050.67	10,672.71	46.46%
Sukhjit Starch & Chemicals Limited- Revenue from Starch & Derivative	11,589.74	14,465.72	13,753.45	8.94%
Tirupati Starch & Chemicals Limited	3,181.75	3,642.15	3,061.15	-1.91%
Universal Starch -Chem Allied Limited	4,564.55	5,157.57	5,271.32	7.46%
Paramesu Biotech Limited	4,949.05	6,239.29	6,278.47	12.63%

Source: Annual Reports, Money control, Frost & Sullivan research

Exhibit 110: Key Financial Indicators of Indian Maize Based Speciality Products Manufacturers

Parameters	PAT (INR Mn)			PAT Margin (%)		
Company name/ Year	2022	2023	2024	2022	2023	2024
Gujarat Ambuja Exports Limited	4,754.40	3,301.00	3,458.70	10.06%	6.62%	6.82%
Gulshan Polyols Limited	852.49	451.82	177.57	7.73%	3.81%	1.28%
Sanstar Limited	159.21	418.05	667.67	3.15%	3.46%	6.17%
Sukhjit Starch & Chemicals Limited	728.44	633.61	499.58	6.27%	4.37%	3.61%
Tirupati Starch & Chemicals Limited	82.84	65.69	21.95	2.58%	1.80%	0.72%
Universal Starch -Chem Allied Limited	114.38	59.02	69.85	2.49%	1.14%	1.32%
Paramesu Biotech Limited	339.65	325.24	403.37	6.84%	5.20%	6.41%

Source: Annual Reports, Money control, Frost & Sullivan Research

Exhibit 111: Key Financial Indicators of Indian Maize Based Speciality ProductsManufacturers

Parameters	EBITDA (INR Mn)			EBITDA Margins (%)		
Company name/ Year	2022	2023	2024	2022	2023	2024
Gujarat Ambuja Exports Limited	6,871.20	4,750.40	4,423.70	14.71%	9.68%	8.98%
Gulshan Polyols Limited	1,501.18	879.98	580.77	13.64%	7.46%	4.21%
Sanstar Limited	397.20	724.47	981.41	7.87%	6.01%	9.20%
Sukhjit Starch & Chemicals Limited	1,577.37	1,470.89	1,280.22	13.61%	10.17%	9.31%
Tirupati Starch & Chemicals Limited	194.54	210.24	206.11	6.11%	5.77%	6.73%
Universal Starch -Chem Allied Limited	255.55	173.31	201.14	5.60%	3.36%	3.82%
Paramesu Biotech Limited	597.49	567.27	765.45	12.07%	9.09%	12.19%

Source: Annual Reports, Money control, Frost & Sullivan Research

Exhibit 112: Key Financial Indicators of Indian Maize based speciality products manufacturers

Parameters	Debt – Equity Ratio		
Company name/ Year	2022	2023	2024
Gujarat Ambuja Exports Limited	0.13	0.09	0.07
Gulshan Polyols Limited	0.21	0.43	0.59
Sanstar Limited	1.74	0.75	0.59
Sukhjit Starch & Chemicals Limited	0.67	0.69	0.65
Tirupati Starch & Chemicals Limited	2.13	1.95	2.86
Universal Starch- Chem Allied Limited	0.87	1.14	0.96
Paramesu Biotech Limited	0.81	1.06	1.19

Source: Annual Reports, Money control, Frost & Sullivan research

Financials for period ended on September 30, 2024

Parameters	Companies	
	Paramesu Biotech Limited	Gujarat Ambuja Exports Ltd
Revenue, INR Mn	4,075.94	22,150.80
EBITDA, INR Mn	503.30	2,157.10
EBITDA Margin (%)	12.35	9.74
PAT, INR Mn	268.50	1,460.20
PAT Margin (%)	6.56	6.45
Debt-Equity	1.08	0.05
Net worth, INR Mn	2,001.00	28,990.50

Key Success Factors for Maize based Specialty Products Industry

- **Experienced Promoters & Management-** Manufacturing of speciality products requires an experienced and sound team with expertise in efficient and cost-effective procurement, technical understanding of manufacturing process, understanding of customers' requirements and building long term relationships with them, among others. Management having significant experience with highs and lows of this sector have advantage over the competition.
- **Strategic location-** Access to raw material-maize as well as potential customers is crucial to be successful in this industry. When procuring maize, price as well as quality are very important.
- **Diverse product portfolio with Diversified clientele base across diverse industries-** The product mix determines revenue, and it changes based on the market prices and level of demand for completed goods.
- Robust financials with strong market position
- Focus on Technology for enhancing efficiency of facility and increasing utilization.

Profile of Paramesu Biotech Limited

Incorporated in 2011, Paramesu Biotech Limited (PBL) is maize speciality product company. Company's commercial operations began in 2015 with capacity of 160 TPD. PBL is engaged in the business of manufacturing of maize based speciality products which includes starch, modified starches, derivatives and other co products such as gluten, fiber, and germ. PBL is one of the largest manufacturers of maize based speciality products in India equipped with a installed capacity of 800 TPD. It has a market share of 4.2% in terms of installed capacity. It operates out of its production unit in Andhra Pradesh's West Godavari District, Devarapalli (V & M). By 2018, company had increased this capacity to 210 TPD. In 2020, company doubled the capacity to 420 TPD. In 2021, with further expansion company achieved 500 TPD. Most recently, in 2023, company achieved a significant milestone by reaching a capacity of 800 TPD, solidifying status as a leading maize based speciality product company. Paramesu Biotech's, existing facility in

Andhra Pradesh is the second largest manufacturing facility in southern zone of India in terms installed capacity. PBL has one of the largest capacity in the Indian maize based speciality products industry and are well headed into a proposed expansion by setting up a new manufacturing facility at Madhya Pradesh. Now PBL is eying pan India presence by establishing one of the largest, fully integrated maize-based speciality product facility with a capacity of 1200 TPD in Madhya Pradesh. The new Madhya Pradesh facility of 1200 TPD will be built using latest water management technology that will have zero liquid discharge. In water sustainability space, wastewater will be treated and recycled within the facility itself. PBL offers high-purity starches and starch products worldwide. Post the commencement of its new facility in Madhya Pradesh, Paramesu Biotech will have an aggregated capacity of 2000 TPD and will be 4th largest maize-based speciality product company in India. The proposed unit in Madhya Pradesh is estimated to be the largest manufacturing plant in Central India in terms of installed capacity.

Paramesu's existing facility is situated in a strategic location. Being just 2.5 km from NH 16 provides easy access to major transport routes, which can facilitate logistics and distribution. The highway connects important states and cities along the east coast, making it an excellent corridor for trade and commerce.

The facility in Devarapalli possesses a significant and valuable resource—an abundance of groundwater. According to Central ground water board, Department of Water Resource – report of Jan 2023, groundwater level is 2-5 mbgl (meters below ground level). This natural wealth provides us with a reliable and sustainable water source, which is a critical asset for maintaining continuous operations. Having plentiful groundwater on-site reduces company's reliance on external water supply systems, ensuring company can meet their water needs independently even during periods of drought or municipal restrictions. In essence, the abundance of groundwater at factory location not only enhances operational efficiency and cost-effectiveness but also offers a strategic advantage in maintaining business continuity while supporting responsible water management practices.

PBL is operating the manufacturing facility located at Devarapalli, Andhra Pradesh spread over a built-up area of 0.27 million square feet.

Paramesu Biotech has one of the highest capacity utilizations ~93.09% (FY 2024), amongst its peers in the industry. Currently, company produces products like Native starch, Modified Starches, Liquid Glucose, Maltodextrin, Maize germs, Maize gluten meal, Maize fiber and Maize steep liquor. Paramesu Biotech is one of the very few companies in the country which specializes in different kinds of modified starch. The modified starch product portfolio includes dextrin, pregelatinized starch, thin boiled starch, cationic starch, oxidized starch, and spray starch. These modified starches are manufactured with certain sophisticated technologies and find applications in multiple end use industries such as pharma, paper & packaging, textile, and bio polymers.

Company's speciality products add taste, texture, nutrients and increased functionality to (i) foods as ingredients, thickening agents, stabilizers, sweeteners, emulsifiers and additives (in bakery products, confectionery, pastas, soups, ketchups, sauces, creams, deserts, amongst others), (ii) animal nutrition products as nutritional ingredients, (iii) paper industry to improve bonding strength of paper and paperboards and (iv)other industrial products as disintegrants, excipients, supplements, coating agents, binders, smoothing & flattering agents, finishing agents, among others. Starch produced by PBL finds application in (a) Paper Industry; (b) Textile Industry; (c) Food and Pharmaceutical industries; (d) Ingredient of adhesives and abrasives; (e) Ore flocculating & Oil well drilling; and (f) Adhesives.

Company has introduced automation of the process which helped in improving the yields and minimizing the downtime there by improving facility efficiencies in recent years. Cogeneration power facility has been established to take advantage of the steam pressure differential between generation and consumption points and its yielding results. Paramesu Biotech is in the maize based speciality products industry and for the manufacturing of company's product portfolio the primary raw material required is 'maize'. Company meet's the raw material requirements by way of procurement directly from farmers harvesting maize and traders/ aggregators/ agents/ others. Paramesu Biotech's existing plants' location in maize growing state of Andhra Pradesh and Telangana helps in efficiently procuring the raw material. According to 3rd estimates of Directorate of Economics and Statistics, Andhra Pradesh and Telangana account for 12.3% (4.41 million Tons, 2023-24) of the maize grown in the country. Companies also buy's the maize directly from farmers thereby saving further enhancing the procurement process. Thus, Paramesu Biotech has established strong maize sourcing capabilities over the period, leveraging relationships with farmers as well.

PBL has established a strong foothold in both domestic and international markets. PBL has pan India presence, with its products being sold in 14 states and 4 union territories.

PBL has also added derivatives like Liquid Glucose, Maltodextrin in their product portfolio. PBL has added a waste recovery system to provide low-cost protein for the aqua feed sector. The organic fertilizer and soil nutrition industries are also being encouraged to use this product. Andhra Pradesh is the largest state for aquaculture production in India and the West Godavri district. Being the closest facility to the biggest aquaculture hub in the nation, PBL has been able to cater efficiently to alternative protein feed market with high customer acquisition in this region. Company has also developed this market due to their knowledge of the chemistry of this protein and combination of management with expertise in both maize based speciality product and animal nutrition. PBL has this first mover advantage in region which makes it difficult for others to replicate as PBL also has logistics advantage. PBL also has advantage of being close to Vizag port, which helps them in capturing markets in Southeast Asian region. PBL is one of the largest exporters for maize starch from India. For FY22, FY23, FY24, on value basis, Paramesu Biotech accounted for ~ 3.51% (9th largest), 3.07% (9th largest) & 3.21% (6th largest) share respectively in maize starch exported from India. From April 2024 to Sep 2024, the export share of PBL for maize starch on value basis accounted for 5.5% which was 4th largest. Some of the major importer includes countries such as Indonesia, Malaysia, Vietnam, Thailand, UAE, Sri Lanka and Philippines. Paramesu Biotech also exports to countries such as Bangladesh, South Africa, Uganda, Pakistan and Mauritius.

OUR BUSINESS

*Some of the information in this section, including information with respect to our business plans and strategies, consists of certain forward-looking statements that involve risks and uncertainties. You should read the section "**Forward-Looking Statements**" on pages24 of this Draft Red Herring Prospectus for a discussion of the risks and uncertainties related to those statements and the section "**Risk Factors**" on page35 of this Draft Red Herring Prospectus, "**Management's Discussion and Analysis of Results of Operations"** on page 356 of this Draft Red Herring Prospectus, **"Industry Overview"** on page 141 of this Draft Red Herring Prospectus, for a discussion of certain risks that may affect our business, results of operations or financial condition. Unless otherwise stated, or the context otherwise requires, the financial information used in this section is derived from our Restated Financial Statements included in this Draft Red Herring Prospectus beginning on page 304. Our actual results may differ materially from those expressed in, or implied by, these forward-looking statements. Our fiscal year ends on March 31 of each year, and references to a particular fiscal are to the twelve-month period ended March 31 of that year.*

*Unless otherwise indicated, industry and market data used in this section has been derived from a report titled 'Industry Report on Maize Based Speciality Products' dated October 30, 2024, by Frost and Sullivan (India) Private Limited **("F&S Report")** commissioned and paid for by our Company. The F&S report will be available on the website of our Company at www.paramesu.com from the date of this Draft Red Herring Prospectus until the Bid/ Offer Closing Date. For further details and risks in relation to the F&S Report, see "Risk Factors No. 39 – Certain sections of this Draft Red Herring Prospectus contain information from the report on our industry titled "This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from Frost & Sullivan (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. Frost & Sullivan (India) Private Limited is an independent third-party entity and is not related to the Company, its Promoters or Directors in any manner whatsoever. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate." on page 56 and "Certain Conventions, Presentation of Financial, Industry and Market Data" on page 20. We have, in this Draft Red Herring Prospectus, also included various operational and financial performance indicators, some of which may not be derived from our Restated Financial Statements. The manner in which such operational and financial performance indicators are calculated and presented, and the assumptions and estimates underlying, and used in such calculation, may vary from that used by other similarly placed companies in India and other jurisdictions. Investors are accordingly cautioned against placing undue reliance on such information in making an investment decision and are cautioned that they should consult their own advisors and evaluate such information in the context of the Restated Financial Statements and other information relating to our business and operations included in this Draft Red Herring Prospectus.*

For KPIs that may have bearing on the basis for the Offer Price, please see "Basis for Offer Price" on page 124 of this Draft Red Herring Prospectus.

Overview

We are one of the largest manufacturers of maize based speciality products in India equipped with an installed capacity of 800 TPD in terms of installed capacity *(Source: F&S Report)*. Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others. Our Company has one of the highest capacity utilization of 93.09% (FY 2024) amongst its peers (*Source: F&S Report*). We are one of the very few companies in the country which specializes in different kinds of modified starches *(Source: F&S Report)*. The modified starch product portfolio includes dextrin, pre-gelatinized starch, thin boiled starch, cationic starch, oxidized starch, and spray starch. (*Source: F&S Report*).

Our Company currently operates out of its production unit in Andhra Pradesh's West Godavari District, Devarapalli. Our Company has established a strong foothold in both domestic and international markets. Our Company has pan India presence, with its products being sold in 14 states and 4 union territories. Over the years, we have exported our products to over 10 countries across South East Asia and Middle East. Additionally, we are a recognised Two Star Export House under the Indian Ministry of Commerce.

Our Devarapalli Facility spread across cumulative area of 2.63 million square feet (approximate 60.29 Acres) is located at Devarapalli in the state of Andhra Pradesh. Our Devarapalli Facility is strategically located with regards to both its proximity to our primary sources of raw materials, such as maize harvesting regions, and their accessibility to ports for exports and to major transport routes, for our finished goods, thus giving us a convenience towards our business operations. Our proximity to the Vizag port has been instrumental in capturing markets in Southeast Asia, significantly boosting our international presence. Our Devarapalli Facility has been duly certified in accordance with FSSAI, FSSC 22000:2018, HALAL, International Standards for Quality Management Systems as per ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, HALAL Indonesia and Kosher Certificate. Our Company has been recently certified as "Great Place to Work" by Great Place to Work, India in the category of Mid-size organisations.

Our speciality products add taste, texture, nutrients and increased functionality to (i) foods as ingredients, thickening agents, stabilizers, sweeteners, emulsifiers and additives (in bakery products, confectionery, pastas, soups, ketchups, sauces, creams, deserts, amongst others), (ii) animal nutrition products as nutritional ingredients, (iii) paper industry to improve bonding strength of paper and paperboards and (iv) other industrial products as disintegrants, excipients, supplements, coating agents, binders, smoothing & flattering agents, finishing agents, among others. *(Source: F&S Report)*

Our major customers include Emami Paper Mills Limited, Tunav Food Products LLP, Singhania Foods International, Prayagh Consumer Care Private Limited, S.A. Pharmachem Private Limited, ALMS Food Private Limited, Shree Vijay Oils, Shri Guru Oil Industries, Vikas Cattlefeed, PT Torabika Eka Semesta, Lotus Essential SDN BHD, and PT. Lamtana Multijaya. We have a history of high customer retention which we believe is built on our successful execution of prior engagements. In six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022, the revenue contribution of our top ten customers was ₹ 1,379.84 million, ₹ 1,859.41 million, ₹ 1,778.22 million and ₹ 1,676.52 million, which accounted for 33.85%, 29.62%, 28.50% and 33.88% of revenue from operations for the respective periods.

The following table sets forth the information on our product mix in terms of revenue contribution in the periods indicated therein:

On the basis of our Restated Financial Statements:

Product	**September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	₹ in million	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**	**₹ in million**	**% of Revenue from Operations**
Starches	2,278.11	55.89	4,014.09	63.93	3,860.60	61.88	3,092.85	62.49
Co-Products	939.26	23.04	1,638.79	26.10	1,592.95	25.53	1,570.28	31.73
Derivatives	586.54	14.40	352.86	5.62	-	-	-	-
Others*	272.03	6.67	272.73	4.35	785.74	12.59	285.92	5.78
Revenue from operations	**4,075.94**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

Others include trading income, export incentive, custom duty drawback amongst others

Key Performance Information

On the basis of our Restated Financial Statements: Our Company's revenue from operations has increased at a CAGR 12.63% to ₹ 6,278.47 million during Fiscal ended March 31, 2024, from ₹ 4,949.05 million during Fiscal ended March 31, 2022 and our Profit after Tax has increased at a CAGR of 8.98% to ₹ 403.37 million during Fiscal ended March 31, 2024 from ₹ 339.65 million during Fiscal ended March 31, 2022.

The table below summarises the Key Performance Indicators (KPIs) for the periods indicated:

As per the Restated Financial Statements

(₹ in million except per share data or unless otherwise specified)

Particulars	**For the six month period ended September 30, 2024***	**Fiscal 2024**	**Fiscal 2023**	**Fiscal 2022**
Financial KPI				

Revenue from Operations(1)	4,075.94	6,278.47	6,239.29	4,949.05
EBITDA(2)	503.30	765.45	567.27	597.49
EBITDA Margin (%)(3)	12.35	12.19	9.09	12.07
Profit after Tax (PAT)(4)	268.50	403.37	325.24	339.65
PAT Margin (%)(5)	6.56	6.41	5.20	6.84
Total Borrowings(6)	2,161.75	2,058.84	1,405.64	819.79
Net worth(7)	2,001.00	1,731.23	1,329.61	1,009.46
Return on Equity (ROE) (%)(8)	13.42	23.30	24.46	33.65
Return on Capital Employed (ROCE) (%)(9)	10.74	18.13	18.71	29.78
Debt - Equity Ratio(10)	1.08	1.19	1.06	0.81
Fixed Assets Turnover Ratio(11)	1.52	2.60	4.89	3.79
Cash Conversion Cycle (in days)(12)	60	80	50	47
Operational KPI				
Total installed capacity in metric tonnes per day(13)	800	800	500	500
Capacity Utilization (%)(14)	93.34	93.09	94.58	91.76
No. of customers(15)	518	756	602	594

** Not Annualized*

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Notes:

1) Revenue from operation means revenue from operations as per the Restated Financial Statements;

2) EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income.;

3) EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations;

4) Profit after Tax (PAT) for the year means the restated profit / (loss) for the year/ period after tax as per the Restated Financial Statements;

5) PAT Margin (%) for the year as a % of total Income is calculated as restated profit / (loss) for the year/ period divided by Total Income;

6) Total borrowings represent sum of current and non-current borrowings;

7) Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;

8) ROE is calculated as PAT divided by net worth;

9) Return on Capital Employed (ROCE) is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (7) above + total current & non-current borrowings– cash and cash equivalents and other bank balances;

10) Debt to Equity Ratio is calculated as total borrowings divided by total equity;

11) Fixed Assets Turnover Ratio is calculated as revenue from operations for the year/ period divided by property, plant and equipment;

12) Cash Conversion Cycle (in days) is calculated as inventory days plus trade receivable days minus Trade payable days. Inventory days are calculated as Inventory divided by cost of goods sold multiplied by 365 days. Trade receivable days are calculated as Trade receivables divided by Revenue from operations multiplied by 365 days. Trade payable days are calculated as Trade payable divided by cost of goods sold multiplied by 365 days;

13) Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day;

14) Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable;

15) No. of customers is the aggregate customers served by the Company

Diversified Sales Channel Ensuring Global Coverage

Our customer base can be broadly classified as follows:

- ***Manufacturers of end products:*** They are manufacturers of end products under their own brand or are contract manufacturers of end product for other organisations. They use our products directly as ingredients/ raw materials in the end product. For e.g. confectionery manufacturers, pharmaceutical formulations manufacturers, edible oil manufacturers, bakery product manufacturers, animal nutrition product manufacturers, adhesive manufacturers, paper products manufacturers, etc.

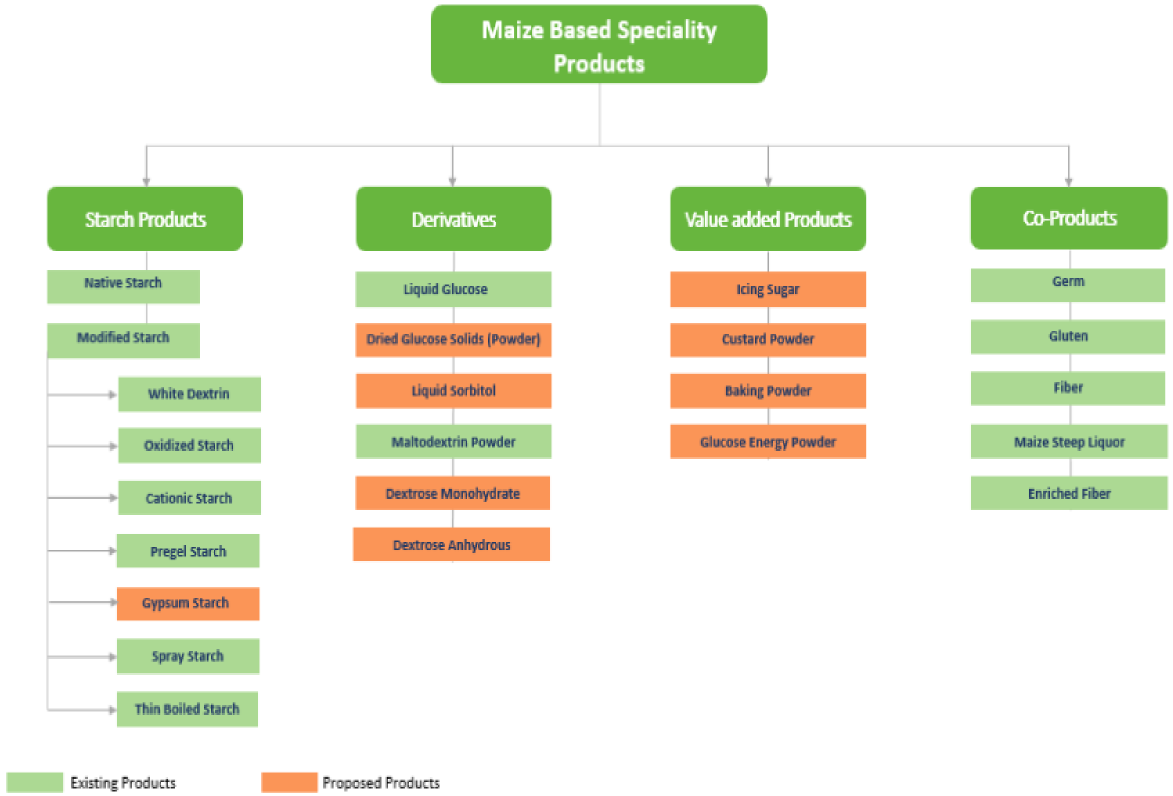
- ***Manufacturers of ingredients / agents / excipients:*** They are manufacturer of ingredients / agents / excipients for their clients who ultimately use these products in their end products meant for consumers.
- ***Distributors / Traders:*** They are stockists of various ingredients and solutions who supply to end user companies / ingredient manufacturers. We sell our products to distributors in bulk as per the specifications provided by them who in turn supply to their customers.

Domestic and Export Sales on the basis of Restated Financial Statements:

Product	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations
Domestic Sales	3,132.76	76.86	4,944.23	78.75	5,108.06	81.87	3,864.22	78.08
Exports Sales	943.18	23.14	1,334.24	21.25	1,131.23	18.13	1,084.83	21.92
Revenue from operations	**4,075.94**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

Broad description of Products and Applications

Our Maize based Speciality Products Offerings (Existing and Proposed) and User Industry



We provide products tailored for the user industry. With our primary focus on quality, we offer a diverse range of solutions to meet the unique needs of our clients in these sectors. Our products cater to various applications within the maize based speciality products industry, including food processing, pharmaceuticals, textiles, and industrial manufacturing.

Product Group	User Industry
Starch and Modified Starch	Textile, Paper, Food, Packaging, Adhesives, Pharmaceuticals, Industrial etc.
Co-Products	Animal Feed, Poultry Feed, Feed Ingredient, Probiotics, Organic fertilizers, Edible Oil etc.
Derivatives	Food, FMCG and Pharmaceuticals

The table below sets forth the information of our speciality products, their description and applications and a broad categorization of the industry they are utilized in:

Product Name	Brief description	Major Applications
Main Products		
Native Maize Starch	Native starch is powder obtained from starchy part of maize	Foods (processed foods, bakery, confectionery), Pharmaceuticals
Modified Maize Starch	Modified Maize starch is prepared by physically, enzymatically, or chemically by treating native starch to change its properties	Pharmaceuticals, Paper, Adhesives, Dyes, Packaging, Textile and Industrial
Modified Starch		
Cationic Starch	Cationic starch is a modified starch. The cationic starches mainly used as wet-end starch	Wet end additives in paper making. It helps in improvement of mechanical strength; better retention of fines and fillers; faster drainage; reduction of waste water pollution
Oxidized Starch	Oxidized starch is a modified starch. It is obtained by treatment of food	Enhances paper appearance and print quality. Provides paper surface

	starch in accordance with good manufacturing practice with sodium hypochlorite	sizing and coating in size press and is widely used as coating binder
White Dextrin	Dextrin is partially hydrolyzed starch, modified by heating in a dry state, with mineral acids as a catalyst under controlled conditions to achieve the desired level of cold water solubility	Textile industry, Food and Pharmaceutical Industry, fireworks, dye stuff and printing, glass fiber industry, insecticides, briquettes paint and distemper etc
Spray Starch	The effect of starch in the wet end is to retard fibres and fines, drainage aid, to enhance the internal sheet strength and the reduction of waste water pollution. In surface sizing, it binds vessel segments and loose fibers for strength, stiffness, and print quality. In coating, it binds fine pigments, enhancing smoothness and gloss for high quality printing	Shows excellent strength properties under a variety of Kraft paper/board paper machines and paper making conditions.
Pre-gelatinized starch	Pre-gelatinization gives native and stabilized starches the ability to form a cold water paste. They develop viscosity without the need for heat which means that the food manufacturer does not need to pre-cook the starch.	Used as a binder and disintegration agent during tablet manufacturing in the pharmaceuticals industries
Thin Boiled Starch	Thin boiling starch is a modified starch formulation with controlled viscosity and extra strong film properties. It helps in improving wax pick, gloss smoothness of paper by forming strong and flexible film on Fiber	Acts as "wet end additive" for increasing the strength of the sheet. It uses in surface sizing improving bursting, folding endurance and tensile strength supplementing the beating operations.
Co-Products		
Germ	Germ is the endosperm of Maize grain, which is a yellow colure seed. It contains oil & kernel as main components. Maize germ is a high energy, very palatable and digestible feed	Used in Animal feed industry and edible oil industry
Gluten	Gluten is protein rich part of the maize which is used as a source of protein, energy and pigments for livestock species including fish	Used in Animal feed & Agro chemicals industry
Fibre	Maize fibre is a mixture of the seed coat and remaining endosperm of the kernel after the extraction of the starch, gluten, and germ.	Used in Cattle & Poultry feed
Maize Steep Liquor	A co-product of maize wet milling process, maize steep liquor is rich in soluble proteins, vitamins and lactic acid, which make it valuable	Used in Animal feed & Pharmaceutical industry
Enriched Fibre	Maize enriched fibre is the pericarp of the maize grain, which is odorless fibre & yellow to light brown in color	Used in Animal feed industry
Derivatives		
Liquid glucose	A clear, viscous, colourless solution with functional properties including viscosity, humectancy, high	Food (confectionary, candies, syrups, bakery, ready to eat sweets), Pharmaceutical

	fermentability, colligative properties, along with imparting sweetness.	
Maltodextrin	A type of carbohydrate commonly derived from starch. Maltodextrin occurs as a white hygroscopic spray dried powder Maltodextrin is produced by the partial hydrolysis of starch, breaking it down into shorter chains of glucose molecules. The resulting powder has a neutral taste and is easily digestible	Food (additives, anti-caking agents, bulking agent, food flavor carrier and in artificial sweeteners), Thickening Agent and Stabilizer, Pharmaceutical and Cosmetic Applications

Key Product Pictures:

Starch	**Modified Starch**
	
Germ	**Fibre**
	
Gluten	**Corn Steep Liquor**
	

Maltodextrin Powder	Liquid Glucose
	

Our Competitive Strengths

1. *One of the largest players, offering a diverse portfolio of maize based speciality products and having high barriers to entry.*
2. *Diversified customer base spread across multiple industries, inherently de-risking the business model.*
3. *Strategically located manufacturing plant well-connected to raw material sources and key consumption markets*
4. *Demonstrated track record of consistently building capabilities and infrastructure, financial performance and growth*
5. *Long-standing relationships with customers*
6. *Well positioned to tap growing opportunities in maize based speciality products industry*

1. *One of the largest players, offering a diverse portfolio of maize based speciality products and having high barriers to entry.*

Our Company is one of the largest manufacturer of maize based speciality products company in India equipped with installed capacity of 800 TPD [*Source: F&S Report*].

Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others.

Our wide range of products, market position, focus on quality, and expanding production capabilities have helped us to build our presence both in India and internationally. Being active in different markets lowers our reliance on any one market and reduces the risk of negative changes in any single region.

The maize based speciality products industry in which we operate has high entry barriers, which include the high capital costs of building manufacturing facilities, the lead time, and building customer confidence and relationships which can only be achieved through a long gestation period, the limited availability of raw materials necessary for manufacturing due to alternative applications of the raw materials, certain level of capacities required for achieving economies of scale, competition from well established players. *(Source: F&S Report)*.

Given the nature of the application of our products and the processes involved, our products are subject to, and measured against, quality standards and product approval systems and specifications and accordingly our Devarapalli Facility has been duly certified in accordance with FSSAI, FSSC 22000:2018, HALAL, International Standards for Quality Management Systems as per ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, HALAL Indonesia and Kosher certificate. We have one of the largest capacities in the Indian maize based speciality products industry and are well headed into a expansion by setting up a Proposed Facility at Madhya Pradesh. (*Source*: *F&S Report).* Post the setting up of the new facility, our Company will have an aggregate capacity of 2000 TPD and is estimated to be the fourth largest maize based speciality product company in India *(Source: F&S).*

Further, sourcing raw maize is a critical aspect of our business operations, requiring a multifaceted approach. This includes cultivating long-term relationships with farmers and traders, to secure large volumes, ensuring proximity to production belts for cost efficiency, optimizing procurement timing and pricing, assessing and grading crop quality, and predicting crop yields based on weather patterns. Achieving success in these areas takes time and creates significant entry barriers for new competitors while fostering trust and reliability within the industry. We believe our management team and experienced personnel possess the skills and expertise necessary to efficiently manage maize procurement.

The Business-to-Business (B2B) nature of our operations also creates substantial exit barriers for our customers. As a result, customers invest significant time and resources in conducting rigorous quality checks and tests on our products. This ongoing commitment to maintaining the highest quality standards ensures that customers are unlikely to frequently switch suppliers, leading to a strong preference for continuity with their existing suppliers.

2. Diversified customer base spread across multiple industries, inherently de-risking the business model.

Our Company specializes in providing a comprehensive range of products, with a focus on manufacturing native and modified maize starches, along with a variety of derivatives and co-products. We are one of the very few companies in the country which specializes in different kinds of modified starches *(Source: F&S Report)*. These products are essential in numerous applications across diverse industries, serving as key components in ingredients, thickening agents, stabilizers, sweeteners, emulsifiers, additives, nutritional ingredients, disintegrants, excipients, supplements, coating agents, binders, as well as smoothing, flattening, and finishing agents, among others.

Our Devarapalli Facility enables us to produce these specialized products efficiently, ensuring we can meet the needs of our customers across various end-user industries. Our growing presence in international markets, with exports reaching over 10 countries, further solidifies our position as a global player. Additionally, our track record in commercializing and scaling up new, diversified product portfolios demonstrates our ability to adapt to market demands and innovate continuously.

Our maize based speciality products finds application in the following industries:

- Paper Industry
- Textile Industry
- Food and Pharmaceutical industries.
- Ingredient of adhesives and abrasives.
- Ore flocculating & Oil well drilling
- Adhesives

Source: F&S Report

The table below presents a breakdown of our Revenue from Operations by various industry segments to which we supply our products, both in absolute terms and as a percentage of Revenue from Operations, for the periods indicated.

On the basis of our Restated Financial Statements:

Industry/ Sector	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations
Food	2,100.45	51.53	2,629.13	41.88	2,228.70	35.72	2,053.95	41.50
Paper	623.93	15.31	1,152.34	18.35	1,293.33	20.73	1,002.89	20.26
Animal Nutrition	515.76	12.65	973.88	15.51	884.78	14.18	875.76	17.70
Others*	835.81	20.51	1,523.12	24.26	1,832.48	29.37	1,016.45	20.54
Revenue from Operations	**4,075.95**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

Others include other industrial applications such as textile, adhesives, pharma, colours amongst others and trading income, export incentive, custom duty drawback.

The growth of our business is directly linked to the expansion in end-user industries, including food and confectionary, animal nutrition, pharmaceuticals, adhesives, personal care, paper, textiles, among others.

Consumption of ingredients derived from maize is expected to rise due to growing demand from developing nations like India for these ingredients in food and beverage, pharmaceutical, and animal nutrition, adhesive, paper and textile industry. Following table notes the growth of end use industries: -

End User Industry	Global (CY 2024-2029) % Growth Rate	India (CY 2024-2029) % Growth Rate
Animal Nutrition	7.52	8.32
Snacks	6.43	9.10
Confectionary	5.95	8.91
Convenience Foods (RTE, Soups)	6.76	9.89
Sauces & Spices	6.61	8.59
Spreads	6.62	6.89
Pharma	5.79	6.94
Paper	3.50	4.50
Apparel (Textile)	2.85	3.67

Source: F & S Report

The increasing demand of maize based speciality products in food and beverages, animal nutrition, pharmaceuticals, adhesives, paper, textiles, etc. from developing economies like India is likely to increase the consumption of these ingredients. (*Source: F&S Report*)

3. Strategically located manufacturing plant well-connected to raw material sources and key consumption markets

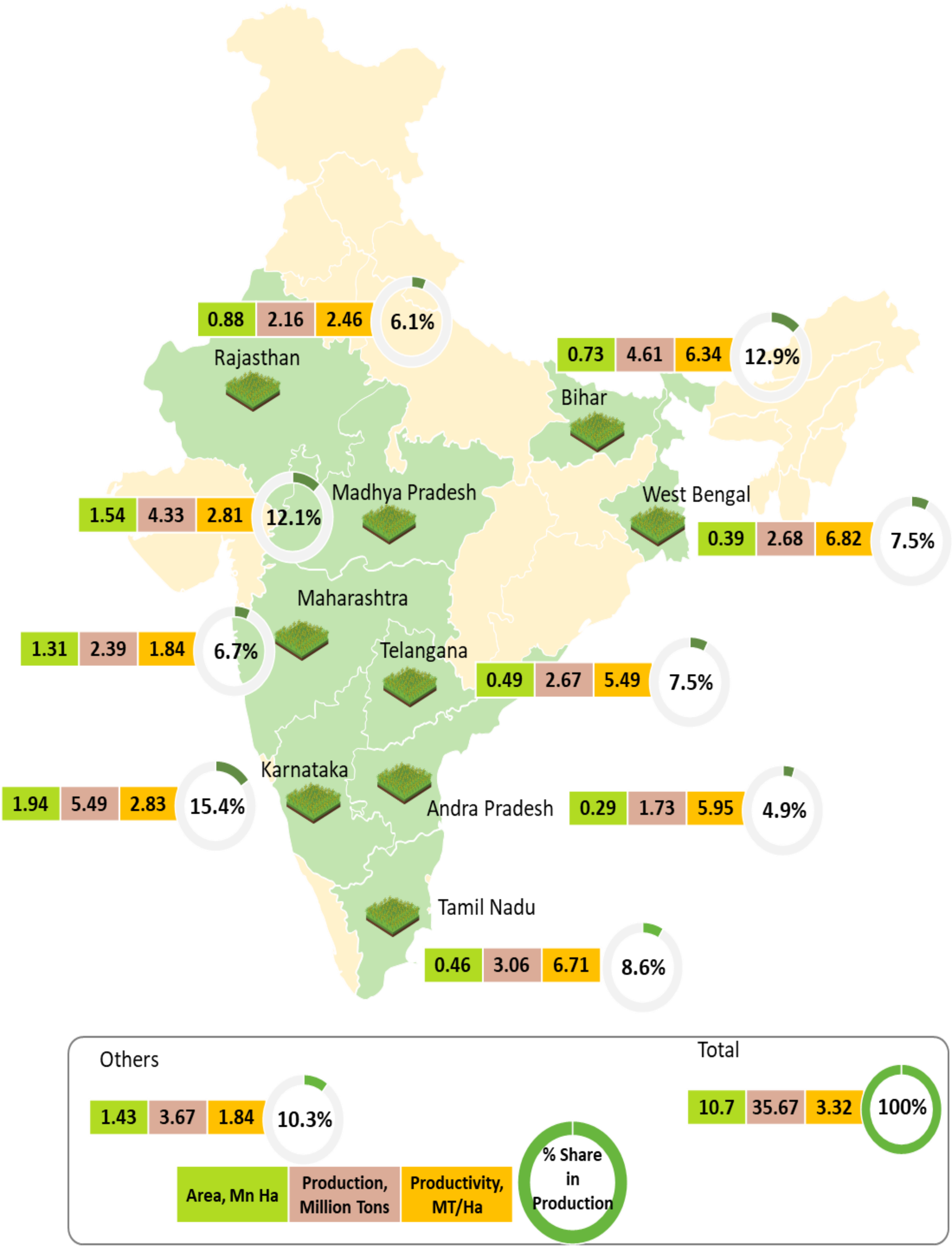
Our Devarapalli facility in Andhra Pradesh, India is a strategically located facility with ample scope for expansion option available to us.

- *Large land with ample scope for future expansion:* Our Devarapalli Facility at Andhra Pradesh having an aggregate land area of 2.63 million square feet (approximately 60.29 acres) and the facility is spread across an aggregate land area of 1.60 million square feet (approximate 36.76 acres) comprising 60.97% of the total land. We have another 1.03 million square feet (approximate 23.53 acres) available for future expansion. This facility has an aggregate installed capacity of 800 tons per day as on September 30, 2024.

- *Abundant Ground Water for Sustainable Operations*: The Devarapalli facility possesses a significant and valuable resource—an abundance of groundwater. This natural wealth provides us with a reliable and sustainable water source, which is a critical asset for maintaining continuous operations. Having plentiful groundwater on-site reduces our reliance on external water supply systems, ensuring we can meet our water needs independently even during periods of drought or municipal restrictions. This self-sufficiency is particularly advantageous for industrial processes that require large volumes of water for cooling, cleaning, or production, as it helps to avoid costly downtime and production delays caused by water shortages. Additionally, the availability of groundwater on our property reduces operational costs associated with purchasing water and helps to mitigate risks related to rising water prices or supply disruptions. Moreover, utilizing this on-site water resource aligns with our commitment to environmental sustainability. It offers a strategic advantage in maintaining business continuity while supporting responsible water management practices.

- *Strategic location:* Our Devarapalli Facility is strategically located less than 100 km from Kakinada port and under 250 km from Visakhapatnam port and 2.5 km from NH16 highway, offering a significant logistical advantage. This proximity to major ports enhances our supply chain efficiency, reduces transportation costs, and facilitates seamless distribution of our products to both domestic and international markets, thereby expanding our global footprint. Positioned near key raw material sources like maize harvesting belts, our facility benefits from efficient and cost-effective ingredient sourcing, minimizing transportation challenges, maintaining raw material quality, and simplifying procurement processes. As per F&S Report, Andhra Pradesh and Telangana account for 12.4% (4.41 million tonnes) of the maize grown in the country. The existing plant location in maize growing state of Andhra Pradesh and Telangana helps in efficiently procuring the raw materials (*Source: F&S Report*). This strategic location is a cornerstone of our operational success, enabling us to optimize resources, streamline processes, and maintain a competitive edge in the starch manufacturing industry.

  State-wise Maize Acreage Production and Productivity in India, 2023-24



(*Source: F&S Report*)

• *Storage Infrastructure*: Our Company has two silos for maize storage having capacity of 10,000 MT each and finished goods storage at our Devarapalli Facility which helps in reducing the costs of handling loses, reduces reliability and dependency on third parties.

Our Company maintains a comprehensive storage infrastructure at the Devarapalli Facility to ensure proper safekeeping and controlled storage of raw materials. This includes a total of two maize storage silos with a combined capacity of 20,000 MT for maize. Additionally, the facility is equipped with maize godown and lean-to-roof sheds, among others, contributing to a total raw material storage capacity of 80,000 MT. For finished goods, the facility offers dedicated storage spaces with a total capacity of 7,500 MT, ensuring smooth operations and optimal material handling throughout the production process.

To have adequate storage facility and maintaining inventory is imperative for our business and to cater to the demand of the customers. Our storage infrastructure plays a pivotal role in ensuring seamless operations. Our storage facilities which include warehouses and silos, we prioritize the safe and efficient storage of our starch-based products at every stage of the production process. These storage facilities are designed to accommodate varying product volumes and specifications, providing ample space for bulk storage and inventory management to cater to the customer demand.

- Co-generation plant

Our Company has recently installed a 3.95 MW cogeneration power plant. This co-generation plant not only ensures a steady power supply, reducing dependence on external sources, but also enhances operational efficiency by utilizing the pressure and temperature differential between steam production and steam utilisation points. This process optimizes resource use, lowers production costs, and minimizes environmental impact. By generating electricity and thermal energy simultaneously, the cogeneration plant supports our commitment to sustainability and operational excellence.

4. Demonstrated track record of consistently building capabilities and infrastructure, financial performance and growth

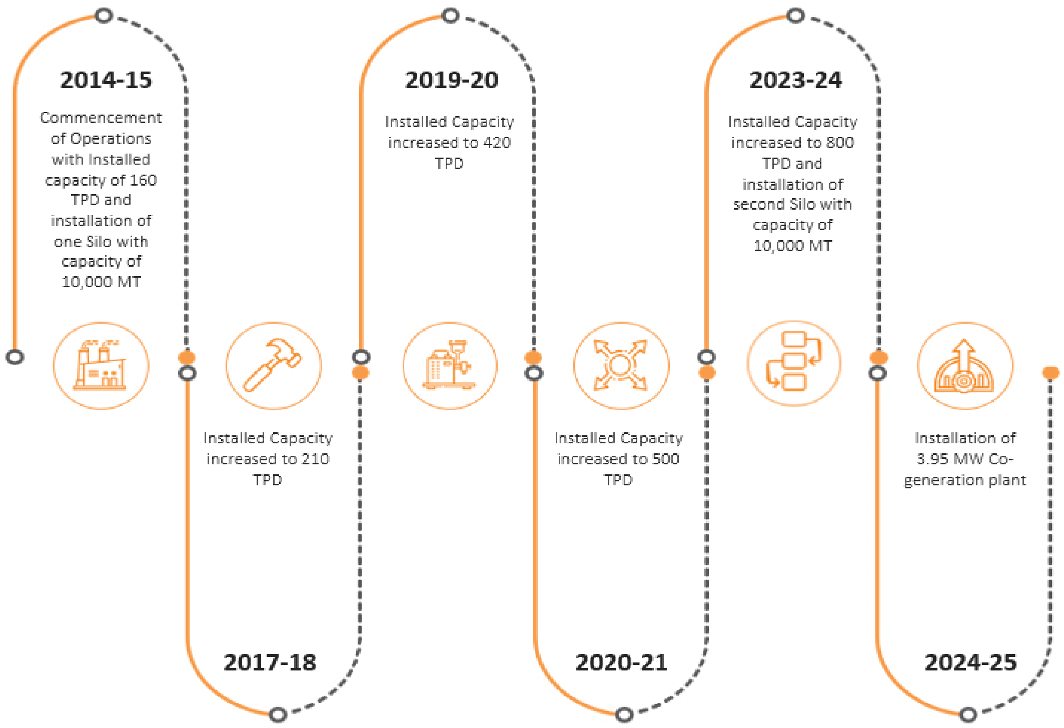
Consistently Building capabilities and infrastructure

As of the date of this Draft Red Herring Prospectus, we operate our manufacturing facility located at Deverapalli, Andhra Pradesh spread over a built-up area of 2.63 millions square feet.

With a steadfast dedication to quality and customer satisfaction, we began operations at our Devarapalli Facility in 2015 with an initial capacity of 160 TPD. During 2018, we had increased this capacity to 210 TPD. In 2020, we continued this growth by doubling our capacity to 420 TPD. In 2021, we further expanded to 500 TPD. Most recently, in 2023, we achieved a significant milestone by reaching a capacity of 800 TPD, solidifying our status as a leading maize based speciality products company [*Source: Company F&S Report*].

As on the date of this Draft Red Herring Prospectus, the annual aggregate installed capacity at our facility is 800 TPD and the capacity utilisation was 93.34% as of September 30, 2024. For more information in relation to the capacity, see "*Our Business– Installed Capacity and Capacity Utilisation*" on page 244. Our Company has one of the highest capacity utilization amongst its peers in the industry in FY 2024. (*Source: F&S Report*).

The following chart shows our continuous ability in building capacity over the years:



For the six month period ended September 30, 2024 and Fiscal 2024, 2023 and 2022, our capital expenditure (i.e. payments for acquisition of property, plant and equipment and intangible assets (including capital work in progress, intangible assets under development and capital advance)) was ₹ 808.69 million, ₹658.19 million and ₹ 52.37 million and our gross block (i.e. cost of property, plant and equipment, capital work-in-progress, cost of intangible assets and intangible assets under development) was ₹ 2,949.29 million, ₹ 2,147.64 million and ₹1,489.45 million as at March 31, 2024, 2023 and 2022, respectively. Around 24.09% of our gross block (i.e. cost of property, plant and equipment, capital work in-progress, cost of intangible assets and intangible assets under development) as of March 31, 2024, was a result of our capital expenditure made between Fiscal 2022 and Fiscal 2024. Upgradation to modernize our manufacturing facilities, infrastructure, machines, and equipment has helped us to offer diverse products, reduce operating costs and drive productivity. Our experience of strategically adding capacity coupled with our commitment to capital efficiency has resulted in recording one of the highest PAT margins among peers in Fiscal 2024.

We believe that our significant manufacturing capacities act as an entry barrier for other manufacturers that do not currently have such similar in-house manufacturing capabilities, coupled with our capital expenditure over the years has positioned us well to take advantage of emerging growth opportunities.

Financial Performance and growth

We have experienced sustained growth in various financial indicators including our revenue, profitability, cash flows and returns as well as consistent improvement in our balance sheet position in the last three Fiscals, wherein we have seen an increase in our net worth. We have demonstrated consistent growth in terms of revenues and profitability. Our revenue from operations has increased at a CAGR of 12.63% from ₹ 4,949.05 million in Fiscal 2022 to ₹ 6,278.47 million in Fiscal 2024 while our profit after tax has grown at a CAGR of 8.98% from ₹ 339.65 million in Fiscal 2022 to ₹ 403.37 million in Fiscal 2024, on the basis of our Restated Financial Statements. The value of our exports has grown at a CAGR of 10.90% from ₹ 1,084.83 million in Fiscal 2022 to ₹ 1,334.24 million in Fiscal 2024, on the basis of our Restated Financial Statements. We believe that our financial performance reflects the efficacy of our operations.

5. Long-standing relationships with customers

Our experience in maize based speciality products has contributed significantly to our efforts to establish our relationships with customers. We had served 518, 756, 602 and 594 customers during six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022 respectively. We have also established long term relationships where 246 customers had placed repeat orders with us in each of the previous three Fiscals.

In addition to producing quality products, we believe that our customer loyalty has been earned by:

- approachable management addressing their concerns and relationships developed by our marketing team headed by Arul Rajendran;
- nurturing customer centric culture that focuses on quality assurance and performance standards;
- With an emphasis on environmental and sustainability focused measures and practices
- adhering to customer demand and specification
- efficient business relation and marketing

Diversified Customer Base: Over the years, we have also diversified our customer base across the food, paper, animal nutrition and other industrial application pharmaceuticals, textile, personal care, adhesives amongst others.

We have commenced our business operations in 2015. We have derived a significant portion of our revenue from operations from orders received from repeat customers. The following table summarizes the number of repeat customers with longstanding relationships for the years:

Particulars	**Six month period ended September 30, 2024**	**Fiscal 2024**	**Fiscal 2023**	**Fiscal 2022**
No. of repeat customers	399.00	423.00	353.00	310.00

Set forth below is our revenue from such customers in the six month period ended September 30, 2024, and the Fiscals 2024, 2023 and 2022:

Particulars	**Six month period ended September 30, 2024**		**Fiscal 2024**		**Fiscal 2023**		**Fiscal 2022**	
	(₹ in million)	**% of our revenue from operations**	**(₹ in million)**	**% of our revenue from operations**	**(₹ in million)**	**% of our revenue from operations**	**(₹ in million)**	**% of our revenue from operations**
Revenue from repeat customers	3,644.81	89.42	5,345.12	85.13	5,468.20	87.09	4,252.05	85.92

6. *Well positioned to tap growing opportunities in maize based speciality products industry*

Our established market position in the industry is a reflection of our vast experience, large capacities and lasting customer relationships, which enables us to tap the large potential and opportunities in our existing and future products. Below are the factors driving the growth in Indian Maize based Speciality Products:

- Major Producer of Maize
- Low Production costs
- Export Opportunities
- Growth of end use industries
- Emerging new applications

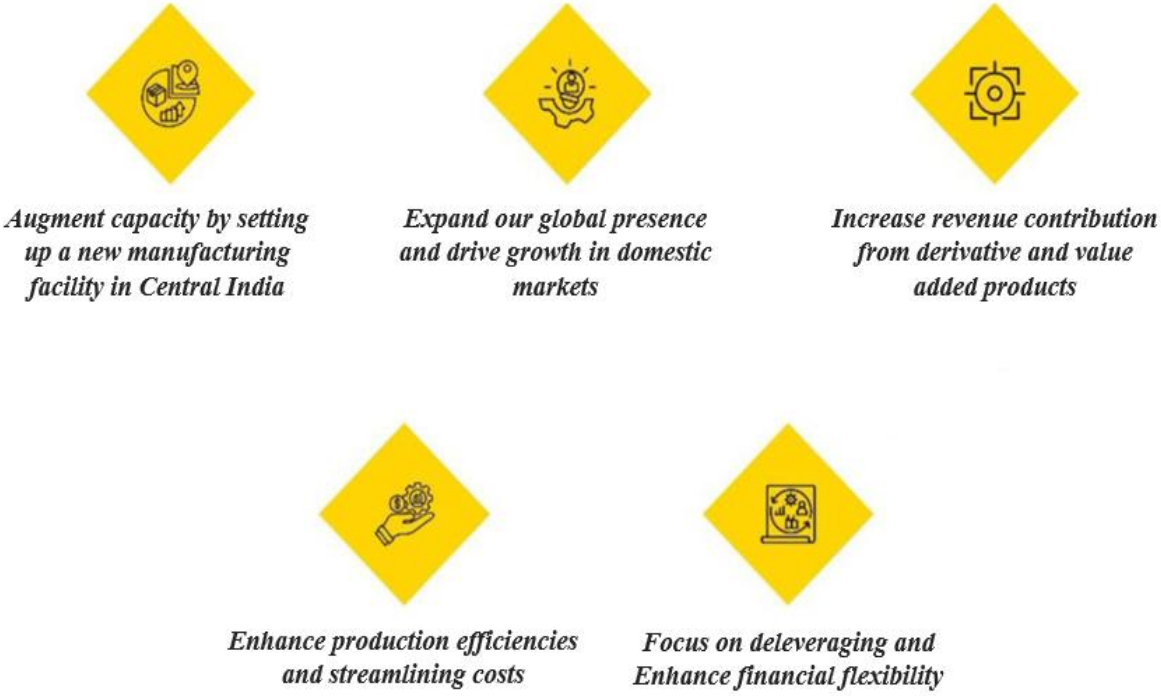
(*Source: F&S Report)*

India is the major producer of maize globally with 4th largest maize production. Additionally, India grows non-GMO maize which is the biggest advantage when it comes to demand fulfillment of non-GMO maize for starch manufacturing. Currently 10-13% of the maize produced in India is used for starch manufacturing. Raw material is the major component in manufacturing maize starch. As maize is available within the country, cost of procuring raw material is low as compared to countries which import maize for starch production. Also cost of labor is cheaper as compared to developed countries which reduces the overall cost of production. (*Source: F&S Report*)

Starch has multiple uses across industries. According to F&S Report, food industry is the largest consumer of starch and its derivatives. Starch is used in making of western breakfast, pudding, salad dressings, noodles, pasta, gravies, and sauces. Sweetener such as liquid glucose is major ingredient in confectionary, candies, gums, cakes, pastries, and other sweet items. Paper industry is one of the key industries where industrial starches is used in large quantities. Cardboard paper uses significant quantities of modified starches, actively and in processing. Starch is also used for manufacturing adhesives. Native and modified starch is used in pharma industry as a tablet and capsule diluent, an excipient, a tablet and capsule disintegrant, as binder or as a glidant. Thus, demand for Maize starch and its derivatives have diversified applications boosting its demand

India has excess of maize starch production capacity which aids in the country ability of being the top exporter of maize starch globally. India accounted for 17.3% (on value basis) & 27.1% (on volume basis) of world's maize starch exports for the year 2023. (Source: *F& S Report*) Being strategically located close to the raw material sourcing belt as well as the ports for its exports, our Company can leverage the growth opportunities in the industry.

Our Strategies



1. *Augment capacity by setting up a new manufacturing facility in Central India*

We currently operate a manufacturing facility in Devarapalli, Andhra Pradesh producing maize based speciality products with an existing installed capacity of 800 TPD (Source: F&S). We have one of the highest capacity utilizations ~93.09% (FY24) amongst its peers in the industry (Source: F&S)**.** To meet the increasing demand from both current and new customers to increase sales in the existing markets and to penetrate new markets, we intend to establish a new facility in Madhya Pradesh to manufacture products such as native starch and co-products. This expansion will involve the construction of factory buildings and installation of machinery, equipment, and utilities to increase our installed capacities by a proposed 1,200 TPD, as detailed in the *'Objects of the Issue'* section on page 103 of this DRHP. The Madhya Pradesh facility will cover approximately 109.80 acres (8.2 million square feet). The estimated cost of this set up is ₹ 3,471.71 million, as outlined in the TEV Report dated October 30, 2024 prepared by Dun and Bradstreet Information Services India Private Limited.

Expanding our manufacturing capacities by establishing a new facility, as detailed in the "*Objects of the Issue*" on page 103 of this DRHP, is a strategic priority that will significantly enhance our competitive position within the maize based speciality product industry. This expansion is crucial for driving revenue growth, increasing production capacity, and capitalizing on new market opportunities.

By augmenting our manufacturing capacities through setting up the Proposed Facility, we seek to leverage economies of scale, optimize production efficiency, and enhance our ability to meet the evolving needs and demands of our customers by enhancing our production capacity. Additionally, by strategically setting up a Proposed Facility with advanced technology and modern infrastructure, we can improve production capabilities, product quality, and operational flexibility, thereby strengthening our competitive advantage in the market.

Over time, the starch market has grown on a global scale. In last 5 years, from 2019 compound annual growth rate (CAGR) of 3.64% has been seen in the starch market where it is estimated to be valued at USD 47,210.2 Million in 2024E. The market expansion is a result of rising consumer demand for foods that can be consumed on-the-go, i.e., ready to eat and rising starch usage in the bakery and confectionery industries. With a revenue share ~55-62%, the food and beverage industry is by far the largest market for maize starch. Paper, Textile, Pharmaceuticals, and Animal

Nutrition are further significant markets. The market is expected to grow by CAGR 4.21% till 2029 with the expected valuation of USD 58,021 Million. (Source: *F&S Report*).

The Indian market for maize starch is valued at USD 3,292.8 Million in 2024E and is expected to reach USD 4,210 Million by 2029F (Source: *F&S Report*).

Below table sets forth the outlook for maize based starch in terms of volume and value for India and Global markets:

Starch	**Volume**			**Value**		
	2024E (million tons)	**2029F (million tons)**	**CAGR(%)**	**2024E (million USD)**	**2029F (million USD)**	**CAGR (%)**
India	7.6	9.60	4.77	3,292.80	4,210.00	5.04
Global	88.5	107.10	3.90	47,210.20	58,021.40	4.21

(*Source: F&S Report*)

With the proposed expansion, our aggregate installed capacity would increase to 2,000 TPD. As per Frost & Sullivan Report, once the proposed expansion is commissioned, our Company is expected to become the fourth largest manufacturer of maize based speciality products in India by installed capacity. The proposed expanded capacity is estimated to commence commercial manufacturing from April, 2026 as per the Company commissioned TEV Report dated October 30, 2024 prepared by Dun & Bradstreet Indormation Services (India) Private Limited.

Furthermore, the setting up of a new manufacturing plant presents an opportunity to expand our geographic footprint and penetrate new markets. By strategically locating the new facility in key regions, we can capitalize on emerging market opportunities and gain a competitive edge. This strategic expansion enables us to diversify our customer base, further reduce dependence on any single market segment, and further mitigate risks associated with market concentration.

2.Expand our global presence and drive growth in domestic markets

Over the last few years, we have increased our export sales. Currently we export our products to over 10 countries across South East Asia and Middle East. Countries like Indonesia, Malaysia, Vietnam, and Thailand have been our top export destinations by revenue. Our revenue from exports as a % of Revenue from Operations has increased to 21.25% during Fiscal 2024 from 18.13% during Fiscal 2023 on the basis of our Restated Financial Statements. For FY22, FY23, FY24, on value basis, our Company accounted for ~ 3.51% (9th largest), 3.07% (9th largest) & 3.21% (6th largest) share respectively in maize starch exported from India. From April 2024 to Sep 2024, the export share of PBL for maize starch on value basis accounted for 5.5% which was 4th largest. (Source: *F&S Report*).

Asia Pacific (APAC) is estimated to account for 17.1 million tons, or 27.3%, of the world market for native starch in 2024E. In addition, it is anticipated that the APAC region will expand at a 3.77% CAGR and will account for about 20.5 million tons of native maize starch by 2029F. Malaysia & Indonesia are the largest importers of maize starch globally. South America and Middle east and Africa region are estimated to account for 2.6 million tons & 0.6 million tons in global native maize starch industry (*Source: F&S Report*)

The demand for modified starch has increased due to globalization and the ensuing changes in lifestyle that have led to a rise in the consumption of ready-to-eat and convenience meals in many countries, particularly in Asia's booming markets. (*Source: F&S Report*)

With a view to further diversify our customer base and increase our market share, we intend to augment our sale into new geographic markets such as Europe, Africa and further penetrate into Middle East. We intend to achieve this by having dedicated sales and marketing teams to serve these markets better and on real-time basis.

Moreover, by establishing the Proposed Facility in Madhya Pradesh with a 1200 TPD capacity, we intend to increase our market share and expand our presence, effectively tapping into the growing demand in domestic markets. This strategic move will not only enhance our ability to serve existing customers more efficiently but also position us to capture new opportunities, solidifying our foothold in key regions across the country. The Proposed Facility in Madhya Pradesh will enable us to scale up production, meet increasing customer requirements, and ultimately strengthen our competitive edge in the rapidly evolving market landscape.

3.Increase revenue contribution from derivative and value added products

Derivative and Value Added Products:

Maize based derivatives are generally high margin products than native starches and find applications in specialised industries like pharmaceuticals, food, personal care, flavours and fragrances, among others. On the basis of our Restated Financial Statements, our revenue contribution from derivatives for the six month period ended September 30, 2024 and Fiscal 2024 has been 14.39%, and 5.62% respectively. To address the growing demand and increase the market share in derivatives, we plan to add more derivative and value added products products such as liquid sorbitol, dextrous monohydrate and dextrose anhydrous. This would increase our contribution from sale of derivatives and increase our margins going forward.

As per Frost & Sullivan Report, the Global and India market size in value terms and CAGR for maize based derivatives is estimated as following:

Particulars	India		Global	
	2024E	2029E	2024E	2029E
Derivatives *(in USD Million)*	735.44	935.08	8,727.08	10,743.6
CAGR(%)	-	4.92	-	4.25

Additionally, we aim to broaden our market reach by targeting new geographic regions and customer segments for our derivative and value added products. By focusing on high-growth markets with favorable regulations and consumer preferences for natural and sustainable products, we plan to accelerate revenue growth and capture additional market share.

Value Added Products

To address the growing demand in value added products, we also plan to focus and manufacture value added products such as icing sugar, custard powder, baking powder, glucose energy powder to increase our product portfolio.

As per Frost & Sullivan Report, the global and India market size in value terms for maize based value added products is estimated as following:

Particulars	India		Global	
	2024E	2029E	2024E	2029E
Value added products *(in USD Million)*	749.30	1032.90	9702.70	13,336.10
CAGR(%)	-	6.63	-	6.57

In summary, our strategy for increasing revenue from the derivative and value added products segment emphasizes our focus on product differentiation and market diversification, we aim to unlock new growth opportunities, enhance our competitive edge, and deliver significant value to our customers and shareholders in the evolving starch industry landscape.

4.Enhance production efficiencies and streamlining costs

To maintain or increase production efficiencies, our approach is centered on process optimization, automation, and cost control measures. We leverage advanced technology to enhance product quality and standardize processes. In recent years, automation has been introduced across the complete manufacturing process, improving yields and minimizing downtime, which has significantly enhanced plant efficiency. Standardizing quality control and optimizing resource utilization have also enabled us to maintain consistent product output while collaborating closely with suppliers to improve cost-effectiveness and reliability. Additionally, we have implemented energy-efficient practices such as setting up a 3.95 MW co-generation plant at our Devarapalli unit, which is expected to reduce power costs starting Fiscal 2025.

We have automated key processes using advanced machinery, optimizing machining lines to perform multiple processes simultaneously, thereby reducing manpower costs and material input. These upgrades have been critical in ensuring that we remain competitive by keeping operational expenses low. In Fiscal 2023, we installed a 1,600 kVAR hybrid automatic power factor correction system and introduced temperature controllers in cooling towers to enhance energy efficiency across our Devarapalli Facility.

5.*Focus on deleveraging and enhance financial flexibility*

We intend to reduce our borrowings and our debt to equity ratio. As at six month period ended September 30, 2024 and financial years ended March 31, 2024, March 31, 2023, and March 31, 2022, our total fund based borrowings (including current maturities of non-current borrowings & interest accrued on borrowings under other financial liabilities) were ₹ 2,161.75, ₹ 2,058.84 million, ₹ 1,405.64 million and ₹ 819.79 million, respectively. We intend reduce our borrowing and accordingly, to utilise a portion of the Net Proceeds for the repayment of loans aggregating to ₹ 850 million. For further details, see "*Objects of the Offer*" on page 103. As part of our strategic initiatives, we intend to deleverage our Company through repayment or pre-payment of existing debt. Such repayment/ pre-payment will help us reduce a portion of our outstanding indebtedness and debt servicing costs, assist us in maintaining a favourable debt to equity ratio and enable utilisation of our internal accruals for further investment in business growth and expansion. In addition, the improvement in the debt-to-equity ratio of our Company is intended to enable us to raise further resources in the future to fund potential business development opportunities and plans to grow and expand our business in the future. As our operations grow further, we may also seek opportunities to maintain an efficient capital structure with high balance sheet flexibility.

The strategies of our Company listed above have been adopted by a resolution passed by our Board on November 7, 2024.

Raw Material and Suppliers

The principal raw material required for manufacturing the Company's products is 'maize'. Our Company is dependent for its raw material requirement on farmers and traders. In addition to maize, certain other consumables and chemicals are also used during the manufacturing process by the Company.

As per the Restated Financial Statements, the Company's cost of raw material procured from farmers and traders/ agents for the period ending September 30, 2024, Fiscals 2024, 2023 and 2022 is provided below.

Particulars	September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of total purchases	₹ in million	% of total purchases	₹ in million	% of total purchases	₹ in million	% of total purchases
Farmers	142.87	5.08	262.98	5.27	26.96	0.62	199.06	5.83
Traders/ Aggregators/ Agents/ Others	2,671.76	94.92	4,728.34	94.73	4,287.04	99.38	3,214.95	94.17
Total Purchases	**2,814.63**	**100.00**	**4,991.32**	**100.00**	**4,314.00**	**100.00**	**3,414.01**	**100.00**

All the raw material suppliers of our Company are domestically located and our Company does not procure any raw material from suppliers located overseas. Further, our Company does not enter into any contracts / agreements with its raw material suppliers. For further, details, please refer to "*Risk factors no. 1 - Any fluctuation in the raw material prices may adversely affect the pricing of our products and may have an impact on our business, results of operation, financial condition and cash flows.'* in the chapter titled '*Risk Factors*' on page 35 of this DRHP.

The details of top five (05) and top (10) raw material suppliers vis-à-vis our total purchases as per our Restated Financial Statements are set out below.

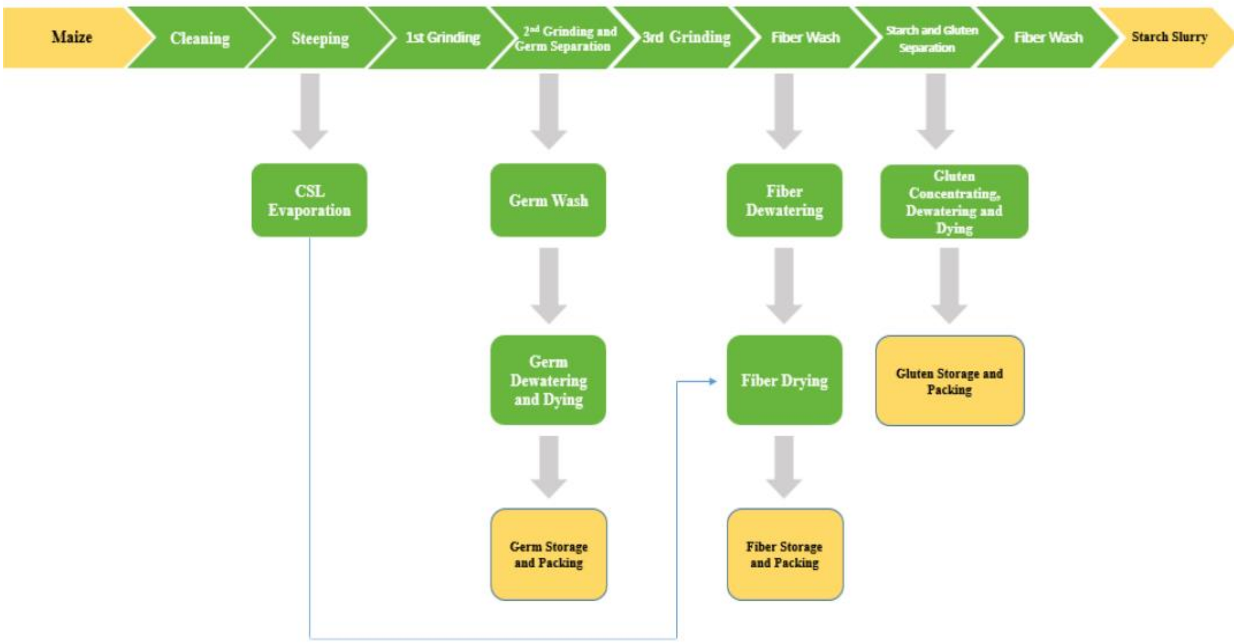
Particulars	September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of total purchases	₹ in million	% of total purchases	₹ in million	% of total purchases	₹ in million	% of total purchases
Top five (5) suppliers	1,184.79	42.09	1,743.47	34.93	1,737.25	40.27	1,501.24	43.97

Top ten (10) suppliers	1,587.08	56.39	2,284.86	45.78	2,625.16	60.85	2,000.09	58.58

The following table provides a breakdown of our top-10 suppliers that constituted more than 50% of our total supplies for the six month period ended September 30, 2024:

Sr. No.	Name of the Supplier	% of materials supplied
1.	Manikyam Agro Processors Private Limited	15.06%
2.	Suguna Holding Private Limited	12.72%
3.	Perimdevi Farm Products Pvt Ltd	5.73%
4.	Kanakadurga Traders-Maize	4.30%
5.	Vasavi Traders-Khammam	4.29%
6.	Vijaya Bhaskara Traders & Commission Agents	3.61%
7.	Venkata Sai Laxmi Traders	3.26%
8.	Dhanalaxmi Traders-Khammam	2.75%
9.	Payal Traders - OD	2.37%
10.	Manchana Srinivas(Maize)	2.30%

Manufacturing process of Maize based speciality products



Capacity and capacity utilisation

Information relating to our manufacturing facility and the historical maize crushing installed capacity and capacity utilisation of our Devarapalli Facility included in this Draft Red Herring Prospectus is based on various assumptions and estimates of our management that have been taken into account by Gudiseva Prabhakar Rao, Chartered Engineer, by certificate dated October 10, 2024. The following table sets forth our installed capacity, actual utilisation and capacity utilisation for our Devarapalli Facility for six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022.

Period	Installed capacity in tonnes (TPA)*	Actual Utilisation in tons (TPA)	Capacity Utilisation (%)
Fiscal 2022	1,75,000	1,60,587	91.76
Fiscal 2023	1,75,000	1,65,515	94.58
Fiscal 2024	2,09,500	1,95,015	93.09
September 30, 2024#	1,28,000	1,19,475	93.34

**Assuming 350 days in a year.*
 # 160 days have been considered for this period to synchronisation of 3.95MW co-generation plant to the existing plant and plant maintenance.

Quality Control and Assurance

We are committed to maintaining quality standards at all steps of the manufacturing process of our products, from procurement of the raw materials/ components to supply of our products. We have dedicated quality assurance teams who ensure compliance with our quality management systems and statutory and regulatory compliances. Quality has always been a focus area for management and is part of our organizational corporate goals. Our Manufacturing Facility spread across cumulative area of 2.63 million square feet (approximate 60.29 Acres) are located at Devarapalli in the state of Andhra Pradesh. Our Devarapalli Facility has been duly certified in accordance with FSSAI, FSSC 22000:2018, HALAL India, International Standards for Quality Management Systems as per ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, HALAL Indonesia and Kosher Certificate. For further details, pertaining to our product and quality related approvals and certifications please refer to chapter titled "*Government and other Statutory Approvals*" on page 391 of this DRHP.

Utilities

Electricity and Water

Our manufacturing process require an uninterrupted and constant power supply. Adequate and cost-effective supply of electrical power and water is critical to our manufacturing processes critical. Additionally, the electricity needs of our Company's manufacturing facilities are met through the state electricity board. We obtain water from our underground water supply, which undergoes treatment in our reverse osmosis (RO) water treatment plant. Cogeneration power plant has been established to take advantage of the steam pressure differential between generation and consumption points and its yielding results.

Human Resource

We are dedicated to the development of the expertise, skill sets and know-how of our employees and labourers. As on September 30, 2024 we had 362 employees. The following table provides information about our permanent employees, as of September 30, 2024:

Departments	Employees*
Accounts	11
Admin	36
Civil and Projects	9
Electrical	20
Mechanical	45
Production	184
Purchase and Procurements	18
Quality Application and Quality Check	26
Sales and Logistics	13
Total	**362**

** Excluding our Directors and KMP's*

Our employees are not unionised into any labour or workers' unions and have not experienced any major work stoppages due to labour disputes or cessation of work in Fiscals 2024, 2023, 2022.

Our Company regularly conducts: (1) training for fire and safety drills, for our employees; (2) technical training for our workers; and (3) soft skill training sessions for our worker and engineers. Our Company has established health centres at our Devarapalli Facility, which deal with day-to-day health problems, minor injuries and periodic checkups. Our workers are also covered under specific accident insurance schemes and group health insurance schemes, which provide cover in the event of injuries or death sustained in course of employment

Intellectual Property

As on date of this Draft Red Herring Prospectus, our Company has the following trademarks:

Sr. No.	Particulars	Registration Status	Trademark Number	Trademark Type	Class	Date of Expiry
i.	PARAMESU	Registered	4202129	DEVICE	30	June 10, 2029
ii.	PARAMESU BIOTECH LIMITED	Formalities Check Pass	6604770	DEVICE	30	-

Competition

We face competition from global as well as domestic players in the industry segment in which we operate. We try to remain competitive by seeking to understand the markets in which we operate in better and identify emerging opportunities. We believe that our consistent tracking of markets, developing new products, increasing capacities and our consistent interaction with our customers is a key to our competitiveness and these factors inter alia enable us to anticipate the needs of our customers. Further, some of the end-use industries in which we operate are not easy to break-into due to high entry barriers. Our global competitors vary in size, and may have greater financial, manufacturing, marketing, personnel and other resources than us and certain of our global competitors have a longer history of established businesses and reputations in the industry in which we operate. Competitive conditions in some of our product segments may cause us to realise lower net selling prices and reduced gross margins and net earnings. Changes in the identity, ownership structure, and strategic goals of our global competitors and the emergence of new competitors in our industry may impact our financial performance. For further details on our competition, please see section titled "*Industry Overview*" on page 141 of this DRHP.

Information Technology

We rely on information technology infrastructure in order to maintain consistency in production chain and safeguard our operations. We have implemented Tally Prime across our operations to streamline our record keeping and track our business operations on real-time basis pursuant to which various financial, analytical and MIS reports are generated. Further, this system also enables us to track timely procurement of raw materials, payment to vendors and contract suppliers, and receivables from customers.

Insurance

Under the restrictive covenants imposed by the financial institutions and also as a good business practice we maintain insurance covering hazards, like marine cargo open policy, vehicle insurance policy, standard fire and special perils and group health insurance policy.

Environment, Health, Quality and Safety

Our manufacturing processes and activities are subject to the environmental laws and regulations of India, which govern, among other things, air emissions, waste water discharges, the handling, storage and disposal of hazardous substances and wastes, the remediation of contaminated sites, natural resource damages, and employee health and employee safety. We aim to comply with applicable health and safety regulations and other requirements in our operations and have adopted an occupational health and safety policy that is aimed at, inter alia, complying with applicable environmental laws and regulations and voluntary commitments, providing a healthy and safe work environment, effectively communicating with facility employees. Additionally, our Devarapalli Facility is covered by dedicated green land aggregating to 27.95 acres. For information regarding applicable health, safety and environmental laws and regulations, see "*Key Industrial Regulations and Policies*" on page 249 of this DRHP.

Corporate Social Responsibility

We have constituted a CSR committee of our Board of Directors and have adopted and also formulated a CSR policy, pursuant to which we carry out our CSR activities which includes distribution of groceries, vegetables, and clothing to those in need, and we have mobilized resources to enhance rural sanitation with our Swachh KOSH program. Our contributions also include donating medical buses and kits for TB patients to support healthcare, and setting up RO plants, water coolers, and providing wooden furniture to schools in tribal communities. Additionally, we empower women by distributing sewing machines, support sports by constructing basketball courts and providing sports kits, and uplift women's cricket. We also contribute stationery and books to underprivileged students. As per our Restated Financial Statements, our CSR expenditure for the Fiscals 2024, 2023 and 2022 and six month period ended September 30, 2024 was ₹ 2.89 million, ₹ 6.51 million, ₹ 1.72 million and ₹ 1.48 million respectively.

Our Properties

Address	Owned/ Leave and License	Use	Tenure
R.S No – 972, 3rd KM on Gopala Puram Road,	Owned	Registered and Corporate Office and Factory Use	-

Deverapalli, West Godavari, Andhra Pradesh – 534313, India.			
D.NO.81-42-01,5th Floor Venkateswara Nagar, JN Road, Rajahmundry – 533 103, Andhra Pradesh, India	Leave and License	Administrative Purposes	Tenure: 3 years 01/12/2023 to 01/12/2026
D.NO.81-42-01,4th Floor Venkateswara Nagar, JN Road, Rajahmundry – 533 103, Andhra Pradesh, India	Leave and License	Administrative Purposes	Tenure: 11 months 01/10/2024 to 01/08/2025

KEY REGULATIONS AND POLICIES

The following description is a summary of certain key statutes, rules, regulations, notifications, memorandums, circulars and policies which are applicable to our Company and the business undertaken by our Company.

The following description is a summary of certain key statutes, rules, regulations, notifications, memorandums, circulars and policies which are applicable to our Company and the business undertaken by our Company.

The information detailed in this chapter, is based on the current provisions of key statutes, rules, regulations, notifications, memorandums, circulars and policies, as amended, and are subject to future amendments, changes and/or modifications. The information detailed in this chapter has been obtained from sources available in the public domain. The regulations set out below may not be exhaustive and are only intended to provide general information to the investors and are neither designed nor intended to substitute professional legal advice. The statements below are based on the current provisions of Indian law, and remain subject to judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions.

Taxation statutes such as the Income Tax Act, 1961, the Customs Act 1962, the relevant goods and services tax legislation statutes apply to us as it does to any other company. For details of government approvals obtained by our Company, see "Government and Other Statutory Approvals" on page 391.

Industry specific laws

The Food Safety and Standards Act, 2006 ("FSSA") and the regulations framed thereunder

The FSSA was enacted on August 23, 2006 repealing and replacing the Prevention of Food Adulteration Act, 1954. The FSSA pursues to consolidate the laws relating to food and establish the Food Safety and Standards Authority of India ("FSSAI") for laying down scientific standards for articles of food and to regulate their manufacture, storage, distribution, sale and import to ensure availability of safe and wholesome food for human consumption, and for matters connected therewith or incidental thereto. The standards prescribed by the FSSAI include specifications for food additives, flavourings, processing aids and materials in contact with food, ingredients, contaminants, pesticide residue, biological hazards and labels. Under the provisions of the FSSA, no person may carry on any food business except under a license granted by the FSSAI. The FSSA sets forth the requirements for licensing and registering food businesses in addition to laying down the general principles for safety, responsibilities and liabilities of food business operators. The FSSAI has also framed, among others, the following food safety and standards regulations in relation to various food products and additives:
- Food Safety and Standards Rules, 2011
- Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011
- Food Safety and Standards (Food Recall Procedure) Regulations, 2017
- Food Safety and Standards (Packaging and Labelling) Regulations, 2011
- Food Safety and Standards (Food Products Standards and Food Additives) Regulations, 2011
- Food Safety and Standards (Prohibition and Restriction on Sales) Regulations, 2011
- Food Safety and Standards (Contaminants, Toxins and Residues) Regulations, 2011
- Food Safety and Standards (Packaging) Regulations, 2018
- Food Safety and Standards (Labelling and Display) Regulations, 2020

For enforcement, under the FSSA the 'commissioner of food safety', 'food safety officer' and 'food analyst' have been granted with detailed powers of seizure, sampling, taking extracts and analysis. Penalties are levied for various defaults such as for selling food not of the nature or substance or quality demanded, sub-standard food, misbranded food, misleading advertisement, food containing extraneous matter, for failure to comply with the directions of Food Safety officer, for unhygienic or unsanitary processing or manufacturing of food, for possessing adulterant. Apart from the penalties, there are punishments prescribed for selling, storing, distributing or importing unsafe food, for interfering with seized items, for providing false information, for obstructing or impersonating a Food Safety officer, for carrying out a business without a licence and for other subsequent offences.

The FSSA also contains the provision for offences by the companies. Further, the Food Safety and Standards Rules, 2011 ("FSSR") which have been operative since August 5, 2011, provide, among other things, the qualifications mandatory for the posts of the 'commissioner of food safety', 'food safety officer 'and 'food analyst', and the procedure for taking extracts of documents, sampling and analysis.

The Legal Metrology Act, 2009 ("Legal Metrology Act")

The Legal Metrology Act, along with the relevant rules, establishes and enforces standards of weights and measures, regulates trade and commerce in weights, measures and other goods which are sold or distributed by weight, measure or numbers. Any transaction relating to goods or a class of goods shall be as per the weight, measurements or numbers prescribed by the Legal Metrology Act. The Central Government is empowered to appoint a director to exercise the powers and to discharge duties. The Legal Metrology Act prohibits the manufacture, packing, selling, importing, distributing, delivering, offer for sale of any pre-packaged commodity if such does not adhere to the standard regulations set out.

The Legal Metrology (Packaged Commodities) Rules, 2011, with amendments up to June 2017 ("Legal Metrology Rules")

The Legal Metrology Rules are ancillary to the Legal Metrology Act, and set out to define various manufacturing and packing terminology. It lays out specific prohibitions where manufacturing, packing, selling, importing, distributing, delivering, offering for sale would be illegal and requires that any form of advertisement where the retail sale price is given must contain a net quantity declaration. Circumstances which are punishable are also laid out in Legal Metrology Rules.

The Agricultural and Processed Foods Products Export Development Authority Act, 1985 ("APEDA Act")

The APEDA Act provides for establishment of Agricultural and Processed Food Products Export Development Authority for the development and promotion of export of certain agriculture and processed food products. Persons exporting any one or more of the products specified in the schedules to the APEDA Act are required to be registered under the APEDA Act and are required to adhere to specified standards and specifications. The APEDA Act provides for imprisonment and monetary penalties for breach of its provisions. Further, the Agricultural and Processed Food Products Export Development Authority Rules, 1986 have been framed for effective implementation of the APEDA Act and provides for the application, grant and cancellation of registration to be obtained by exporters of agricultural produce.

The Agricultural Produce (Grading and Marking) Act, 1937; General Grading and Marking Rules, 1988 and Blended Edible Vegetable Oils Grading and Marking Rules, 1991 ("Grading and Marking Laws")

The provisions of the Grading and Marking Laws deal mainly with the prescription and protection of merchandise marks. The Grading and Marking Laws provide for the grading and marking of agricultural and other allied commodities with the objectives of making available quality agricultural produce including horticulture and livestock produce to the consumers. The Central Government has implemented rules fixing grade designation to indicate the quality of any scheduled article, denning the quality indicated by every grade designation; specifying grade designation mark to represent particular grade designation; authorising interested parties to grade; specifying conditions regarding manner of marking, packaging etc. and providing for the confiscation and disposal of produce marked otherwise than in accordance with the prescribed conditions with a grade designation mark.

The Agricultural Produce Marketing Legislations

The agricultural produce marketing legislations enacted by state governments regulate marketing of agricultural, horticultural, livestock products and certain other produce in market areas and establishes market committees for every market area in the state to regulate transactions in agricultural produce. It provides for the organization and composition of committees and their powers and functions which include, granting licenses to operate in the market, provide for necessary facilities in the market area, regulate and control transactions in the market and admissions to the market.

Consumer Protection Act, 2019 (the "Consumer Protection Act")

The Consumer Protection Act was designed and enacted to provide simpler access to redress consumer grievances. It seeks, inter alia to promote and protects the interest of consumers against deficiencies and defects in goods or services and secure the rights of a consumer against unfair trade practices, which may be practiced by manufacturers or service providers or traders. It establishes consumer disputes redressal forums and commissions for the purposes of redressal of consumer grievances. In addition to awarding compensation and/or corrective orders, the forums and commissions under the Consumer Protection Act are empowered to impose imprisonment of not less than a month, but not exceeding three years, or a fine of not less than ₹25,000, but not more than ₹100,000 or both.

The Essential Commodities Act, 1955 (the "ECA")

The ECA gives powers to the Government of India to control the production, supply and distribution of certain essential commodities for inter alia securing their equitable distribution and availability at fair prices. Using the powers under it, various ministries/ departments of the Indian government have issued control orders for regulating production, distribution, trading, quality aspects, movement and prices pertaining to commodities which are essential and administered by them, including for essential commodities such as food grains, edible oils, sugar and drugs. Penalties in terms of fine and imprisonment are prescribed under the ECA for non-compliance of its provisions.

Bureau of Indian Standards Act, 2016 (the "BIS Act") read with Bureau of Indian Standards Rules, 2018 ("BIS Rules")

The BIS Act provides for the establishment of bureau for the standardisation, marking and quality certification of goods. Functions of the bureau include, inter alia, (a) recognizing as an Indian standard, any standard established for any article or process by any other institution in India or elsewhere; (b) specifying a standard mark which shall be of such design and contain such particulars as may be prescribed to represent a particular Indian standard; and (c) conducting such inspection and taking such samples of any material or substance as may be necessary to see whether any article or process in relation to which the standard mark has been used conforms to the Indian Standard or whether the standard mark has been improperly used in relation to any article or process with or without a license. A person may apply to the bureau for grant of license or certificate of conformity, if the articles, goods, process, system or service confirms to an Indian Standard.

Further, the Ministry, vide notification no. G.S.R. 584(E) dated June 25, 2018, has notified the BIS Rules. The BIS Rules have been notified in supersession of the Bureau of Indian Standards Rules, 1987, in so far as they relate to Chapter IV A of the said rules, and in supersession of the Bureau of Indian Standards Rules, 2017 except in relation to things done or omitted to be done before such supersession. According to the BIS Rules, the Bureau shall establish Indian Standards in relation to any goods, article, process, system or service and shall reaffirm, amend, revise or withdraw Indian Standards so established as may be necessary.

The Indian Boilers Act, 1923 ("Boilers Act") read with Indian Boilers Regulations, 1950

The Boilers Act along with relevant regulations establishes and enforces the standards that regulate the materials, design and construction, inspection and testing of boilers and boiler components for compliance by the manufacturers and users of boilers in India. The State Government is empowered to appoint a director to exercise the powers and to discharge duties. The State Government has the power to limit the extent of the Boilers Act. The Indian Boilers Act, 1923 prohibits the use of unregistered or uncertificated boiler.

Drugs (Control) Act, 1950 ("Drugs Act")

The Drugs Act provides for control of sale, supply, and distribution of drugs. Under the Drugs Act, any drug may be declared by the Central Government to be a drug within its purview. The authorities may also prohibit the disposal or direct the sale of any specified drug.

The Drugs (Prices Control) Order, 2013 ("DPCO")

In May 2013, the Central Government in exercise of its powers under the ECA issued the DPCO. The DPCO provides that the government may, in order to achieve adequate availability and to regulate the distribution of drugs, in cases of emergency or in the public interest, direct any manufacturer 163 of any active pharmaceutical ingredient or bulk drug or formulation to increase the production and to sell such active pharmaceutical ingredient or bulk drug to such other manufacturer(s) of formulations and to direct formulators to sell the formulations to institutions, hospitals or any agency as the case may be. The formulae for calculation of ceiling prices and retail prices of drug formulation have been laid down by the DPCO. It also provides the list of certain price - controlled drugs and the penalty for contravention of the DPCO has been provided under Section 7 of the ECA. The DPCO provides that when an existing manufacturer of a drug with dosages and strengths as specified in National List of Essential Medicines launches a new drug, such existing manufacturer is required to apply for prior price approval of such new drug from the government. The DPCO prescribes certain instances in which case the provision of the DPCO will not be applicable, for instances, in the event a manufacturer produces a new drug patented under the Indian Patent Act, 1970 through a product patent which has been developed through indigenous research and development, the DPCO will not be applicable to such drug for a period of five years from the date of commencement of its commercial production in the country.

Clinical Trial under the Drugs and Clinical Trial Rules, 2019

The Clinical trials in India are controlled by the Director General ("DG") of health services under the ministry of health and family welfare. The New Drugs and Clinical Trial Rules, 2019 ("NDC Rules") lay down the process mechanics and guidelines for clinical trials, including procedure for approval for clinical trials. Clinical trials require obtaining of free, informed and written consent from each study subject. The NDC Rules also provide for compensation in case of injury or death caused during clinical trials. The Central Drugs Standard Control Organisation has issued the Guidance for industry for submission of clinical trial application for evaluating safety and efficacy, for the purpose of submission of clinical trial application as required under the NDC Rules.

National Pharmaceuticals Pricing Policy, 2012 (the "2012 Policy")

The 2012 Policy intends to provide the principles for pricing of essential drugs specified in the National List of Essential Medicines – 2011 declared by the Ministry of Health and Family Welfare, Government of India and modified from time to time, in order to ensure the availability of such medicines at reasonable price, while providing sufficient opportunity for innovation and competition to support the growth of the industry. The prices are regulated based on the essential nature of the drugs. Further, the 2012 Policy regulates the price of formulations only, through market-based pricing which is different from the earlier principle of cost-based pricing. Accordingly, the formulations will be priced by fixing a ceiling price and the manufacturers of such drugs will be free to fix any price equal to or below the ceiling price.

Drugs and Cosmetics Act, 1940 ("DCA") and the Drugs and Cosmetics Rules, 1945 ("DCA Rules")

The DCA regulates the import, manufacture, distribution and sale of drugs and cosmetics and prohibits the import, manufacture and sale of certain drugs and cosmetics which are, inter alia, misbranded, adulterated, spurious or harmful. The DCA Rules specify the requirement of a license for the manufacture or sale of any drug or cosmetic including for the purpose of examination, testing or analysis. It further mandates that every person holding a license must keep and maintain such records, registers and other documents as may be prescribed which may be subject to inspection by the relevant authorities.

The National Policy on Biofuels - 2018 (“Biofuel Policy”)

The Biofuel Policy categorises biofuels as "basic biofuels" and expands the scope of raw material for ethanol production by allowing use of sugarcane juice, sugar containing materials like sugar beet, sweet sorghum, starch containing materials like corn, cassava, damaged food grains like wheat, broken rice, rotten potatoes, unfit for human consumption for ethanol production. With a thrust on advanced biofuels, the Biofuel Policy indicates a viability gap funding scheme for 2G ethanol bio refineries of ₹ 5000 crore in 6 years in addition to additional tax incentives, higher purchase price as compared to 1G biofuel. The Biofuel Policy encourages setting up of supply chain mechanisms for biodiesel production from non-edible oilseeds, used cooking oil, short gestation crops.

Sale of Goods Act, 1930 (“Sale of Goods Act”)

The Sale of Goods Act governs contracts relating to sale of goods in India. The contracts for sale of goods are subject to the general principles of the law relating to contracts. A contract of sale may be an absolute one or based on certain conditions. The Sale of Goods Act contains provisions in relation to the essential aspects of such contracts, including the transfer of ownership of the goods, delivery of goods, rights and duties of the buyer and seller, remedies for breach of contract and the conditions and warranties implied under a contract for sale of goods.

Electricity Act, 2003 (“Electricity Act”)

The Electricity Act is the central legislation which covers, among others, generation, transmission, distribution, trading and use of electricity. Under the Electricity Act, the transmission, distribution and trade of electricity are regulated activities that require licenses from the Central Electricity Regulatory Commission (“CERC”), the State Electricity Regulatory Commissions (“SERCs”) or a joint commission (constituted by an agreement entered into by two or more state governments or the central government in relation to one or more state governments, as the case may be).

Under the Electricity Act, the appropriate commission, guided by, inter alia, the methodologies specified by the CERC, with the aim of promotion of co-generation and generation of electricity from renewable sources of energy shall specify the terms and conditions for the determination of tariff. The Electricity Act currently requires the GoI to, from time to time, prepare the national electricity policy and tariff policy, in consultation with the state governments and Central Electricity Authority.

Foreign Exchange Laws

Foreign Exchange Management Act, 1999 (the “FEMA”).

Foreign investment in India is primarily governed by the provisions of FEMA. Pursuant to FEMA, the GoI and the RBI have promulgated various regulations, rules, circulars and press notes in connection with various aspects of foreign exchange with facilitation of external trade and payments for promoting orderly developments and maintenance of foreign exchange market in India.

Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 (“FEMA NDI Rules”)

The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 by Notification No. FEMA. 395/2019-RB dated October 17, 2019 (“FEMA Rules”) to prohibit, restrict, or regulate transfer by or issue security to a person resident outside India. As laid down by the FEMA Rules, no prior consents and approvals are required from the RBI for Foreign Direct Investment (“FDI”) under the “automatic route” within the specified sectoral caps. In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the RBI. At present, the FDI Policy does not prescribe any cap on the foreign investments in the sector in which the Company operates. Therefore, foreign investment up to 100% is permitted in the Company under the automatic route.

Foreign Trade (Development and Regulation) Act, 1992 ("FTA")

In India, the main legislation concerning foreign trade is FTA. The FTA read along with relevant rules 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 Act, the Government: (i) may make provisions for facilitating and controlling foreign trade; (ii) may prohibit, restrict and regulate exports and imports, in all or specified cases as well as subject them to exemptions; and (iii) is authorized to formulate and announce an export and import policy and also amend the same from time to time, by notification in the Official Gazette. FTA read with the Indian Foreign Trade Policy 2015 –2020 (extended up to September 30, 2021) provides that no export or import can be made by a company without an Importer-Exporter Code ("IEC") unless such person or company is specifically exempt. An application for an importer exporter code number has to be made to the office of the Joint Director General of Foreign Trade, Ministry of Commerce. An importer-exporter code number allotted to an applicant is valid for all its branches, divisions, units and factories. Failure to obtain the IEC number shall attract penalty under the FTA.

Export Promotion Capital Goods Scheme ("The EPCG Scheme")

The EPCG Scheme provides that importers can benefit from reduced duties on the import of capital goods provided that they fulfil an export obligation to export a prescribed amount of their goods manufactured or services rendered (such amount being a multiple of the duty saved) within a specified period. Export obligations can be fulfilled by physical exports or by way of "deemed exports", which are transactions deemed to be exports.

Export Oriented Unit Scheme ("EOU Scheme")

The Ministry of Commerce, Government of India introduced the EOU Scheme on December 31, 1980. The EOU Scheme is governed by chapter six of the Foreign Trade Policy. An Export oriented unit can import from bonded warehouses in the domestic tariff area which are outside SEZ and Export oriented unit. They are typically required to fulfil certain criteria such as achievement of positive net foreign exchange earnings cumulatively in a five-year block period. Export oriented units are units which must export their entire production (except permitted sales in Domestic Tariff Area). They may be engaged in the manufacture, services, development of software, trading, repair, remaking, reconditioning and re-engineering. Export oriented units are allowed to import or locally procure, duty free, all types of goods including capital goods, raw materials and consumables required for export production. Export oriented unit premises are approved as private warehouses under Section 58 of the Customs Act.

Environmental laws

The Environment (Protection) Act, 1986 ("EPA") read with The Environment (Protection) Rules, 1986 and Environmental Impact Assessment Notification, 2006 ("EIA Notification")

The EPA has been enacted for the protection and improvement of the environment. It stipulates that no person carrying on any industry, operation or process shall discharge or emit or permit to be discharged or emit any environmental pollutant in excess of such standards as may be prescribed. Further, no person shall handle or cause to be handled any hazardous substance except in accordance with such procedure and after complying with such safeguards as may be prescribed. EPA empowers the Central Government to take all measures necessary to protect and improve the environment such as laying down standards for emission or discharge of pollutants, providing for restrictions regarding areas where industries may operate and generally to curb environmental pollution. Penalties for violation of the EPA include fines up to ₹1.00 million or imprisonment of up to five years, or both. As per the Environment Protection Rules, every person who carries on an industry, operation or process requiring consent under Water Act or Air Act or both or authorization under the Hazardous Wastes Rules is required to submit to the concerned state pollution control board an environmental audit report for that financial year in the prescribed form.

Draft Environment Impact Assessment Notification 2020 ("EIA 2020")

Ministry of Environment, Forest and Climate Change has issued Draft Environment Impact Assessment Notification 2020 ("EIA 2020") which proposes to replace the erstwhile Environment Impact Assessment Notification, 2006. The EIA 2020, inter alia, contemplates two kinds of approvals, being (i) prior environment clearance with the approval of expert committees; and (ii) environmental permission or provision without the approval of expert committees. Certain projects including clay and sand extraction, digging well or foundations of buildings, solar thermal power plants and common effluent treatment plants have been exempted from such approvals.

Water (Prevention and Control of Pollution) Act, 1974 ("Water Act")

The Water Act aims to prevent and control water pollution as well as restore water quality by establishing and empowering the relevant state pollution control boards. Under the Water Act, any individual, industry or institution discharging industrial or domestic waste into water must obtain the consent of the relevant state pollution control board, which is empowered to establish standards and conditions that are required to be complied with. The Water Act prescribes specific amounts of fine and terms of imprisonment for various contraventions.

Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")

Under the Air Act, the relevant state pollution control board may inspect any industrial plant or manufacturing process and give orders, as it may deem fit, for the prevention, control and abatement of air pollution. Further, industrial plants and manufacturing processes are required to adhere to the standards for emission of air pollutants laid down by the relevant state pollution control board, in consultation with the Central Pollution Control Board. The relevant state pollution control board is also empowered to declare air pollution control areas. Additionally, consent of the state pollution control board is required prior to establishing and operating an industrial plant. The consent by the state pollution control board may contain provisions regarding installation of pollution control equipment and the quantity of emissions permitted at the industrial plant. Whoever contravenes any of the provisions of the Air Act or any order or direction issued is punishable with imprisonment for a term which may extend to 3 months or with a fine of ₹10,000 or with both, and in case of a continuing offence, with an additional fine which may extend to ₹5,000 for every day during which such contravention continues after initial conviction.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016, requires that every occupier of a facility who is engaged in handling of 'hazardous waste' and other wastes to obtain an authorization from the respective pollution control board. It places an obligation on the occupier to follow certain steps for management of hazardous and other wastes, namely, prevention, minimization, reuse, recycling, recovery, utilization including co-processing, and safe disposal of the waste. It also makes the occupier responsible for safe and environmentally sound management of hazardous and other wastes. It makes the occupier liable for damages caused to environment or third parties. It also prescribes financial penalties for violation of provisions of the rules.

The Manufacture, Storage and Import of Hazardous Chemicals Rules, 1989 ("Hazardous Chemical Rules")

Pursuant to the Environment Protection Act, the Central Government is empowered to make rules pertaining to any industry which deals with any hazardous chemical, including flammable gases and liquids. An elaborate list of chemicals, and the quantity limits is provided under the Schedules of the rules. The Hazardous Chemical Rules also deal with the procedure to be followed in the case a major accident occurs, including whom to notify and how. Further, a full safety report on the concerned activity must be submitted with the information specified to the concerned authority, within the time limit.

The Public Liability Insurance Act, 1991 ("Public Liability Act")

The Public Liability Act, along with the Public Liability Insurance Rules, 1991, require the owner to contribute towards the environment relief fund of a sum equal to the insurance premium paid to the insurer. Further, a liability is imposed on the owner or controller of hazardous substances, in relation to death/injury of a person, or any damage to property arising out of an accident involving such hazardous substances. Vide notification, the Central Government has enumerated a list of hazardous substances covered by the legislation.

Plastic Waste Management Rules, 2016

The Ministry of Environment, Forest and Climate Change published the Plastic Waste Management Rules, 2016 with the aim of facilitating collection and recycling of plastic waste. It delegates responsibility to the waste generators for waste segregation and disposal. Plastic Waste Management (Amendment) Rules, 2018 prescribed a central registration system for the registration of the producer/importer/brand owner. Recently, the government has proposed draft Plastic Waste Management Rules, 2021 which aims to ban the manufacture, import, stocking, distribution, sale and use of specific single use plastic from January 1, 2022. The draft has also extended the applicability of rules to brand owner, plastic waste processor, including the recycler and co-processor etc.

Bio-Medical Waste Management Rules, 2016 ("BMW Rules")

The BMW Rules apply to all persons who generate, collect, receive, store, transport, treat, dispose or handle biomedical waste in any form. The BMW Rules mandate every occupier of an institution generating bio-medical waste to take all necessary steps to ensure that such waste is handled without any adverse effect to human health and environment and inter alia to make provisions for a safe premises, ventilated and secured location for storage of segregated bio-medical waste, pre-treat laboratory waste and provide training to workers involved in handling bio-medical waste. The BMW Rules further require such persons to apply to the prescribed authority for grant of authorization and submit an annual report to the prescribed authority and also to maintain records related to the generation, collection, receipt, storage, transportation, treatment, disposal, or any form of handling of bio-medical waste in accordance with the BMW Rules and the guidelines issued thereunder.

The Chemical Accidents (Emergency Planning, Preparedness and Response) Rules, 1996 (the "Chemical Accidents Rules")

The Chemical Accidents Rules, formulated pursuant to the provisions of the Environment Protection Act, seek to manage the occurrence of chemical accidents, by, inter alia, setting up a central crisis group and a central crisis alert system. The functions of the central crisis group inter alia include, (i) conducting post-accident analysis of major chemical accidents; (ii) rendering infrastructural help in the event of a chemical accident; and (iii) review district off site emergency plans.

The Noise Pollution (Regulation & Control) Rules, 2000 ("Noise Regulation Rules")

The Noise Regulation Rules regulate noise levels in industrial, commercial, residential and silence zones. The Noise Regulation Rules also establish zones of silence of not less than 100 meters near educational institutions, courts, hospitals, or other institutions.

Labour Related Legislations

The employment of workers, depending on the nature of the activity, is currently regulated by a wide variety of generally applicable labour legislations, including the Industrial Disputes Act, 1947, the Contract Labour (Regulation and Abolition) Act, 1970, Industrial Employment (Standing Orders) Act, 1946, the Payment of Wages Act, 1936, the Minimum Wages Act, 1948, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, Employee's Compensation Act, 1923, the Trade Unions Act, 1926, the Payment of Bonus Act, 1965, the Equal Remuneration Act, 1976, the Maternity Benefit Act, 1961, the Payment of Gratuity Act, 1972, the Child Labour (Protection Regulation) Act, 1986, the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979, Workmen's Compensation Act, 1923, Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959 and the Apprentices Act, 1961.

Telangana Labour Welfare Fund Act, 1987 ("Telangana Labour Welfare Fund Act") read with Telangana Labour Welfare Fund Rules, 1988

Telangana Labour Welfare Fund Act provides for the constitution of a fund ("Fund") to finance the promotion of welfare of labour in the State of Telangana. The Fund comprises of all fines realised from the employees, unpaid accumulations transferred to the Fund, penal interests, contributions paid, funds transferred, or sums borrowed under the provision of this Act, voluntary donations, and loans, grants or subsidies paid by the Telangana Government. Under the Telangana Labour Welfare Fund Act, all employers and employees are liable to contribute to the Fund every year, at whatever rate is applicable to them.

Shops and Establishments legislations in various states

Under the provisions of local shops and establishment legislations applicable in the states in which establishments are set up, establishments are required to be registered under the respective legislations. These legislations regulate the condition of work and employment in shops and commercial establishments and generally prescribe obligations in respect of, among others, registration, opening and closing hours, daily and weekly working hours, holidays, leave, health and safety measures and wages for overtime work.

Factories Act, 1948 ("Factories Act")

The Factories Act defines a "factory" to cover any premises which employs 10 or more workers and in which manufacturing process is carried on with the aid of power and any premises where there are at least 20 workers, even while there may not be an electrically aided manufacturing process being carried on. State Governments have the authority to formulate rules in respect of matters such as prior submission of plans and their approval for the establishment of factories and registration and licensing of factories. The Factories Act provides that the person who has ultimate control over the affairs of the factory and in the case of a company, any one of the directors, must ensure the health, safety and welfare of all workers. It provides such safeguards of workers in the factories as well as offers protection to the exploited workers and improve their working conditions.

In order to rationalise and reform labour laws in India, the Government has enacted the following codes which will be brought into force on a date to be notified by the Central Government:

• **Code on Wages, 2019**, which regulates, inter alia, the minimum wages payable to employees, the manner of payment and calculation of wages and the payment of bonus to employees. It subsumes four existing laws, namely the Payment of Wages Act, 1936, the Minimum Wages Act, 1948, the Payment of Bonus Act, 1965, and the Equal Remuneration Act, 1976.

• **Industrial Relations Code, 2020**, which consolidates and amends laws relating to trade unions, the conditions of employment in industrial establishments and undertakings, and the investigation and settlement of industrial disputes. It subsumes the Trade Unions Act, 1926, the Industrial Employment (Standing Orders) Act, 1946 and the Industrial Disputes Act, 1947.

• **Code on Social Security, 2020**, which amends and consolidates laws relating to social security. It governs the constitution and functioning of social security organisations such as the employees' provident fund and the employees' state insurance corporation, regulates the payment of gratuity, the provision of maternity benefits, and compensation in the event of accidents to employees, among others. It subsumes various legislations including the Employee's Compensation Act, 1923, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, the Maternity Benefit Act, 1961, and the Payment of Gratuity Act, 1972.

• **Occupational Safety, Health and Working Conditions Code, 2020**, amends and consolidates laws regarding the occupational safety, health and working conditions of persons employed in an establishment. It subsumes various legislations including the Factories Act, 1948, and the Contract Labour (Regulation and Abolition) Act, 1970.

Certain portions of the Code on Wages, 2019 and Code on Social Security 2020 have come into force upon notification by the Ministry of Labour and Employment. The remainder of these codes shall come into force on the day that the Government shall notify for this purpose.

Intellectual Property

Certain laws relating to intellectual property rights applicable to us are as follows:

The Trade Marks Act, 1999 ("Trade Marks Act")

The Trade Marks Act governs the law pertaining to the protection of trademarks in India. It provides for the application and registration of trademarks in India for granting exclusive rights to marks such as a brand, label and heading and obtaining relief in case of infringement. Once a mark is registered, it is valid in India only for a period of 10 years and can be renewed from time to time in perpetuity. The Trade Marks Act also prohibits any registration of deceptively similar trademarks or compounds, among others. It also provides for infringement, falsifying and falsely applying for trademarks.

The Copyright Act, 1957 ("Copyright Act")

The Copyright Act serves to create property rights for certain kinds of intellectual property, generally called works of authorship. 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. While copyright registration is not a prerequisite for acquiring or enforcing a copyright in an otherwise copyrightable work, 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 protection for a work exists for a period of 60 years following the demise of the author. Reproduction of a 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 Patents Act, 1970 ("Patents Act")

The Patents Act governs the patent regime in India. A patent is an intellectual property right relating to inventions and grant of exclusive right, for limited period, provided by the Government to the patentee, for excluding others from making, using, selling and importing the patented product or process or produce that product. 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.

Designs Act, 2000 ("DA") and the Designs Rules, 2001 ("DR")

The DA regulates and protects the originality of an article's design and prohibits the piracy of registered designs. The primary objective of the DA is to protect new or original designs from getting copied, and ensure that the creator, originator or artisan of the design is not deprived of their rightful gains for the creation of their design. The central government also drafted the DR under the authority of the DA for the purposes of specifying certain prescriptions regarding the practical aspects related to designs such as payment of fees, register for designs, classification of goods, address for service, restoration of designs, etc.

OTHER LAWS

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, Central Government levies GST on the inter-state supply of goods or services. The GST law is enforced by 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, 1961 (the "Income Tax Act") is applicable to every company, whether domestic or foreign whose income is taxable under the provisions of this 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 alternative tax, etc. In 2019, the Government has also passed an amendment act pursuant to which concessional rates of tax are offered to a few domestic companies and new manufacturing companies.

The Customs Act, 1962 as amended, regulates import of goods into and export of goods from India by providing for levy and collection of customs duties on goods in accordance with the Customs Tariff Act, 1975. Any Company requiring to import or export goods is first required to get registered under the Customs Act and obtain an Importer Exporter Code under FTDR. Customs duties are administrated by Central Board of Indirect Tax and Customs under the Ministry of Finance.

In addition to the above, our Company is also required to comply with the provisions of the Companies Act and rules framed thereunder, and other applicable statutes imposed by the Centre or the State Government and authorities for our day-to-day business and operations.

Professional Tax

The professional tax slabs in India are applicable to those citizens of India who are either involved in any profession or trade. The State Government of each State is empowered with the responsibility of structuring as well as formulating the respective professional tax criteria and is also required to collect funds through professional tax. The professional taxes are charged on the incomes of individuals, profits of business or gains in vocations. The professional tax is charged as per the List II of the Constitution. The professional taxes are classified under various tax slabs in India. The tax payable under the State Acts by any person earning a salary or wage shall be deducted by his employer from the salary or wages payable to such person before such salary or wages is paid to him, and such employer shall, irrespective of whether such deduction has been made or not when the salary and wage is paid to such persons, be liable to pay tax on behalf of such person and employer has to obtain the registration from the assessing authority in the prescribed manner. Every person liable to pay tax under these Acts (other than a person earning salary or wages, in respect of whom the tax is payable by the employer), shall obtain a certificate of enrolment from the assessing authority. The Telangana Tax on Professions, Trades, Callings and Employments Act, 1987 is applicable to our Company.

Indian Contract Act, 1872 (the "Indian Contract Act")

The Indian Contract Act governs the conditions for validity of contracts formed through electronic means; communication and acceptance of proposals; additionally, revocation, and contract formation between consumers, sellers, and intermediaries. Further, the terms of service, privacy policy, and return policies of any online platform must be legally binding agreements. Additionally, the law is yet to update to deal with the lack of online signatures. Additionally, this will require certain types of contracts and the impossibility of determining the true consumer's age, with the standard age to enter into contracts set at 18 years.

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 within 30 days in case it is of the opinion that there has been an appreciable adverse effect on competition in India.

The Consumer Protection Act, 2019 (the "Consumer Protection Act") and the rules made thereunder

The Consumer Protection Act, 2019 which repeals the Consumer Protection Act, 1986, was designed and enacted to provide simpler and quicker access to redress consumer grievances. It seeks, inter alia to promote and protect the interests of consumers against deficiencies and defects in goods or services and secure the rights of a consumer against unfair trade practices, which may be practiced by manufacturers, service providers and traders. The definition of "consumer" has been expanded under the Consumer Protection Act to include persons engaged in offline or online transactions through electronic means or by tele-shopping or direct-selling or multi-level marketing. One of the substantial changes introduced by Consumer Protection Act is inclusion of the e-commerce industry under Consumer Protection Act with "e-commerce" defined to refer to the buying and selling of goods or services over digital or electronic network. Therefore, the Consumer Protection Act aims to cover entities that are involved in the process of selling goods or services online. It provides for the establishment of consumer disputes redressal forums and commissions for the purposes of redressal of consumer grievances. In addition to awarding compensation and/or passing corrective orders, the forums and commissions under the Consumer Protection Act, in cases of misleading and false advertisements, are empowered to impose imprisonment for a term which may extend to two years and fine which may extend to one million. In cases of manufacturing for sale or storing, selling or distributing or importing products containing an adulterant, the imprisonment may vary between six months to seven years and fine between 0.1 million to 1 million depending upon the nature of injury to the consumer.

Biodiversity Act 2002 ("Biodiversity Act")

The Central Government released the Biodiversity Act to provide for conservation of biological diversity, sustainable use of its components and fair and equitable sharing of the benefits arising out of the use of biological resources, knowledge and for matters connected therewith or incidental thereto.

The Motor Vehicles Act, 1988

The Act pertains to the licensing and registration of motor vehicles. It outlines the scope, requirements, renewal and grounds of revocation of licenses of drivers of motor vehicles, and the process, transfer of ownership, and revocation of registration of motor vehicles. It also lays down the guidelines for application, transfer and validity of permits. Furthermore, it covers the various penalties that can be incurred for contravention of any provisions of the Act, for driving dangerously, and for offences relating to accidents.

Further, presently we carry on our operations and business in foreign jurisdictions and may continue to expand our operations. For further details, see "*Our Business*" on page 223. Our business and operations in such foreign jurisdictions are and will be subject to applicable local laws

HISTORY AND CERTAIN CORPORATE MATTERS

Brief history of Our Company

Our Company was incorporated as 'Paramesu Biotech Private Limited', as a private limited company under the Companies Act, 1956, pursuant to the certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh dated September 7, 2011. The name of our Company was subsequently changed to 'Paramesu Biotech Limited', upon conversion into a public limited company, pursuant to a board resolution dated April 20, 2024, and a shareholder's resolution dated May 14, 2024 and a fresh certificate of incorporation was issued on July 12, 2024 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 incorporation:

Date of change of registered office	Details of change	Reasons for change
February 27, 2017	The registered office of our company was changed from D No. 2-127, Padmasree Theatre Road, Anaparthy – 533 342, Andhra Pradesh, India to 75-7-33/4, Flat No. F-2, Rohini Towers, Prakash Nagar, Rajahmundry – 533 103, Andhra Pradesh, India.	For administrative and operational convenience
January 22, 2022	The registered office of our company was changed from 75-7-33/4, Flat No. F-2, Rohini Towers, Prakash Nagar, Rajahmundry – 533 103, Andhra Pradesh, India to RS No. 972, 3rd KM on Gopalauram road, Devarapalli, West Godavari District, Andhra Pradesh 534313, India.	For 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 the business of manufactures, producers, processors, makers, importers, exporters, traders, buyers, sellers, wholesalers, retailers, distributors, suppliers, indenters, bottlers, packers, movers, agents, sub-agents, dealers, stockists, consigners, jobbers, brokers, concessionaires of Native starch, Modified ' Starches which include oxidized starch, cationic starch, pregelatinized starch, carboxymethyl starch, white dextrin, yellow dextrin, soluble dextrin, maltodextrin, cyclodextrin, Starch Derivatives which include glucose syrup, liquid glucose, maltose, malt dextrin, fructose- glucose syrup, high fructose syrup, sorbitol, mannitol, maltol, bio-degradable starch resin, bio and photo degradable starch plastics, organic acids like lactic acid, itaconic acid and Other allied products like corn steep liquor, gluten, fibre, germs using various raw materials like maize, tapioca roots, potato, wheat, rice*.

The main objects as contained in our Memorandum of Association enable our Company to carry on the business presently being carried out.

Amendments to our Memorandum of Association in the last 10 years

Set out below are the amendments to our Memorandum of Association in the last 10 years preceeding the date of this Draft Red Herring Prospectus:

Date of Shareholders' resolution	Nature of amendment
December 23, 2019	Clause V of the MOA was amended to reflect the increase in the authorised share capital of the Company from ₹ 200.00 million (Rupees Two Hundred Million) divided into 20,00,000 Equity Shares of face value of ₹ 100 each to ₹ 300.00 million (Rupees Three Hundred Million) divided into 30,00,000 Equity Shares of face value of ₹ 100 (Rupees Hundred only) each.
May 14, 2024	Clause I of the Memorandum of Association was amended to reflect the change in name of our Company from 'Paramesu Biotech Private Limited' to 'Paramesu Biotech Limited', pursuant to the conversion of our Company into a public limited company.
September 18, 2024	Amendment to clause V of the Memorandum of Association, pursuant to increase in Authorised Share Capital from ₹ 300.00 million divided into 30,00,000 Equity Shares of face value of ₹100 each to ₹ 2,100.00 million divided into 2,10,00,000 Equity Shares of face value of ₹100 each.
September 28, 2024	Clause V of the Memorandum of Association was amended to reflect the sub-division in authorized share capital from ₹ 2,100.00 million divided into 2,10,00,000 Equity Shares of face value of ₹100 each to ₹ 2,100.00 million consisting of 42,00,00,000 Equity Shares of ₹ 5 each.

Major events and milestones of our Company

The table below sets forth the major events and milestones in the history of our Company:

Year	Particulars
2015	Commenced its operations at Devarapalli facility with 160 TPD
2015	Commenced its export operations
2018	Increased its installed capacity from 160 TPD to 210 TPD
2020	Increased its installed capacity from 210 TPD to 420 TPD and Introduction of new product CSL
2021	Increased its installed capacity from 420 TPD to 500 TPD
2023	Increased its installed capacity from 500 TPD to 800TPD
2023	Entered into derivative products like liquid glucose and malto dextrin powder
2024	Installation of 3.95MW Co-generation plant at our Devarapalli Facility
2024	Acquisition of land for setting up a new plant at Madhya Pradesh

Key Awards, Accreditations and Recognition

The table below sets forth the some of the key awards, accreditation, and recognition

Year	Particulars
2019	'Best of 2019 - We Value Our Association' presented by Andhra Paper Limited
2019	'Award For Excellence' awarded by Origo Finance Private Limited
2022	Certificate for Appreciation for 'Best Corporate/ MSME Customer' awarded by Indian Bank Limited
2022	Certificate of Appreciation for 'Esteemed Contribution to our Business – Trade Together – Grow Together' awarded by Origo Finance Private Limited
2022	Certificate of Appreciation for "Prompt Filing of Returns and Payment of Goods and Service Tax During the Financial Year 2022-23" awarded by the Ministry of Finance, Government of India.
2024	Certified as a "Great Place to Work" by Great Place to Work, India.

Details regarding material acquisitions or divestments of business/undertakings, mergers, amalgamation, or revaluation of assets in the last 10 years

Our Company has not acquired any material business or undertaken any mergers or amalgamations or divestments of business or undertaking in the last 10 years preceding the date of this Draft Red Herring Prospectus.

Our Company has not issued any Equity Shares (including bonus shares) by capitalizing revaluation reserves since its incorporation.

On transition to Ind AS (i.e. April 1, 2021) the Company has elected to continue with the carrying value of all property, plant and equipment to be measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment except for freehold land which has been measured at fair value. For details, please refer to "*Financial Information – Note 3*" on page 304.

Time and cost over-runs

Our Company has not experienced any reportable significant time and cost overrun in setting up projects.

Defaults or re-scheduling, restructuring of borrowings with financial institutions/banks

As on the date of this Draft Red Herring Prospectus, our Company has not defaulted on repayment of any outstanding loan availed from any banks or financial institutions. Further, the tenure of repayment of any loan availed by our Company from banks or financial institutions has not been rescheduled or restructured.

Lock-out and strikes

As on the date of this Draft Red Herring Prospectus, there have been no lockouts or strikes at any time in our Company.

Accumulated Profits or Losses

As on the date of this Draft Red Herring Prospectus, there are no accumulated profits or losses that have not been accounted for or consolidated by our Company.

Significant financial and strategic partners

As on the date of this Draft Red Herring Prospectus our Company does not have any significant financial and strategic partners.

Material Agreements in relation to business operations of our Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any material agreements in relation to the business operation of our Company.

Details of subsisting 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 subsisting material agreements, other than in the ordinary course of business of our Company. For details on business agreements of our Company, see "*Our Business*" on page 223.

Launch of key products or services, entry into new geographies or exit from existing markets, capacity/ facility creation or location of plants

For information on key products or services launched by our Company, please see "*Our Business*" on page 223.

Our Company has not exited from existing markets. For details of capacity, facility creation or location of plant, see "*Our Business*" on page 223.

Agreements with Key Managerial Personnel, Director, or any other employee

There are no agreements entered into by a Key Managerial Personnel or Director 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.

Our Company hereby confirms that there are no special rights available to the Promoters / Shareholders including any nominee/nomination rights and information rights.

Details of guarantees given to third parties by Promoters offering their Equity Shares in the Offer

Our Corporate Promoter, who is our Selling Shareholder has issued an irrevocable and unconditional corporate guarantee in relation to term loan facility amounting to ₹ 250 million availed by the Company from Tata Capital Limited.

Ultimate Holding Company

Speedfast Tracom Limited is the holding company of Unimark Business Solutions Private Limited.

Holding Company

Unimark Business Solutions Private Limited is the holding company of our Company.

Subsidiaries

As of the date of this Draft Red Herring Prospectus, our Company does not have any subsidiaries. For details see "*Our Subsidiaries*" on page 265.

Associate Company

As on date of this Draft Red Herring Prospectus, our Company does not have any associate companies.

Joint Venture

As on date of this Draft Red Herring Prospectus, our Company does not have any joint ventures.

OUR SUBSIDIARIES

As of the date of this Draft Red Herring Prospectus, our Company does not have any subsidiaries.

OUR MANAGEMENT

Board of Directors

In terms of our Articles of Association and subject to the provisions of the Companies Act, our Board shall comprise not less than three (3) Directors and not more than fifteen (15) Directors, provided that the Company may appoint more than fifteen Directors after passing a special resolution in a general meeting.

As on the date of this Draft Red Herring Prospectus, our Board comprises six (6) Directors, of whom three (3) are Executive Directors including one (1) Managing Director and two (2) Whole Time Directors including one (1) Women Whole Time Director and three (3) are Independent Directors including one (1) Woman Independent Director. Our Company is in compliance with the corporate governance laws prescribed under the SEBI Listing Regulations and the Companies Act, 2013 in relation to the composition of our Board and constitution of committees thereof.

Sr. No.	Name, designation, date of birth, address, occupation, period of directorship, term and DIN	Age (in years)	Other Directorships
1.	**Ananda Swaroop Adavani** **Designation:** Managing Director **Date of birth:** November 5, 1979 **Address:** 2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy Mandalam, Anaparthi, East Godavari – 533342 Andhra Pradesh, India. **Occupation**: Business **Current term:** Five years commencing from May 14, 2024 **Period of directorship:** Director since September 7, 2011 **DIN:** 02949170	45	1. Unimark Business Solutions Private Limited 2. Speedfast Tracom Limited
2.	**Mani Swetha Tetali** **Designation:** Whole-time Director **Date of birth:** March 6, 1981 **Address:** 2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy, Anaparthy, East Godavari – 533342 Andhra Pradesh, India. **Occupation:** Business **Current term:** Five years commencing from August 14, 2024. **Period of directorship:** Director since July 08, 2024 **DIN:** 02949349	43	1. Perimdevi Farm Products Private Limited 2. Speedfast Tracom Limited 3. Unimark Business Solutions Private Limited.
3.	**Satya Suresh Veeravilli** **Designation:** Whole Time Director and Chief Financial Officer	31	Nil

Sr. No.	Name, designation, date of birth, address, occupation, period of directorship, term and DIN	Age (in years)	Other Directorships
	Date of birth: July 25, 1993 **Address:** 71-10-13/1, Flat No. B1, Tarakarama Nagar, Revenue Ward No. 41, Police Quarters Back Side, Rajahmundra, Rajamahendravaram, East Godavari – 533 101, Andhra Pradesh, India. **Occupation:** Business **Current term:** One year commencing from November 04, 2024. **Period of directorship**: Director since November 04, 2024 **DIN:** 10826361		
4.	**Lakshmipathi Reddy Garachetla** **Designation:** Independent Director **Date of birth:** August 1, 1959 **Address:** Flat No- 5224, Tower-5, Floor-22, Prestige Gulmohar, Kalkere Main Road, Horamavu, Bangalore South, Bengaluru – 560043, Karnataka, India. **Occupation:** Retired Banker **Current term:** Five years commencing from August 27, 2024 **Period of directorship:** Director since August 27, 2024 **DIN:** 09101769	65	1. Skandh Consultancy Private Limited
5.	**Venkateswarlu Usurupati** **Designation:** Independent Director **Date of birth:** December 1, 1959 **Address:** 8-2-293/82/F/69/A, Lakshmi Sikhara Pride Apts, G-2 Flat, Road No. 13, Film Nagar, Next to TSSPDCL Office, Jubillee Hills, Shaikpet, Hyderabad – 500 096, Telangana, India. **Occupation:** Retired IAS Officer **Current term:** Five years commencing from August 27, 2024 **Period of directorship:** Director since August 27, 2024 **DIN:** 03158874	64	Nil

Sr. No.	Name, designation, date of birth, address, occupation, period of directorship, term and DIN	Age (in years)	Other Directorships
6.	**Maithri Yedla** **Designation:** Independent Director **Date of birth:** February 26, 1997 **Address:** Flat No. 205, Santosh Residency, Block F 61 – 63, Madhuranagar, Ameerpet, Hyderabad – 500 038, Telangana, India. **Occupation:** Professional **Current term:** Five years commencing from October 4, 2024. **Period of directorship:** Director since October 4, 2024. **DIN:** 10798905	27	Nil

Brief biographies of our Directors

Ananda Swaroop Adavani is the Managing Director and Promoter of our Company. He holds a Bachelor's Degree in Science from the Andhra University (2001), a provisional certificate for Master's Degree in Computer Application from Andhra University (2003) and a Master's Degree in Business Administration from Symbiosis International University, Pune, (2006). He was previously associated as a Faculty and Student Coordinator at Triumphant Institute of Management Education Private Limited, as a HR at Bharti AXA General Insurance Company and as an Assistant Manager – HR at Dabur India Limited. With over 5 years of experience in the field of the human resource management and over 12 years of experience in the maize industry, he is currently overseeing all day-to-day activities, inter alia including production management, sales, procurement and finance, while also framing the strategic decisions of our Company.

Mani Swetha Tetali is the Whole Time Director and Promoter of our Company. She holds a provisional certificate cum consolidated memorandum of marks for a Bachelor's Degree in Engineering from the University of Andhra Pradesh, 2004. Additionally, she also holds a Master's Degree in Business Administration from Symbiosis International University, Pune (2006). Previously, she was associated as an Assistant Manager at Wipro Technologies and has also been a partner in M/s Karnataka Poultry Farm. With more than 10 years of experience, she presently overseas domestic and export sales, logistics and supply chain management of our Company.

Satya Suresh Veeravilli is the Whole Time Director and Chief Financial Officer of our Company. He holds a provisional certificate for Bachelor of Commerce Degree from the Andhra University (2014). He holds a certificate of passing of final examination held by the Institute of Cost Accountants of India (2016). He is a Chartered Accountant from the Institute of Chartered Accountants of India (2016) and was further admitted as a Fellow of the Institute in 2021. He has previously been associated as a partner with Satish & Suresh, Chartered Accountants. He has 8 years of experience in the field of finance, taxation and auditing. He was appointed in Fiscal 2025 and hence did not receive any remuneration from our company in Fiscal 2024.

Lakshmipathi Reddy Garachetla is an Independent Director of our Company. He holds a Bachelor's Degree of Science in Agriculture (1982), along with a Master's Degree of Science in Agriculture specialising in Agriculture Economics (1984) from the Andhra Pradesh Agricultural University, a Post Graduate Diploma in Personnel Management from the Annamalai University (1992). Additionally, he also holds a Master Degree in Business Administration (banking and finance) from the Indira Gandhi National Open University (2006) and a Diploma in Treasury Investment and Risk Management from the Indian Institute of Bankers (2016). He is a certified associate of the Indian Institute of Bankers since 1988. Previously, he was associated as a General Manager with Indian Bank, as President at Chartered Finance

Management Limited and as Senior Advisor at Resurgent India Limited. He is presently associated with Navachetna Livelihoods Private Limited as their Chief Executive Officer.

Venkateswarlu Usurupati is the Independent Director of our Company. He holds a provisional degree certificate in Bachelor's of Science in Agriculture from the Andhra Pradesh University (1982) and a Ph.D. transcript in Agronomy from the Indian Agricultural Research Institute, New Delhi (1990). He joined the Indian Administrative Services in 1986 and went on to hold numerous distinguished positions across various departments in the Central and Tripura State Government. After a distinguished career spanning over 33 years in various departments of the Central and Tripura State Government, he retired from the Indian Administrative Services in 2019.

Maithri Yedla is the Independent Director of our Company. She holds a Bachelor's Degree of Commerce from the Osmania University (2021). She is an associate member of the Institute of Cost Accountants of India (2024). Previously, she has been associated as a Tax and Audit Assistant with AJH & Associates, as an Assistant Manager (Finance) with ITC Limited's Hotels Division at ITC Kohenur, Hyderabad. She is currently associated with BSR & Co. LLP, Chartered Accountants as Senior.

Arrangement or understanding with major shareholders, customers, suppliers or others

None of our Directors have been appointed to our Board pursuant to any arrangement or understanding with major Shareholders, customers, suppliers or others.

Service contract with Directors

No officer of our Company, including our Directors have entered a service contract with our Company pursuant to which they are entitled to any benefits upon termination of employment.

Details of directorships in companies suspended or delisted

None of our Directors is or was, during the last five years preceding the date of this Draft Red Herring Prospectus, a director of any listed company whose shares have been or were suspended from being traded on the Stock Exchange during their tenure as a director 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 their tenure as a director in such company.

Confirmations

None of our Directors have given any guarantees to any third party, with respect to the Equity Shares, as of the date of this Draft Red Herring Prospectus.

No consideration in cash or shares or otherwise has been paid or agreed to be paid to any of our Directors or to the firms or companies in which they are interested by any person either to induce them to become or to help them qualify as a Director, or otherwise for services rendered by them or by the firm or company in which they are interested, in connection with the promotion or formation of our Company.

Further, none of our Directors has been identified as Wilful Defaulters or Fraudulent Borrower as defined under the SEBI ICDR Regulations.

None of our Directors has been declared a fugitive economic offender in accordance with the Fugitive Economic Offenders Act, 2018.

None of our Directors is prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

Relationships between our Directors, Key Managerial Personnel and Senior Managerial Personnel

Except as mentioned below none of our Directors, Key Managerial Personnel and Senior Managerial Personnel are related as on the date of this Draft Red Herring Prospectus.

Name of the Director/KMP	Related Director/KMP	Relationship
Ananda Swaroop Adavani	Mani Swetha Tetali	Spouse

Payment or benefit to Directors of our Company

Remuneration to Executive Directors:

1. Ananda Swaroop Adavani

Ananda Swaroop Adavani has been a Director on the Board of our Company since incorporation. He was appointed as Managing Director of our Company pursuant to a Board resolution dated May 14, 2024 and a shareholders resolution dated August 14, 2024 for a period of 5 (five) years with effect from May 14, 2024. Pursuant, to the shareholder's resolution dated August 14, 2024, Ananda Swaroop Adavani is entitled to the following salary and perquisites:

Basic Salary: ₹ 18.00 million per annum.

Perquisites: Ananda Swaroop Adavani is eligible to receive the following perquisites –

a. Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities for the said accommodation or House Rent and maintenance Allowance of 85% of Salary per annum.
b. Reimbursement of hospitalization and major medical expenses incurred as per Reules of the Company (including medical insurance premium).
c. Car facility as per rules of the Company.
d. Telecommunication facility as per Rules of the Company.
e. Housing Loan facility as per the Rules of the Company.
f. Other perquisites and allowances given below subject to maximum of 55% of Salary per annum including medical allowance, Leave Travel Concession/Allowance, other allowances, Personal Accident allowance and Annual club membership fees.
g. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity Rules of the Company.
h. Leave and encashment of unavailed leaves as per Rules of the Company.

In Fiscal 2024, he received an aggregate compensation of ₹ 18.00 million.

2. Mani Swetha Tetali

Mani Swetha Tetali has been appointed as an Additional Director on the Board of our Company by board resolution dated July 8, 2024. Her appointment was regularised pursuant to board resolution dated July 22, 2024 and shareholder's resolution dated August 14, 2024. She was re-designated as a Whole Time Director of our Company pursuant board resolution dated July 22, 2024 and shareholder's resolution dated August 14, 2024 for a period of 5 (five) years with effect from August 14, 2024. Pursuant to the resolution dated August 14, 2024, Mani Swetha Tetali entitled to the following salary and perquisite:

Basic Salary: ₹ 13.20 million per annum.

Perquisites: Mani Swetha Tetali is eligible to receive the following perquisites –

a. She is entitled to use driver for official purpose and cost of the driver will be borne by the Company.

In Fiscal 2024, she received an aggregate compensation of ₹ 13.20 million.

3. Satya Suresh Veeravilli

Satya Suresh Veeravilli has been appointed as an Additional Director and Whole Time Director on the Board of our Company by board resolution dated November 4, 2024. His appointment was regularised pursuant to shareholder's resolution dated November 5, 2024 for a period of one year commencing from November 4, 2024. Pursuant to the resolution dated November 5, 2024, Satya Suresh Veeravilli entitled to the following salary and perquisite:

Basic Salary: ₹ 4.80 million per annum.

Perquisites: Satya Suresh Veeravilli is eligible to receive the following perquisites –

a. He is entitled to use Company's car for official purposes, electricity bill, telephone, tele-fax, and audio and video conferencing and other communication facilities at residence.

Since he is appointed as a Whole Time Director and Chief Financial Officer in Fiscal 2025, he has not received any compensation in Fiscal 2024.

Sitting fees of Non – Executive and Independent Directors:

All our existing Independent Directors are appointed in Fiscal 2025. Hence, no sitting fees or commission was paid by our Company to any Independent Directors in Fiscal 2024.

Pursuant to the resolutions dated September 18, 2024 and October 23, 2024, each Independent Director, is entitled to receive sitting fees of ₹ 0.03 million per meeting for attending meetings of the Board and Committees of the Company.

Details of the remuneration paid to the Independent Directors of our Company for the Fiscal 2024 are as follows:

All our existing Independent Directors are appointed in Fiscal 2025. Hence, no sitting fees or commission was paid by our Company to any Independent Directors in Fiscal 2024.

Remuneration of our Directors from our Subsidiaries

As of the date of filing of this Draft Red Herring Prospectus, our Company does not have any subsidiaries.

Shareholding of Directors in our Company

Our Articles of Association do not require our Directors to hold any qualification shares. Except as disclosed below, none of our Directors hold any Equity Shares in our Company:

Name of Director	Number of Equity Shares of face value of ₹ 5 held
Ananda Swaroop Adavani	86,93,300
Mani Swetha Tetali	93,20,000

Interest of Directors

All our Independent Directors may be deemed to be interested to the extent of sitting fees payable, if any, to them for attending meetings of our Board and committees thereof, and reimbursement of expenses available to them. Our Executive Directors may be deemed to be interested to the extent of remuneration and reimbursement of expenses payable to them as stated in "*Our Management – Remuneration to Executive Directors*" on page 270.

The Directors may also be regarded as interested in the Equity Shares held by them or by their relatives, if any, or that may be subscribed by or allotted to them or the companies, firms and trusts, in which they are interested as directors, members, partners, trustees and promoters, pursuant to this Offer. Our Directors may also be deemed to be interested to the extent of any dividend, if any, payable to them and other distributions in respect of such Equity Shares. Further, some of our Directors are also interested in our Company to the extent of the unsecured loans provided by them to our Company.

Our Directors have no interest in any property acquired by our Company during the 3 years immediately preceding the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company, or in any transaction by our Company for acquisition of land and construction of building to supply of machinery, except as provided below**.**

Sr. No.	Property Address	Consideration (₹ in millions)	Date of Purchase	Existing Usage	Director / Seller
1.	R.S. No. – 972, 3rd KM on Gopala Puram Road, Deverapalli, West Godavari – 534313, Andhra Pradesh, India.	8.74	March 7, 2024	Factory Use	Mani Swetha Tetali

Bonus or profit-sharing plan of the Directors

None of our Directors are party to any bonus or profit-sharing plan of our Company.

Changes in the Board in the last three years

There has been no change in the Board in the three preceding years other than:

Sr. No.	Nature of change	Name of the Personnel	Designation	Date of change
1.	Appointment	Ananda Swaroop Adavani	Managing Director	May 14, 2024
2.	Appointment	Upendra Reddy Tetali	Executive Director	May 14, 2024
3.	Resignation	Krishna Reddy Tetali	Non-Executive Director	July 08, 2024
4.	Resignation	Satish Kumar Tetali	Non-Executive Director	July 08, 2024
5.	Appointment	Mani Swetha Tetali	Additional Director	July 08, 2024
6.	Appointment	Mani Swetha Tetali	Executive Director	July 22, 2024
7.	Regularization	Mani Swetha Tetali	Whole Time Director	August 14, 2024

8.	Appointment	Upendra Reddy Tetali	Whole Time Director	August 14, 2024
9.	Appointment	Pradipta Sahoo	Additional Independent Director	August 27, 2024
10.	Appointment	Lakshmipathi Reddy Garachetla	Additional Independent Director	August 27, 2024
11.	Appointment	Venkateswarlu Usurupati	Additional Independent Director	August 27, 2024
12.	Resignation	Upendra Reddy Tetali	Whole Time Director	September 15, 2024
13.	Regularization	Pradipta Sahoo	Independent Director	September 18, 2024
14.	Regularization	Lakshmipathi Reddy Garachetla	Independent Director	September 18, 2024
15.	Regularization	Venkateswarlu Usurupati	Independent Director	September 18, 2024
16.	Appointment	Maithri Yedla	Additional Independent Director	October 04, 2024
17.	Resignation	Pradipta Sahoo	Independent Director	October 20, 2024
18.	Regularization	Maithri Yedla	Independent Director	October 23, 2024
19.	Appointment	Satya Suresh Veeravilli	Additional and Whole Time Director	November 4, 2024
20.	Regularization	Satya Suresh Veeravilli	Whole Time Director	November 5, 2024

Borrowing powers of Board

In accordance with the our Articles of Association, applicable provisions of the Companies Act, 2013, and pursuant to resolutions passed by our Board on July 22, 2024 and special resolution by our Shareholders on August 14, 2024, our Board is authorised to borrow as and when required from any Bank and/or other Financial Institutions and/or foreign lender and/or anybody corporate/entity/ entities and/or authorities either in rupees or in such other foreign currencies as may be permitted by law from time to time, any sum of money, which together with money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the bankers to the Company in its ordinary course of business) exceeding the aggregate, for the time being, of the paid-up capital of the Company, securities premium account and its free reserves, i.e., reserves not set apart for any specific purpose, provided that the aggregate of the amount so borrowed by the Company shall not exceed ₹ 3,000.00 million.

Corporate Governance

In additions to the applicable provisions of the Companies Act, 2013 with respect to the Corporate Governance, provisions of the SBEI Listing Regulations will be applicable to our Company immediately up on the listing of Equity Shares on the Stock Exchanges.

The requirements pertaining to constitution of the committees such as the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk

Management Committee have been complied with. Our Board undertakes to take all necessary steps to continue to comply with all the requirements of Listing Regulations and the Companies Act, 2013.

Our Board has been constituted in compliance with the Companies Act, 2013 and in accordance with the best practices in corporate governance. Our Board functions either as a full board or through various committees constituted to oversee specific operational areas.

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 committees of the Board of directors:

a. Audit Committee;
b. Nomination and Remuneration Committee;
c. Stakeholders' Relationship Committee;
d. Corporate Social Responsibility Committee; and
e. Risk Management Committee

For purposes of the Offer, our Board has also constituted an IPO Committee.

Audit Committee

The Audit committee was constituted by a resolution of our Board dated October 21, 2024. The current constitution of the Audit Committee is as follows:

Name of the Director	Position in the Committee	Designation
Lakshmipathi Reddy Garachetla	Chairman	Independent Director
Maithri Yedla	Member	Independent Director
Ananda Swaroop Adavani	Member	Managing Director

The Company Secretary and Compliance Officer of the Company will act as the Secretary of the Committee.

The constitution, scope, function and terms of the Audit Committee are in compliance with Section 177 of the Companies Act and Regulation 18 of the SEBI Listing Regulations.

The terms of reference of the Audit Committee include:

Powers of Audit Committee

The Audit Committee shall have powers, including the following:

1. to investigate any activity within its terms of reference;

2. to seek information from any employee of the Company;

3. to obtain outside legal or other professional advice; and

4. to secure attendance of outsiders with relevant expertise, if it considers necessary.

5. such powers as may be prescribed under the Companies Act and SEBI Listing Regulations.

Role of Audit Committee

The role of the Audit Committee together with its powers as Part C of Schedule II of SEBI Listing Regulation, 2015 and Companies Act, 2013 shall be as under:

1. Overseeing the Company's financial reporting process, examination of the financial statement and the auditors' report thereon and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation to the Board for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company including the internal auditor, cost auditor and statutory auditor of the Company, and fixation of the 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 or rights issue, 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. Formulating a policy on related party transactions, which shall include materiality of related party transactions;
9. Approval or any subsequent modification of transactions of the Company with related parties; All related party transactions shall be approved by only Independent Directors who are the members of the committee, and the other members of the committee shall reuse themselves on the discussions related to related party transactions;

   Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013.

10. Review, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;

11. Scrutiny of inter-corporate loans and investments;

12. Valuation of undertakings or assets of the Company, wherever it is necessary; Appointment of Registered Valuer under Section 247 of the Companies Act, 2013.

13. Evaluation of internal financial controls and risk management systems;

14. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

15. 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;

16. Discussion with internal auditors of any significant findings and follow up thereon;

17. 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;

18. 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;

19. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

20. To review the functioning of the whistle blower mechanism;

21. Approval of appointment of chief financial officer (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

22. Carrying out any other function as is mentioned in the terms of reference of the audit committee; and

23. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

24. To formulate, review and make recommendations to the Board to amend the Terms of Reference of Audit Committee from time to time;

25. Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances;

26. Reviewing the utilization of loans and/or advances from/investment by the Company in the subsidiaries exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;

27. the Audit Committee shall review compliance with the provisions of the SEBI Insider Trading Regulations, at least once in a financial year and shall verify that the systems for internal control under the said regulations are adequate and are operating effectively;

28. to consider the rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc. of the Company and provide comments to the Company’s shareholders; and

29. Carrying out any other functions as provided under the provisions of the Companies Act, the SEBI Listing Regulations and other applicable laws, and carrying out any other functions as may be required / mandated and/or delegated by the Board as per the provisions of the Companies Act, 2013, SEBI Listing Regulations, uniform listing agreements and/or any 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.

Further, the Audit Committee shall mandatorily review the following information:

1. management discussion and analysis of financial condition and results of operations;

2. statement of significant related party transactions (as defined by the audit committee), submitted by management;

3. management letters / letters of internal control weaknesses issued by the statutory auditors;

4. internal audit reports relating to internal control weaknesses; and

5. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

6. Statement of deviations:

   (a) Quarterly statement of deviation(s) including reports of monitoring agency if applicable, submitted to stock exchange(s) in term of Regulation 32(1) of 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 SEBI Listing Regulations.

7. the financial statements, in particular, the investment made by any unlisted subsidiary; and

8. such information as may be prescribed under the Companies Act and SEBI Listing Regulations.

Nomination and Remuneration Committee

The Nomination and Remuneration committee was constituted by a resolution of our Board dated October 21, 2024. The current constitution of the Nomination and Remuneration Committee is as follows:

Name of the Director	Position in the Committee	Designation
Venkateswarlu Usurupati	Chairman	Independent Director
Maithri Yedla	Member	Independent Director
Lakshmipathi Reddy Garachetla	Member	Independent Director

The constitution, scope and function of the Nomination and Remuneration Committee are in compliance with Section 178 of the Companies Act and Regulation 19 of the SEBI Listing Regulations.

The terms of reference of the Nomination and Remuneration Committee include:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.

2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may

   a. Use the services of 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;

The Nomination and remuneration Committee, while formulating the above policy, should ensure that:

   i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run 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.

3. Formulating criteria for evaluation of performance of independent directors and the Board;

4. Devising a policy on diversity of Board;

5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of the Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance. The Company shall disclose the remuneration policy and the evaluation criteria in its annual report;

6. Extending or continuing the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

7. Recommending to the board, all remuneration, in whatever form, payable to senior management;
8. Analysing, monitoring and reviewing various human resource and compensation matters, including the compensation strategy;

9. Determining the Company’s policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

10. Recommending the remuneration, in whatever form, payable to non-executive directors and the senior management personnel and other staff (as deemed necessary);

11. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

12. Administering, monitoring and formulating detailed terms and conditions of the Employees Stock Option Scheme of the Company;

13. Framing suitable policies and systems to ensure that there is no violation, as amended from time to time, of any securities laws or any other applicable laws in India or overseas, including:

a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended; and

b. The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended;

14. Carrying out any other function as is mandated by the Board from time to time and / or enforced/mandated by any statutory notification, amendment or modification, as may be applicable; and

15. Performing such other functions as may be necessary or appropriate for the performance of its duties.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee was constituted by a resolution of our Board dated October 21, 2024. The current constitution of the Stakeholders Relationship Committee is as follows:

Name of the Director	Position in the Committee	Designation
Lakshmipathi Reddy Garachetla	Chairman	Independent Director
Ananda Swaroop Adavani	Member	Managing Director
Mani Swetha Tetali	Member	Whole-time Director

The constitution, scope and function of the Stakeholders' Relationship Committee is in compliance with Section 178 of the Companies Act and Regulation 20 of the SEBI Listing Regulations.

The powers of the Stakeholders' Relationship Committee include:

1. Redressal of all security holders' and investors' grievances such as complaints related to transfer of shares, including non-receipt of share certificates and review of cases for refusal of transfer/transmission of shares and debentures, dematerialisation and re-materialisation of shares, non-receipt of balance sheet, non-receipt of declared dividends, non-receipt of annual reports, etc., assisting with quarterly reporting of such complaints and formulating procedures in line with statutory guidelines to ensure speedy disposal of various requests received from shareholders;

2. Resolving the grievances of the security holders of the Company including complaints related to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;

3. Giving effect to all transfer/transmission of shares and debentures, dematerialization of shares and re-materialization of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;

4. Reviewing the adherence to the service standards by the Company with respect to various services rendered by the registrar and transfer agent of our Company and to recommend measures for overall improvement in the quality of investor services;

5. Review of measures taken for effective exercise of voting rights by shareholders;

6. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar & share transfer agent;

7. To approve allotment of shares, debentures or any other securities as per the authority conferred / to be conferred to the Committee by the Board of Directors from time to time;

8. To approve requests for transfer, transposition, deletion, consolidation, sub-division, change of name, dematerialization, rematerialisation etc. of shares, debentures and other securities as per the authority conferred / to be conferred to the committee by the Board of Directors from time to time;

9. To monitor and expedite the status and process of dematerialization and rematerialisation of shares, debentures and other securities of the Company; and

10. 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.

11. Engage independent consultants and advisors, including legal counsel or expert, as it deems appropriate.

12. To review on such terms of reference as may be prescribed under the Companies Act and SEBI Listing Regulations.

Additionally, the responsibilities of the Committee shall include the following:

1. Approval of issue of duplicate certificates for securities and transmission of securities.

2. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of the 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 & Share Transfer Agent.

5. Review of the various measures and initiatives taken by the Company to reduce the quantum of unclaimed dividends and ensure timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

6. Oversee the statutory compliance relating to all securities including dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund.

7. Review of movements in shareholding and ownership structures of the Company.

8. Conduct a Shareholder Satisfaction Survey to judge the level of satisfaction amongst shareholders.

9. Suggest and drive implementation of various investor-friendly initiatives.

10. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification/amendment or modification as may be applicable.

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was re-constituted by our Board at its meeting held on October 21, 2024 in accordance with Section 135 of the Companies Act. The current constitution of the Corporate Social Responsibility Committee is as follows:

Name of the Director	Position in the Committee	Designation
Venkateswarlu Usurupati	Chairman	Independent Director
Ananda Swaroop Adavani	Member	Managing Director

Mani Swetha Tetali	Member	Whole time Director

The terms of reference of the Corporate Social Responsibility Committee include the following:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy stipulating, amongst others, the guiding principles for selection, implementation and monitoring the activities as well as formulation of the annual action plan 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 and make any revisions therein as and when decided by the Board;
2. To review and recommend the amount of expenditure to be incurred on the activities referred to in (a) and amount to be incurred for such expenditure shall be as per the applicable law;
3. To identify corporate social responsibility policy partners and corporate social responsibility policy programmes;
4. To review and recommend the amount of expenditure to be incurred for the corporate social responsibility activities and the distribution of the same to various corporate social responsibility programmes undertaken by the Company;
5. To delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;
6. To review and monitor the Corporate Social Responsibility Policy of the company and its implementation from time to time, and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;
7. To do such other acts, deeds and things as may be required to comply with the applicable laws; and;
8. To take note of the Compliances made by implementing agency (if any) appointed for the corporate social responsibility of the Company.
9. The Corporate Social Responsibility Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its corporate social responsibility policy, which shall include the following:
    i. the list of corporate social responsibility projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act;
    ii. the manner of execution of such projects or programmes as specified in the rules notified under the Companies Act;
    iii. the modalities of utilisation of funds and implementation schedules for the projects or programmes;
    iv. monitoring and reporting mechanism for the projects or programmes; and
    v. details of need and impact assessment, if any, for the projects undertaken by the Company;

10. To perform such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority."

Risk Management Committee

The Risk Management Committee was constituted by our Board at its meeting held on October 21, 2024. The Scope and functions are in accordance with Regulation 21 of the SEBI Listing Regulations. The current constitution of the Risk Management Committee is as follows:

Name of the Director	Position in the Committee	Designation
Ananda Swaroop Adavani	Chairman	Managing Director
Mani Swetha Tetali	Member	Whole time Director
Lakshmipathi Reddy Garachetla	Member	Independent Director

The terms of reference of the Risk Management Committee include the following:

1. To formulate a detailed risk management policy covering risk across functions and plan integration through training and awareness programmes which shall include:

i. A framework for identification of internal and external risks specifically faced by the listed entities, in particular including financial, operational, sectoral, sustainability (particularly environmental, social and governance related risks), information, cyber security risks or any other risk as may be determined by the Risk Management Committee;

ii. Measures for risk mitigation including systems and processes for internal control of identified risks; and

iii. Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5. To approve the process for risk identification and mitigation;

6. To decide on risk tolerance and appetite levels, recognizing contingent risks, inherent and residual risks including for cyber security;

7. To monitor the Company's compliance with the risk structure. Assess whether current exposure to the risks it faces is acceptable and that there is an effective remediation of non-compliance on an on-going basis;

8. To approve major decisions affecting the risk profile or exposure and give appropriate directions;

9. To consider the effectiveness of decision making process in crisis and emergency situations;

10. To generally, assist the Board in the execution of its responsibility for the governance of risk;

11. To keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;

12. The appointment, removal and terms of remuneration of the chief risk officer (if any) shall be subject to review by the Risk Management Committee;

13. To implement and monitor policies and/or processes for ensuring cyber security;

14. To review and recommend potential risk involved in any new business plans and processes;

15. To review the Company's risk-reward performance to align with the Company's overall policy objectives;

16. To monitor and review regular updates on business continuity;

17. The Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;

18. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors;

19. To advise the Board with regard to risk management decisions in relation to strategic and operational matters such as corporate strategy; and

20. Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

IPO Committee

The IPO Committee was constituted by a meeting of our Board held on October 21, 2024. Further, the IPO Committee was re-constituted by meeting of our Board held on November 4, 2024. The members of the IPO Committee are:

Name of the Director	Position in the Committee	Designation
Ananda Swaroop Adavani	Chairman	Managing Director
Mani Swetha Tetali	Member	Whole-time Director
Lakshmipathi Reddy Garachetla	Member	Independent Director
Satya Suresh Veeravilli	Member	Whole Time Director and Chief Financial Officer

The terms of reference of the IPO Committee include the following:

1. To decide, negotiate and finalize, sign, execute, deliver or arrange the delivery of the DRHP, RHP, the Prospectus, the abridged prospectus, the preliminary international wrap and final international wraps, Offer agreement, share escrow agreement, syndicate agreement, underwriting agreement, cash escrow and sponsor bank agreement, agreements with the registrar and the advertising agency, bid-cum-application forms, confirmation of allotment notes, and all other documents, deeds, agreements and instruments and any notices, supplements and corrigenda thereto (including any amendments, changes, variations, alterations or modifications thereto or termination thereof), in consultation with the book running lead manager appointed in relation to the Offer (the "**BRLM**"), and all matters regarding the Pre-IPO Placement, if any, out of the fresh issue of Equity Shares by the Company in the Offer, decided by the Board, including entering into discussions and execution of all relevant documents with Investors;

2. To amend the terms of participation by the Selling Shareholders in the Offer for Sale;

3. To take all actions as may be necessary and authorised in connection with the offer for sale and to approve and take on record the approval of the selling shareholder(s) for offering their Equity Shares in the offer for sale and the transfer of Equity Shares in the offer for sale;

4. To decide on other matters in connection with or incidental to the Offer, including the pre-IPO placement, timing, pricing and terms of the Equity Shares, the Offer price, the price band, the size and all other terms and conditions of the Offer including the number of Equity Shares to be offered and transferred in the Offer, the bid / Offer opening and bid/Offer closing date, discount (if any), reservation, determining the anchor investor portion, issue price for anchor investors and allocating such number of Equity Shares to anchor investors in consultation with the BLRM and in accordance with the SEBI ICDR Regulations and to do all such acts and things as may be necessary and expedient for, and incidental and ancillary to the Offer including to make any amendments, modifications, variations or alterations in relation to the Offer and to constitute such other committees of the Board, as may be required under Applicable Laws, including as provided in the SEBI Listing Regulations;

5. To make applications, seek clarifications, obtain approvals and seek exemptions from, where necessary, SEBI, the RoC and any other governmental or statutory authorities as may be required in connection with the Offer and accept on behalf of the Company such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions as may be required and wherever necessary, incorporate such modifications / amendments as may be required in the draft red herring prospectus (the "**DRHP**"), the red herring prospectus (the "**RHP**") and the Prospectus as applicable;

6. To finalize, settle, approve, adopt and file in consultation with the BRLM where applicable, the DRHP, the RHP the Prospectus, the preliminary and final international wrap and any amendments (including dating of such documents), supplements, notices, addenda or corrigenda thereto, and take all such actions as may be necessary for the submission and filing of these documents including incorporating such alterations/corrections/ modifications as may be required by SEBI, the RoC or any other relevant governmental and statutory authorities or in accordance with Applicable Laws;

7. To invite the existing shareholders of the Company to participate in the Offer by offering for sale the Equity Shares held by them at the same price as in the Offer;

8. To approve the relevant restated financial statements to be issued in connection with the Offer;

9. To appoint and enter into and/or terminate arrangements with the BRLM, and appoint and enter into and/or terminate arrangements in consultation with the BRLM with underwriters to the Offer, Syndicate Member to the Offer, brokers to the Offer, escrow collection bankers to the Offer, refund bankers to the Offer, registrars, public offer account bankers to the Offer, sponsor bank, legal advisors, auditors, independent chartered accountants, advertising agency, registrar to the Offer, depositories, custodians, ipo grading agency, monitoring agency, industry expert, credit rating agencies, printers, and any other agencies or persons or intermediaries whose appointment is required in relation to the Offer including any successors or replacements thereof, and to negotiate, finalise and amend the terms of their appointment, including but not limited to the execution of the engagement letter with the BRLM and negotiation, finalization, execution and, if required, amendment or termination of the Offer agreement with the BRLM;

10. To decide the total number of Equity Shares to be reserved for allocation to eligible categories of investors, if any, and on permitting existing shareholders to sell any Equity Shares held by them;

11. To negotiate, finalise and settle and to execute and deliver or arrange the delivery of the DRHP, the RHP, the Prospectus, Offer agreement, syndicate agreement, underwriting agreement, share escrow agreement, cash escrow and sponsor bank agreement, ad agency agreement, agreements with the registrar to the issue and all other documents, deeds, agreements and instruments whatsoever with the registrar to the Offer, legal advisors, auditors, stock exchange(s), BRLM and any other agencies/intermediaries in connection with the Offer with the power authorize one or more officers of the Company to execute all or any of the aforesaid documents or any amendments thereto as may be required or desirable in relation to the Offer;

12. To authorise the maintenance of a register of holders of the Equity Shares;

13. To seek, if required, the consent and/or waiver of the lenders of the Company, customers, suppliers, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents and/or waivers that may be required in relation to the Offer or any actions connected therewith;

14. To open and operate bank accounts in terms of the escrow agreement and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;

15. To open and operate bank accounts of the Company in terms of Section 40(3) of the Companies Act, 2013, as amended, and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;

16. To authorize and approve incurring of expenditure and payment of fees, commissions, brokerage, remuneration and reimbursement of expenses in connection with the Offer;

17. To accept and appropriate the proceeds of the Offer in accordance with the Applicable Laws;

18. To approve code of conduct as may be considered necessary or as required under Applicable Laws, regulations or

guidelines for the Board, officers of the Company and other employees of the Company;

19. To implement any corporate governance requirements that may be considered necessary by the Board or the any other committee or as may be required under the Applicable Laws, including the SEBI Listing Regulations and listing agreements to be entered into by the Company with the relevant stock exchanges, to the extent allowed under law;

20. To issue receipts/allotment letters/confirmation of allotment notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the tradability and free transferability thereof as per market practices and regulations, including listing on one or more stock exchanges, with power to authorize one or more officers of the Company or the Registrar to the Offer to sign all or any of the aforestated documents;

21. To authorize and approve notices, advertisements in relation to the Offer, in accordance with the SEBI ICDR Regulations and other Applicable Laws, in consultation with the relevant intermediaries appointed for the Offer;

22. To do all such acts, deeds, matters and things and execute all such other documents, etc., as may be deemed necessary or desirable for such purpose, including without limitation, to finalise the basis of allocation and to allot the shares to the successful allottees as permissible in law, issue of allotment letters/confirmation of allotment notes, share certificates in accordance with the relevant rules, in consultation with the BRLM;

23. To do all such acts, deeds and things as may be required to dematerialise the Equity Shares and to sign and / or modify, as the case maybe, agreements and/or such other documents as may be required with the National Securities Depository Limited, the Central Depository Services (India) Limited, registrar and transfer agents and such other agencies, authorities or bodies as may be required in this connection and to authorize one or more officers of the Company to execute all or any of the afore-stated documents;

24. To make applications for listing of the Equity Shares in one or more stock exchanges for listing of the Equity Shares and to execute and to deliver or arrange the delivery of necessary documentation to the concerned stock exchanges in connection with obtaining such listing including without limitation, entering into listing agreements and affixing the common seal of the Company where necessary;

25. To settle all questions, difficulties or doubts that may arise in regard to the Offer, including such issues or allotment, terms of the Offer, utilisation of the Offer proceeds and matters incidental thereto as it may deem fit;

26. To authorize any concerned person on behalf of the Company to give such declarations, affidavits, undertakings, certificates, consents and authorities as may be required from time to time in relation to the Offer or provide clarifications to the SEBI, the RoC and the relevant stock exchanges where the Equity Shares are to be listed;

27. To negotiate, finalize, settle, execute and deliver any and all other documents or instruments and to do or cause to be done any and all acts or things as the Board or any other committee thereof may deem necessary, appropriate or advisable in order to carry out the purposes and intent of this resolution or in connection with the Offer and any documents or instruments so executed and delivered or acts and things done or caused to be done by the Board or any other committee thereof shall be conclusive evidence of their authority in so doing;

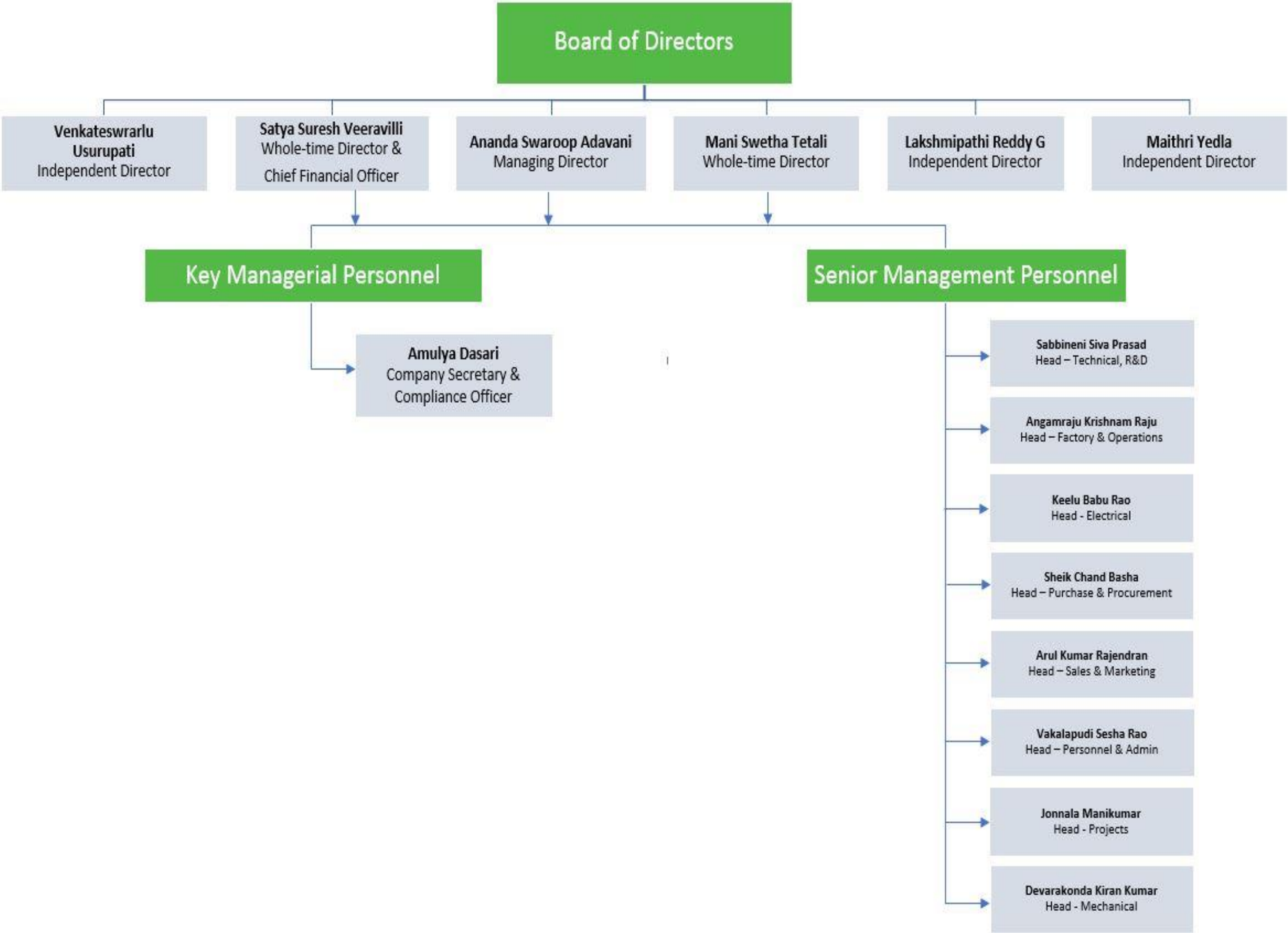
28. To approve suitable policies on insider trading, whistle-blowing, risk management, and any other policies as may be required under the SEBI Listing Regulations or any other Applicable Laws;

29. To approve the list of ‘group companies’ of the Company, identified pursuant to the materiality policy adopted by the Board, for the purposes of disclosure in the DRHP, RHP and Prospectus;

30. To withdraw the DRHP or the RHP or to decide to not proceed with the Offer at any stage in accordance with Applicable Laws and in consultation with the BRLM, if deemed necessary; and

31. To delegate any of its powers set out under (a) to (ee) hereinabove, as may be deemed necessary and permissible under Applicable Laws to the officials of the Company"

Management Organisation Chart



Key Managerial Personnel

In addition to Ananda Swaroop Adavani, our Managing Director, Mani Shwetha Tetali, our Whole Time Director and Satya Suresh Veeravilli, our Whole Time Director and Chief Financial Officer, whose details are provided in "*Our Management - Brief biographies of our Directors*" on page 266, the details of the Key Managerial Personnel of our Company are as follows:

Amulya Dasari is the Company Secretary appointed with effect from August 1, 2024 and has been designated as the Compliance Officer of our Company vide resolution dated August 27, 2024. She holds a Bachelor's Degree in Academic Laws from the Andhra University (2009). She is an associate member of the Institute of Company Secretaries of India (2012). Previously she was associated as a Company Secretary at Sri Ramadas Paper Boards Private Limited. She was appointed in Fiscal 2025 and hence did not receive any remuneration from our company in Fiscal 2024.

Senior Management Personnel

In addition to Company Secretary and Compliance Officer and Chief Financial Officer of our Company, whose details are provided in "*Our Management - Key Managerial Personnel*" on page 288, the details of our other Senior Management Personnel are set forth below:

Angaraju Krishnamraju is the Head of the Factory and Operations Department of our Company. He has been associated with our Company since October 03, 2012. He holds a provisional Bachelor's Degree Certificate in Computer Science and Engineering from the Jawaharlal Nehru Technological University, Hyderabad (2010). He was previously associated as a Unit Manager with ICICI Prudential. He received a remuneration of ₹ 0.94 million in Fiscal 2024 from our Company.

Arul Kumar Rajendran is the Head of the Sales and Marketing Department of our Company. He has been associated with our Company since January 20, 2020. He has passed Bachelor of Science examination from the Osmania University, Hyderabad, Andhra Pradesh (2004). He was previously associated as a Senior Marketing Executive and Dy. General Manager with Parle International Limited, as a Regional Sales Manager with Cadbury Schweppes Beverages Pvt. Ltd., as a Group Marketing Head with Chellarams Plc, as a VP Business Development Manager with KFC Nigeria, and as a General Manager with Grand Oak International Brands Limited. He received a remuneration of ₹ 2.28 million in Fiscal 2024 from our Company.

Jonnala Manikumar is the Head of the Projects Department of our Company. He has been associated with our Company since March 27, 2014. He holds a Diploma in Mechanical Engineering as issued by the State Board of Technical Education and Training, Andhra Pradesh (2012). He was previously associated as a Supervisor with Sai Sri Constructions. He received a remuneration of ₹ 0.94 million in Fiscal 2024 from our Company.

Keelu Baburao is the Head of the Electrical Department of our Company. He has been associated with our Company since June 15, 2016. He holds a Bachelor of Engineering degree from the Andhra University (2009). He was previously associated as a Senior Executive with Visakha Container Terminal and as an Assistant Manager with Adani Ports and Special Economic Zone Limited. He received a remuneration of ₹ 1.56 million in Fiscal 2024 from our Company.

Sabbineni Siva Prasad is the Head of the Technical and R & D Department of our Company. He has been associated with our Company since August 10, 2013. He holds a provisional Bachelor of Science degree certificate from the Andhra University (1977). He was previously associated as a Product Manager with Laxmi Starch Limited, as a Senior Manager with Unique Sugars Limited, as a Vice President (Operations) with Vijaynagar Biotech Limited and as a General Manager with Tantia Agrochemicals Private Limited. He received a remuneration of ₹ 3.52 million in Fiscal 2024 from our Company.

Sheik Chand Basha is the Head of the Purchase and Procurement Department of our Company. He has been associated with our Company since May 24, 2013. He holds a provisional Master's Degree in Computer Applications certificate from the Andhra University (2012). He was previously associated as an Accounts Manager with Circar Jute Mills Private Limited. He received a remuneration of ₹ 0.95 million in Fiscal 2024 from our Company.

Vakalapudi Sesha Rao is the Head of the Personnel and Admin Department of our Company. He has been associated with our Company since January 20, 2013. He holds a diploma Civil Engineering from the State Board of Technical Education and Training, Andhra Pradesh (1997). He was previously associated as a Senior Engineer with Sree Venkataraya Cotton Mills Private Limited**.** He received a remuneration of ₹ 1.06 million in Fiscal 2024 from our Company.

Kiran Kumar Devarakonda is the Head of the Mechanical Department of our Company. He has been associated with our Company since March 13, 2024. He holds a diploma in Mechanical Engineering from the State Board of Technical Education and Training, Andhra Pradesh (2003) through distance learning, a Bachelor's of Business Administration degree from the Assam down town University (2017), and a Post Graduate diploma in Operations through distance learning from NIMT, Greater Noida (2017). He holds an Experience – cum – Trade certificate as issued by the Bureau of Sailors, Indian Navy**.** He was previously associated with Project Manager (Production) with Sri Sai Oil Field & Marine Industries Private Limited. He was appointed in Fiscal 2025 and hence did not receive any remuneration from our company.

Status of Key Managerial Personnel and Senior Management Personnel

All our Key Managerial Personnel and Senior Management Personnel are permanent employees of our Company.

Relationship among Key Managerial Personnel and Senior Management Personnel and Directors

Except as disclosed in "*Relationships between our Directors, Key Managerial Personnel and Senior Managerial Personnel*" on page 270, none of our Key Managerial Personnel and Senior Management Personnel are related to each other.

Arrangements and understanding with major shareholders.

None of our Key Managerial Personnel and Senior Management Personnel have been selected pursuant to any arrangement or understanding with any major Shareholders, customers or suppliers of our Company, or others.

Shareholding of the Key Managerial Personnel and Senior Management Personnel

Other than as disclosed under "*Capital Structure – Details of Shareholding of our Directors, Key Managerial Personnel and Senior Management in our Company*" on page 93, none of our Key Managerial Personnel or Senior Management hold any Equity Shares as on the date of this Draft Red Herring Prospectus.

Service contracts with Key Managerial Personnel and Senior Management

Other than statutory benefits upon termination of their employment in our Company on retirement, 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.

Contingent and deferred compensation payable to Key Managerial Personnel and Senior Management Personnel

As on the date of this Draft Red Herring Prospectus, there is no contingent or deferred compensation which accrued to our Key Managerial Personnel and Senior Management Personnel for Fiscal 2024, which does not form part of their remuneration for such period.

Bonus or profit-sharing plan of the Key Managerial Personnel and Senior Management Personnel

None of the Key Managerial Personnel or Senior Management is party to any bonus or profit-sharing plan of our Company. The management may from time to time decide to give performance bonus to its employees.

Interest of our Key Managerial Personnel and Senior Management Personnel

Our Key Managerial Personnel and Senior Management are interested in our Company to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of their service. Further, some of our KMPs are also interested in our Company to the extent of the unsecured loans provided by them to our Company.

Our Key Managerial Personnel may also be deemed to be interested to the extent of any dividend payable to them and other distributions in respect of Equity Shares held by them in our Company.

For further details please see the section titled "*Our Management – Interest of Directors*" on page 272.

Changes in the Key Managerial Personnel and Senior Management Personnel in last three years

Except as mentioned below, as on the date of this Draft Red Herring Prospectus, there has been no change in the Key Managerial Personnel and Senior Management Personnel in the last three years.

Sr. No.	Nature of change	Name of the Personnel	Designation	Date of change
1.	Appointment	Sanyukta Jodhani	Company Secretary	August 1, 2022
2.	Appointment	Kiran Kumar Devarakonda	Senior Manager – Maintenance Mechanical Department	March 13, 2024
3.	Re-designation	Angaraju Krishnam Raju	Head – Factory and Operations	April 1, 2024
4.	Re-designation	Arul Kumar Rajendran	Head – Sales and Marketing	April 1, 2024
5.	Re-designation	Jonnala Mani Kumar	Head - Projects	April 1, 2024
6.	Re-designation	Keelu Baburao	Head - Electrical	April 1, 2024
7.	Re-designation	Sabbineni Siva Prasad	Head – Technical and R&D	April 1, 2024
8.	Re-designation	Sheik Chand Basha	Head – Purchase & Procurement	April 1, 2024
9.	Re-designation	Vakalpudi Sesha Rao	Head – Admin and Personnel	April 1, 2024
10.	Re-designation	Kiran Kumar Devarakonda	Head - Mechanical Department	April 1, 2024
11.	Resignation	Sanyukta Jodhani	Company Secretary	July 31, 2024
12.	Appointment	Amulya Dasari	Company Secretary	August 1, 2024

13.	Appointment	Amulya Dasari	Compliance Officer	August 27, 2024
14.	Appointment	Satya Suresh Veeravilli	Chief Financial Officer	August 27, 2024

Attrition of Key Managerial Personnel and Senior Management

The attrition of Key Managerial Personnel and Senior Management is not high in our Company as compared to the industry.

Payment or benefits to the Key Managerial Personnel and Senior Management

No amount or benefit has been paid or given within the two preceding years or is intended to be paid or given to any of the Key Managerial Personnel or Senior Management except the normal remuneration for services rendered by them. Additionally, there is no contingent or deferred compensation payable to any of our Key Managerial Personnel.

Employee stock option plan

As on the date of this Draft Red Herring Prospectus, our Company does not have any Employee stock option plan**.**

OUR PROMOTERS AND PROMOTER GROUP

Our Promoters

The Promoters of our Company are Unimark Business Solutions Private Limited, Speedfast Tracom Limited, Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali.

As on date of this Draft Red Herring Prospectus, our Promoters collective hold 24,07,33,300 Equity Shares in our Company, representing 91.68 % of the issued, subscribed and paid-up Equity Share capital of our Company.

For details of the build-up of the Promoters' shareholding in our Company, see "*Capital Structure – History of the Equity Share capital held by our Promoters*" on page 93.

Details of our Promoters:

	**Ananda Swaroop Adavani** Ananda Swaroop Adavani, aged 44 years, is a Promoter and is also the Managing Director of our Company. **Date of Birth**: November 5, 1979 **Address**: 2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy Mandalam, Anaparthi, East Godavari – 533342, Andhra Pradesh, India. For a complete profile of Ananda Swaroop Adavani i.e., his educational qualifications, professional experience, positions / posts held in the past and other directorships, interest in other entities, special achievements, business and financial activities, see "*Our Management*" on page 266. His permanent account number is AIHPA6048H
	**Mani Swetha Tetali** Mani Swetha Tetali, aged 43 years, is a Promoter and Whole Time Director of our Company. **Date of Birth**: March 6, 1981 **Address**: 2-127, Gandhi Nagar, Padma Sri Theater Veedhi, Anaparthy, East Godavari – 533342, Andhra Pradesh, India. For a complete profile of Mani Swetha Tetali i.e., her educational qualifications, professional experience, positions / posts held in the past and other directorships, interest in other entities, special achievements, business and financial activities, see "*Our Management*" on page 266. Her permanent account number is ABSPT9774D

<table>
<tr>
<td></td>
<td>
Himabindu Tetali

Himabindu Tetali, aged 39 years, is a Promoter of our Company. She holds a Bachelor of Technology from the Andhra University (2007) and a Master of Science in Computer Science degree from the University of Kentucky (2007). She is currently associated as an Agile Product Management Advisor with Cigna – Evernorth Services Inc (The Cigna Group).

Date of Birth: February 25, 1985

Address:

India:

2-127, Gandhi Nagar, Padma Sri Theater Street, Anaparthi Mandal, Anaparthy, East Godavari – 533342, Andhra Pradesh, India.

USA:
1303, Brian Wood, DR Cedar Park, Texas 78613, USA.

The other directorships of Himabindu Tetali are as follows:
a. Manikyam Agro Processors Private Limited
b. Unimark Business Solutions Private Limited
c. Speedfast Tracom Limited

Her permanent account number is ADDPT0697G
</td>
</tr>
</table>

Our Company confirms that the permanent account number, bank account number(s), the passport number, aadhar card number and driving license number of each of our Individual Promoters will be submitted to the Stock Exchanges at the time of filing of this Draft Red Herring Prospectus.

Corporate Promoters

I. Unimark Business Solutions Private Limited

Corporate Information

Unimark Business Solutions Private Limited was incorporated on March 4, 2011, as a Company Limited by shares under the provisions of the Companies Act, 1956. The corporate identification number of our Corporate Promoter is U74999AP2011PTC114835.

PAN Details: AABCU2763L

The registered office of Unimark Business Solutions Private Limited is situated at D. No. 81-42-01, 5th Floor, Venkateswara Nagar, Revenue Ward No- 30, J N Road, Rajahmundry, RTC Bus Complex Centre, East Godavari, Rajahmundry (Urban) – 533103, Andhra Pradesh, India.

As of the date of this Draft Red Herring Prospectus, the shares of Unimark Business Solutions Private Limited are not listed on any Stock Exchange.

Nature of Business

To carry on the business as buyers, sellers, traders, merchants, indentors, brokers, agents, commission agents, assemblers, refiners, cultivators, miners, mediators, packers, stockists, distributors, advisors, hire purchasers, multi level marketing of & in all kinds of wood, timber and timber products, gems and jewellery, imitation jewellery, plastics and plastics goods & raw materials thereof, rubberised cloth, food grains, dairy products, soap detergents, biscuits, surgical, diagnostic medical pulses, leather & finished leather goods, leather garments, leather products, all related items in leather, electric and electronics components and goods, iron & steel, aluminium, minerals, ferrous and non-ferrous metal, stainless steel, jute and jute products, textile, cotton, synthetic, fibre, silk, yarn, wool and woollen goods, handicrafts and silk artificial synthetics, readymade garments, design materials, process, printers in all textiles, timber cosmetics, stationery, tools and hardware, and to deal in shares and securities and to do financial business and sugar, tea, coffee, paper, packaging material, chemicals, cement, spices, grain, factory materials, house equipment's, rubber and rubber products, coal, coal products and coaltar, fertilizers, agriculture products, Industrial products, computer data materials, software, paints, industrial and other gases, alcohol, edible and non-edible oils and fats, drugs, plants and machinery goods, engineering goods and equipment's, office equipment's, hospital equipment's, railway accessories, medicine, sugar & sugarcane, automobile parts, building construction & materials fur & fur made items toys, building plans, consumer products, consumer durables, coal and coke, mica and mica products, dry flowers and plants, printing, transportation and all other kinds of goods and merchandise, commodities and articles of consumption of all kinds in India or elsewhere and to acquire, purchase on lease and run any hotel and restaurant.

Change in activities

There has been no change in activities of our Corporate Promoter since the date of its incorporation.

Capital Structure

Sr. No.	Particulars	No. of Equity Shares of Face Value of ₹ 1 each
1	Authorised share capital	28,00,000
2	Issued, Subscribed and Paid-Up Equity Share Capital	17,91,000

Shareholding Pattern

Sr. No.	Name of Shareholder	No. of Equity Shares of face value of ₹ 1 each	Percentage of Shareholding (%)
1.	Speedfast Tracom Limited	17,83,000	99.55
2.	Mani Swetha Tetali	5,000	0.28
3.	Ananda Swaroop Adavani	3,000	0.17
	TOTAL	**17,91,000**	**100%**

Promoters of Unimark Business Solutions Private Limited

As on the date of this Draft Red Herring Prospectus, Speedfast Tracom Limited, Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali are the promoters of Unimark Business Solutions Private Limited.

Change in control of Unimark Business Solutions Private Limited

There has been no change in the control of the Unimark Business Solutions Private Limited in the last three years preceding the date of filing of this Draft Red Herring Prospectus.

Board of Directors of Unimark Business Solutions Private Limited

As on the date of this Draft Red Herring Prospectus, the Board of Directors of Unimark Business Solutions Private Limited comprises of the following:

1) Ananda Swaroop Adavani;
2) Mani Shwetha Tetali; and
3) Himabindu Tetali.

II. Speedfast Tracom Limited

Speedfast Tracom Limited was incorporated on January 15, 2014, as a Company Limited by shares under the provisions of the Companies Act, 1956. The corporate identification number of our Corporate Promoter U51909AP2014PLC114833.

PAN Details: AAUCS1700J

The registered address of the Speedfast Tracom Limited is D. No. 81-42-01, 5th Floor, Venkateswara Nagar, Revenue Ward No- 30, J N Road, RTC Bus Complex Centre, East Godavari, Rajahmundry (Urban) – 533103, Andhra Pradesh, India.

As of the date of this Draft Red Herring Prospectus, the shares of Speedfast Tracom Limited are not listed on any Stock Exchange.

Nature of Business

To carry on the business as exporters, importers, buyers, sellers, traders, merchants, indentors, brokers, agents, commission agents, assemblers, refiners, cultivators, miners, mediators, packers, stockists, distributors, advisors, hire purchasers of & in all kinds of doll, human statues, wood, timber and timber products, gems and jewellery, imitation jewellery, plastics and plastics goods & raw materials thereof, rubberised cloth, food grains, dairy products, soap detergents, biscuits, surgical, diagnostic medical pulses, leather & finished leather goods, leather garments, leather products, all related items in leather, electric and electronics components and goods, iron & steel, aluminium, minerals, ferrous and non-ferrous metal, stainless steel, jute and jute products, textile, cotton, synthetic, fibre, silk, yarn, wool and woollen goods, handicrafts and silk artificial synthetics, readymade garments, design materials, process, printers in all textiles, timber cosmetics, stationery, tools and hardware, and to deal in shares and securities, to do all kinds of financial business, sugar, tea, coffee, paper, packaging material, chemicals, cement, spices, grain, factory materials, house equipments, rubber and rubber products, coal, coal products and coal tar, fertilizers, agriculture products, Industrial products, computer data materials, software, paints, industrial and other gases, alcohol edible and non-edible oils and fats, drugs, plants and machinery goods, engineering goods and equipments, office equipments, hospital equipments, railway accessories, medicine, sugar & sugarcane, automobile parts, building construction & materials fur & fur made items toys, building plans, consumer products, consumer durables, coal and coke, mica and mica products, dry flowers and plants, printing, transportation and all other kinds of goods and merchandie, commodities and articles of consumption of all kinds in India or elsewhere.

Change in activities

There has been no change in activities of our Corporate Promoter since the date of its incorporation.

Capital Structure

Sr. No.	Particulars	No. of Equity Shares of Face Value of ₹ 1 each
1	Authorised share capital	20,00,000.00
2	Issued, Subscribed and Paid-Up Equity Share Capital	19,00,000.00

Shareholding Pattern

Sr. No.	Name of the Shareholder	No. of Equity Shares of ₹ 1 each	Percentage of Shareholding (%)
1.	Ananda Swaroop Adavani	6,98,000	36.74
2.	Mani Swetha Tetali	5,42,000	28.53
3.	Himabindu Tetali	6,22,000	32.74
4.	Venkata Krishna Reddy Tetali	10	0.00
5.	Veeraraghava Reddy Thadi	10	0.00
6.	K Pushpavathi	36,000	1.89
7.	Karri Ramakrishna Reddy	1,980	0.10
	TOTAL	**19,00,000**	**100.00%**

Promoters of Speedfast Tracom Limited

Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali are the promoters of the Speedfast Tracom Limited.

Change in control of Speedfast Tracom Limited

There has been no change in the control of Speedfast Tracom Limited in the three years preceding the date of filing of this Draft Red Herring Prospectus.

Board of Directors of Speedfast Tracom Limited

As on the date of this Draft Red Herring Prospectus, the board of directors of Speedfast Tracom Limited comprises of the following:

1. Ananda Swaroop Adavani
2. Mani Swetha Tetali
3. Himabindu Tetali

Our Company confirms that the permanent account number, bank account number, and company registration number of Unimark Business Solutions Private Limited and Speedfast Tracom Limited and the address of the Registrar of Companies, Andhra Pradesh at Vijayawada where Unimark Business Solutions Private Limited and Speedfast Tracom Limited are registered, will be 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 in "*Promoter and Promoter Group – Entities forming part of our Promoter Group*" below and in section "*Our Management – Other Directorships*" on page 266, our Promoters are not involved in any other ventures.

Interest of our Promoters

Except for Unimark Business Solutions Private Limited and Speedfast Tracom Limited, our Promoters are interested in our Company to the extent that they have promoted our Company and to the extent of their respective shareholdings in our Company and the shareholding of the members of the Promoter Group in our Company, directly and indirectly, the dividend payable, if any, and any other distributions in respect of the Equity Shares held by them in our Company, directly or indirectly, from time to time. For details of the shareholding of our Promoters in our Company, please see the section entitled "*Capital Structure*" and "*Our Management*" on page 85 and 266 respectively.

Our Promoters, some of whom are also the Directors and Key Managerial Personnel of our Company, may be deemed to be interested to the extent of their remuneration and reimbursement of expenses etc., payable to them, if any. For further details, please see the section entitled "*Our Management – Payment or benefit to the Directors of our Company*" on page 270.

Our Promoters have no interest in any property acquired by our Company during the three years immediately preceding the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company, or in any transaction by our Company for acquisition of land, construction of building or supply of machinery, except as provided below;

Sr. No.	Property Address	Consideration *(in ₹)*	Date of purchase	Existing Usage	Promoter - Seller
1.	R.s No – 972, 3rd KM on Gopala Puram Road, Deverapalli, West Godavari – 534313, Andhra Pradesh, India.	87,40,000	March 7, 2024	Factory Use	Mani Swetha Tetali

Except for the rental income to the extent of ₹ 50,000 per month and ₹ 1,00,000 per month received by Naga Venkata Munindra and Himabindu Tetali (a.k.a Pavuluri Himabindu) pursuant to a rental deed dated December 01, 2023, against their property located at D. No: 81-42-01, 5th Floor, Venkateshwara Nagar, Revenue Ward: 30, JN Road Rajahmundry – 533013, Andhra Pradesh, India and rental deed dated October 01, 2024, against their property located at D. No: 81-42-01, 4th Floor, Venkateshwara Nagar, Revenue Ward: 30, JN Road Rajahmundry – 533013, Andhra Pradesh, India, rented to our Company, our Promoters do not have any direct or indirect interest in the properties that our Company has taken on lease.

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 members in cash or shares or otherwise by any person, either to induce them to become or to qualify them, as directors or promoters or otherwise for services rendered by our Promoter or by such firms or companies in connection with the promotion or formation of our Company.

Payment or benefits to Promoters or Promoter Group

Except in the ordinary course of business and as disclosed in the sections entitled "*Financial Information - Related Party Disclosures*" and "*Financial Information –Notes to Restated Financial Statements –Note 36 – Related party Disclosures*" on pages 353 and 304, respectively, no amount or benefit has been paid or given to our Promoters or any of the members of the 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 amount or benefit to our Promoters or any of the members of the Promoter Group other than in the ordinary course of business.

Our Company has not entered into any contract, agreement or arrangements during the two years immediately preceding the date of this Draft Red Herring Prospectus and does not propose to enter into any such contract in which our Promoters or the Promoter Group are directly or indirectly interested and no payments have been made to them in respect of the contracts, agreements or arrangements which are proposed to be made other than as disclosed in "*History and Certain Corporate Matters*", "*Our Management*" and "*Related Party Transactions*" on pages 261, 266 and 355, respectively.

Interest of Promoters in Intellectual Property

Our Promoters are not interested in any intellectual property rights that are used by our Company.

Disassociation by our Promoters in the last three years

Our Promoters have not disassociated from any companies or firms during the three years preceding the date of filing of this Draft Red Herring Prospectus.

Material guarantees given by our Promoters to third parties with respect to Equity Shares of our Company

Our Promoters have not given any material guarantee to any third party with respect to the Equity Shares as on the date of this Draft Red Herring Prospectus.

Confirmations

Our Promoters and members of our Promoter Group have not been declared Wilful Defaulters or Fraudulent Borrowers by any bank or financial institution or consortium thereof, in accordance with the guidelines on Wilful Defaulters or Fraudulent Borrowers issued by Reserve Bank of India.

Our Promoters have not been declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018.

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 are not and have not been promoters or directors of any other company which is debarred from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

Change in the control of our Company

Ananda Swaroop Adavani is the original promoter of our Company since incorporation. There has been no change in control of our Company in the last five years immediately preceding the date of this Draft Red Herring Prospectus. Pursuant to the board resolution dated September 26, 2024 our Board has identified Unimark Business Solutions Private Limited, Speedfast Tracom Limited, Ananda Swaroop Adavani, Mani Swetha Tetali and Himabindu Tetali as the promoters of our Company.

Promoter Group

In addition to our Promoters, the individuals and entities that form part of the Promoter Group of our Company in terms of the SEBI ICDR Regulations are set out below:

Individuals forming part of the Promoter Group

The individuals forming a part of our Promoter Group are as follows:

Name of the Promoter	Name of relative	Relationship
Ananda Swaroop Adavani	Venu Gopal Adavani	Father
	Perim Devi Adavani	Mother
	Mani Swetha Tetali	Spouse
	Santi Swaroop Adavani	Brother
	Pranavi Adavani	Daughter
	Vaishnavi Upasana Adavani	
	Padmavathi Tetali	Spouse's Mother
	Upendra Reddy Tetali	Spouse's Father
	Himabindu Tetali	Spouse's Sister

Name of the Promoter	Name of relative	Relationship
Mani Swetha Tetali	Upendra Reddy Tetali	Father
	Padmavathi Tetali	Mother

	Ananda Swaroop Adavani	Spouse
	Himabindu Tetali	Sister
	Pranavi Adavani	Daughters
	Vaishnavi Upasana Adavani	
	Perim Devi Adavani	Spouse's Mother
	Venu Gopal Adavani	Spouse's Father
	Santi Swaroop Adavani	Spouse's Brother

Name of the Promoter	Name of relative	Relationship
Himabindu Tetali	Upendra Reddy Tetali	Father
	Padmavathi Tetali	Mother
	Naga Venkata Munindra Pavuluri	Spouse
	Mani Swetha Tetali	Sister
	Chaitra Pavuluri	Daughter
	Gowtham Pavuluri	Son
	Pavuluri Satya Sayadevi	Spouse's Mother
	Pavuluri Nageswara Rao	Spouse's Father
	Alapati Divyakumari	Spouse's Sister

Entities forming part of the Promoter Group

Entities forming part of our Promoter Group are as follows:

1) Perimdevi Farm Products Private Limited
2) Manikyam Agro Processors Private Limited
3) Anaparthy Poultries Private Limited.
4) Karnataka Poultry Farm [Partnership Firm]
5) Sitara Dakshin [Partnership Firm]
6) Sri Sai Lakshmi Kantham Poultries [Partnership Firm]

OUR GROUP COMPANIES

In terms of the SEBI ICDR Regulations, the term "group companies", includes:

(i) such companies (other than promoter(s) and subsidiary(ies)) with which the relevant issuer company had related party transactions, during the period for which financial information is disclosed in the offer document, 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 (except subsidiaries) with which the Company had related party transactions during the period covered in the Restated Financial Statements included in the offer document, as covered under the applicable accounting standards, shall be considered as 'group companies' of the Company in terms of the SEBI ICDR Regulations.

Further, for (ii) above, the Board vide its resolution dated August 27, 2024 has passed the Materiality Policy, determining that a company (other than the companies covered under the schedule of related party transactions as per the Restated Financial Statements included in the offer document) shall be considered "material" and will be disclosed as a 'group company' in the offer documents, if it is a member of the Promoter Group Companies (other than the Promoters, in case the Promoters are companies) in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations, and the Company has entered into one or more transactions with such company during the last completed fiscal year (or relevant stub period, if applicable), which individually or cumulatively in value exceeds 10% of the revenue from operations of the Company for the last completed fiscal year and the relevant stub period, as applicable, as per the Restated Financial Statements.

Accordingly, the Board has identified following company as our Group Company:

1. Manikyam Agro Processors Private Limited
2. Anaparthy Poultries Private Limited
3. Perimdevi Farm Products Private Limited

In terms of the SEBI ICDR Regulations, the following information based on the audited financial statements, in respect of Group Company, for the last three years shall be hosted on the website of our Company:

- reserves (excluding revaluation reserve)
- sales
- profit after tax
- earnings per share
- diluted earnings per share; and
- net asset value

Details of our Group Company

1. Manikyam Agro Processors Private Limited

Registered Office

The registered office of Manikyam Agro Processors Private Limited is situated at RS No. 127/4, Paramesu Nagar, West Godavari, Devarapalli – 534313, Andhra Pradesh, India.

Nature of activities

Manikyam Agro Processors Private Limited specializes in the manufacturing and processing of agricultural produce. The company is involved in the primary processing of agricultural products and spices, including activities such as cleaning, sorting, grading, packing, storing, and trading. Additionally, the company is focused on establishing primary processing centers and carrying out related activities essential to agricultural processing and distribution.

Financial Information

The financial information derived from the audited financial statements of Manikyam Agro Processors Private Limited for the last three financial years, as required by the SEBI ICDR Regulations, are available on www.paramesu.com.

It is clarified that such details available on the websites of our Company do not form part of this Draft Red Herring Prospectus. Anyone placing reliance on any other source of information, including the websites of our Group Company, would be doing so at their own risk.

2. Anaparthy Poultries Private Limited

Registered Office

The registered office of Anaparthy Poultries Private Limited is situated at RS No. 59/1 to 4, Peradramachandrapuram Road, Vemulapally, Dwarapudi – 533 341, Andhra Pradesh, India.

Nature of activities

The company is engaged in setting up or acquiring and carrying on the business of poultry farming and producing all kinds of poultry products, including eggs, milk, cheese, cream, and vegetables. The scope extends to sheep, cattle, pigs, and other live and dead stock, including meat, fruits, and sausages, as well as all kinds of related goods. It also involves establishing farms, hatcheries, sheds, and processing units, and growing and improving livestock. Additionally, the business covers selling, breeding, importing, exporting, and trading poultry and all animal products such as cattle, pigs, and products of animal origin, including milk, butter, pork, and more.

Financial Information

The financial information derived from the audited financial statements of Anaparthy Poultries Private Limited for the last three financial years, as required by the SEBI ICDR Regulations, are available on www.paramesu.com.

It is clarified that such details available on the websites of our Company do not form part of this Draft Red Herring Prospectus. Anyone placing reliance on any other source of information, including the websites of our Group Company, would be doing so at their own risk.

3. Perimdevi Farm Products Private Limited

Registered Office

The registered office of Perimdevi Farm Products Private Limited is situated at RS No. 127/4, West Godavari, Devarapalli – 534313, Andhra Pradesh India.

Nature of activities

The company is engaged in the primary processing of agricultural produce and spices, including activities such as cleaning, sorting, grading, packing, and storing. It also involves trading agricultural products and establishing primary processing centres, along with other related activities connected to these operations.

Financial Information

The financial information derived from the audited financial statements of Perimdevi Farms Products Private Limited for the last three financial years, as required by the SEBI ICDR Regulations, are available on www.paramesu.com.

It is clarified that such details available on the websites of our Company do not form part of this Draft Red Herring Prospectus. Anyone placing reliance on any other source of information, including the websites of our Group Company, would be doing so at their own risk.

Litigation which has a material impact on our Company

There is no pending litigation involving our Group Company which has or will have a material impact on our Company.

Nature and extent of interest of Group Company

Interest in the promotion of our Company

Our Group Company do not have any interest in the promotion of our Company.

Interest in the properties acquired by our Company in the preceding three years before filing of this Draft Red Herring Prospectus or proposed to be acquired by our Company.

Our Group Company is not interested in the properties acquired by our Company in the three preceding years before the filing of this Draft Red Herring Prospectus or proposed to be acquired by our Company.

Interest in transactions for acquisition of land, construction of building and supply of machinery

Our Group Company are not interested in any transactions for acquisition of land, construction of building or supply of machinery, etc.

Common pursuits

There are no common pursuits amongst our Group Companies and our Company.

Related Business Transactions within the group and significance on the financial performance of our Company

Other than the transactions disclosed in the section "*Financial Information –Note* 36 – *Related Party Disclosures*" on page 355, there are no other business transactions between our Company and Group Companies which are significant to the financial performance of our Company.

Business interests or other interests

Except in the ordinary course of business and as disclosed in section "*Financial Information –Note 36 – Related Party Disclosures" on page 355*, our Group Companies do not have any business interest in our Company.

Other Confirmations

Our Group Companies do not have any securities listed on a stock exchange.

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 the provisions of the Articles of Association and the applicable laws including the Companies Act, read with the rules notified thereunder, each as amended, together with applicable rules issued thereunder. We may retain all our future earnings, if any, for purposes to be decided by our Company, subject to compliance with the provisions of the Companies Act. The quantum of dividend, if any, will depend on a number of internal factors, including but not limited to profits earned or surplus and available for distribution during the relevant Financial Year, accumulated reserves including retained earnings, expected future capital/expenditure requirements, organic growth plans/expansions, proposed long-term investment, capital restructuring, debt reduction, crystallization of contingent liabilities, cash flows, current and projected cash balance, and external factors, including but not limited to the macro-economic environment, industry outlook, regulatory changes, technological changes and other factors like statutory and contractual restrictions.

Our Company has, by way of a resolution of the Board of Directors dated August 27, 2024 adopted a formal dividend distribution policy.

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. The amounts declared as dividends in the past are not necessarily indicative of our dividend amounts, if any, in the future. For more information on restrictive covenants under our current loan agreements, see "*Financial Indebtedness*" on page 385. Our Company may pay dividend by cheque, or electronic clearance service, as will be approved by our Board in the future. Our Board may also declare interim dividend from time to time and the final dividend will be paid on the approval of shareholders at a general meeting.

Further, our Company has not paid any dividend in the Fiscals ended March 31, 2024, March 31, 2023 and March 31, 2022, and six month period ended September 30, 2024 and until the date of this Draft Red Herring Prospectus.

The past trend in relation to our payment of dividends is not necessarily indicative of our dividend trend or dividend policy, in the future, there is no guarantee that any dividends will be declared or paid or the amount thereof will not be decreased in the future. For details, see "*Risk Factors No. 55 - Our Company has not paid any dividends in the past and we may not be able to pay dividends in the future.*" on page 61.

While the Company endeavours to pay dividend within the range of 7% - 15% of the post-tax profits as dividend to the shareholders of the Company in any Fiscal subject to sufficiency of stand-alone profits available for distribution of dividend in the relevant year and the said payout shall be subject to applicable taxes as per relevant regulations.

However, the Board reserves the right to recommend a higher or a lower dividend based on the performance of that year and after taking into consideration other factors enumerated above.

SECTION V – FINANCIAL INFORMATION

Sr. No.	Particulars
1.	Independent Auditors Examination Report on Restated Financial Statements
2.	Restated Financial Statements

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

INDEPENDENT AUDITOR'S EXAMINATION REPORT ON RESTATED FINANCIAL INFORMATION PREPARED IN CONNECTION WITH THE PROPOSED ISSUE OF EQUITY SHARE OF FACE VALUE OF Rs. 5/- EACH PURSUANT TO THE INITIAL PUBLIC OFFERING (the "IPO") OF PARAMESU BIOTECH LIMITED (FORMERLY KNOWN AS PARAMESU BIOTECH PRIVATE LIMITED)

To
The Board of Directors,
Paramesu Biotech Limited,
R S No. 972,
3rd KM on Gopalapuram Road,
Devarapalli Village,
West Godavari,
Andhra Pradesh – 534313.

Dear Sir,

1) We have examined, the attached Restated Financial Information, expressed in INR Millions of Paramesu Biotech Limited (formerly Paramesu Biotech Private Limited) (the "Company" or the "Issuer") comprising the Restated Statement of Assets & Liabilities for the period ending September 30, 2024 and as at March 31, 2024, March 31, 2023 and March 31, 2022, the Restated Statement of Profit and Loss (including other comprehensive income), the Restated Statement of Changes in Equity, the Restated Statement of Cash Flows for the period ended September 30, 2024 and years ended March 31, 2024, March 31, 2023 and March 31, 2022, the Summary of Material accounting policy information, and other explanatory information (collectively referred to as, the "Restated Financial Information"), as approved by the Board of Directors of the Company at their meeting held on October 21, 2024 in connection with its proposed Initial Public Offer of equity shares ("IPO") prepared in terms of the requirements of:

   a) Section 26 of Part I of Chapter III of the Companies Act, 2013 as amended and any rules issued thereunder (the "**Act**");

   b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**ICDR Regulations**"); and

   c) The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India ("**ICAI**"), as amended (the "**Guidance Note**").

Management’s Responsibility for the Restated Financial Information

2) The Company’s management and Board of Directors are responsible for the preparation of the Restated Financial Information for the purpose of inclusion in the Offer Documents to be filed with Securities and Exchange Board of India (“**SEBI**”), the stock exchanges where the equity shares of the Company are proposed to be listed (“**Stock Exchanges**”) and the Registrar of Companies, Andhra Pradesh at Vijayawada (“**RoC**”), in connection with the proposed IPO. The Restated Financial Information have been prepared by the management of the Company on the “Basis of Preparation” stated in note 2 to the Restated Financial Information.

   The Board of Directors of the Company are responsible for designing, implementing and maintaining adequate internal financial controls relevant to the preparation and presentation of the Restated Financial Information. The management is also responsible for identifying and ensuring that the Company complies with the Act, Rules, the ICDR Regulations and the Guidance Note.

Auditor’s Responsibilities

3) We have examined the Restated Financial Information taking into consideration:

   a) The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter dated September 10, 2024 in connection with the proposed IPO of equity shares of the Company;

   b) The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

   c) Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and

   d) The requirements of Section 26 of the Act and the ICDR Regulations.

   Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Guidance Note in connection with the proposed IPO of equity shares of the Company.

4) The Restated Financial Information have been compiled by the Company’s management from:

   a) Audited special purpose Interim Ind AS financial statements as at and for the six months ended September 30, 2024 which have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 “Interim Financial Reporting”, specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India (the “Special Purpose Interim Financial Statements”) which have been approved by the Board of Directors at their meeting held on October 21, 2024.

   b) Audited Ind AS financial statements of the Company as at and for the year ended 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, which have been approved by the Board of Directors at their meeting held on September 17, 2024.

c) Audited special purpose Ind AS financial statements of the Company as at and for year ended March 31, 2023 prepared in accordance with 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, which have been approved by the Board of Directors at their meeting held September 17, 2024. The financial information for the year ended March 31, 2023 included in the special purpose Ind AS financial statements are based on the previously issued statutory financial statements prepared for the year ended March 31, 2023 in accordance with the Companies (Accounting Standard) Rules, 2006 & audited and reported by erstwhile statutory auditor CA V V V S Kiran, Chartered Accountant having Membership Number 221472 who has issued an unmodified audit opinion vide audit report dated 07 September 2023 and which has been translated into figures as per Ind AS after incorporating Ind AS adjustments to align with accounting policies, exemptions and disclosures as adopted by the Company.

d) Audited Special Purpose Ind AS financial statements of the Company as at and for the year ended March 31, 2022, prepared in accordance with 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, which have been approved by the Board of Directors at their meeting held on September 17, 2024.The Financial Information for the year ended March 31, 2022 included in the special purpose Ind AS financial statements are based on the previously issued statutory financial statements prepared for the year ended March 31, 2022 in accordance with the Companies (Accounting Standards) Rules, 2006 and audited and reported by erstwhile statutory auditor CA V V V S Kiran, Chartered Accountant, having Membership number 221472 who has issued an unmodified audit opinion vide audit report dated September 02, 2022 and which has been translated into figures as per Ind AS after incorporating Ind AS adjustments to align with accounting policies, exemptions and disclosures as adopted by the Company.

Pursuant to the Companies (Indian Accounting Standard) Second Amendment Rules, 2015 the Company voluntarily adopted March 31, 2024 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, 2021 as the transition date for preparation of its statutory financial statements as at and for the year ended March 31, 2024. The financial statements as at and for the year ended March 31, 2024, were the first financials, prepared in accordance with Ind-AS. Up to the Financial year ended March 31, 2023, the Company prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (“Indian GAAP” or “Previous GAAP”) due to which the Ind AS Special Purpose financial statements were prepared as per SEBI Letter.

The Ind AS Special Purpose financial statements as at and for the year ended March 31, 2023 and March 31, 2022 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 exceptions and optional exemptions availed as per Ind AS 101) consistent with that used at the date of transition to Ind AS (April 1, 2021) and as per the presentation, accounting policies and grouping/classifications including Revised Schedule III disclosures followed as at and for the six months period ended September 30, 2024 and year ended March 31, 2024 pursuant to the SEBI Letter

.

5) For the purpose of our examination, we have relied on:

   a) The Independent Auditors' report issued by us dated October 21, 2024 on the Special Purpose Interim Financial Statements as at and for the six months period ended September 30, 2024, as referred to in Paragraph 4(a) above;
   b) The Independent Auditors' reports issued by us dated September 17, 2024 on the audited Ind AS financial statements of the Company as at and for the year ended March 31, 2024, as referred to in Paragraph 4 (b) above.
   c) The Independent Auditor's report issued by the erstwhile statutory auditors CA V V V S Kiran, Chartered Accountants, dated September 07, 2023 on the financial statements of the company issued under IGAAP for the year ended March 31, 2023, as referred to in Paragraph 4 (c) above.
   d) The Independent Auditor's report issued by the erstwhile statutory auditors CA V V V S Kiran, Chartered Accountants, dated September 02, 2022 on the financial statements of the company issued under IGAAP for the year ended March 31, 2022, as referred to in Paragraph 4 (d) above.

Opinion

6) Based on our examination and according to the information and explanations given to us, and also as per the reliance placed on the examination report submitted by the Other Auditor, we report that the Restated Financial Information:

   a) have been prepared after incorporating adjustments for the change in accounting policies, material errors and regrouping / reclassification retrospectively in the financial years ended March 31, 2024, March 31, 2023 and March 31, 2022 to reflect the same accounting treatment as per the accounting policies and grouping / classifications followed as at and for the six months period ended September 30, 2024;
   b) do not contain any qualifications requiring adjustments for the six months period ended September 30, 2024, and for the years ended March 31, 2024, March 31, 2023 and March 31, 2022:
   c) have been prepared in accordance with the Act, the ICDR Regulations and the Guidance Note.

7) We have complied with the relevant applicable requirements of the standard on quality control (SQC), Quality control for firms that Perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Services Engagements.

8) The Restated Financial Information does not reflect the effects of events that occurred subsequent to the respective dates of the reports on the audited financial statements mentioned in paragraph 5 above.

9) This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us or any other firm of Chartered Accountants, nor should this report be construed as a new opinion on any of the financial statements referred to herein.

10) We have no responsibility to update our report for events and circumstances occurring after the date of the report.

Restrictions on use

11) Our report is intended solely for use of the Management for inclusion in the Offer Documents to be filed with SEBI, Stock exchanges and ROC in connection with the proposed IPO. Our report should not be used, referred to or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Kunda & Associates
Chartered Accountants
FRN: 010579S

K Ramgopal
Partner
Membership No.: 041997
UDIN: 24041997BKCR0A9566

Place : Devarapalli
Date : October 21, 2024

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
CIN U24232AP2011PLC076378
Restated Statement of Assets and Liabilities
(All amounts are Rs. in Million, unless otherwise stated)

	Particulars	Note No.	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
A	**ASSETS**					
I	**Non Current Assets**					
	(a) Property, Plant and Equipment	3	2675.45	2416.24	1275.48	1304.11
	(b) Right to use Assets	4	384.54	0.00	0.00	0.00
	(c) Capital work-in-progress	5	48.42	238.89	659.76	28.66
	(d) Financial Assets	6	46.39	35.54	29.09	25.66
	(e) Investments	7	15.75	0.00	0.00	0.00
	(f) Other Non Current Assets	8	0.00	0.00	0.00	0.00
	Total Non Current Assets		**3170.55**	**2690.67**	**1964.33**	**1358.43**
II	**Current assets**					
	(a) Inventories	9	840.29	996.13	595.53	599.20
	(b) Financial Assets:					
	(i) Trade receivables	10	689.19	562.84	473.76	344.09
	(ii) Cash and cash equivalents	11	5.50	24.95	1.41	3.85
	(iii) Bank balances other than (ii) above		0.00	0.00	0.00	0.00
	(iv) Loans	12	0.11	0.15	2.56	0.18
	(c) Other current assets	13	88.79	122.06	154.09	83.02
	Total Current Assets		**1623.88**	**1706.13**	**1227.35**	**1030.34**
	Total Assets		**4794.43**	**4396.80**	**3191.68**	**2388.77**
B	**EQUITY AND LIABILITIES**					
I	**Equity**					
	(a) Equity Share Capital	14	1312.90	262.58	262.58	262.58
	(b) Other Equity	15	688.10	1468.65	1067.03	746.88
	Total Equity		**2001.00**	**1731.23**	**1329.61**	**1009.46**
	Liabilities					
II	**Non-Current liabilities**					
	(a) Financial Liabilities:					
	(i) Borrowings	16	1114.21	1013.37	887.69	413.72
	(ii) Lease Liabilities	34	13.97	0.00	0.00	0.00
	(b) Provisions	17	21.09	19.93	14.22	8.75
	(c) Deferred Tax Liabilities (Net)	18	154.19	136.80	98.37	88.94
	Total Non-Current liabilities		**1303.46**	**1170.10**	**1000.28**	**511.41**
III	**Current liabilities**					
	(a) Financial Liabilities:					
	(i) Borrowings	19	1047.54	1045.47	517.95	406.07
	(ii) Lease Liabilities	34	1.71	0.00	0.00	0.00
	' (iii) Trade payables	20				
	- Total outstanding dues of micro enterprises and small enterprises		68.72	118.30	25.94	24.29
	- Total outstanding dues of creditors other than micro enterprises and small		273.16	258.76	257.06	354.50
	(iv) Other financial liabilities	21	0.00	9.40	0.00	0.00
	(b) Other Current Liabilities	22	84.79	52.58	43.99	72.91
	(c) Provisions	23	4.12	3.73	3.54	2.63
	(d) Current Tax Liabilities	24	9.93	7.23	13.31	7.50
	Total Current liabilities		**1489.97**	**1495.47**	**861.79**	**867.90**
	Total Liabilities		**2793.43**	**2665.57**	**1862.07**	**1379.31**
	Total Equity and Liabilities		**4794.43**	**4396.80**	**3191.68**	**2388.77**
	Material accounting policy information and Notes forming part of the financial statements	1 - 46				

Note: The accompanying notes are an integral part of the Restated Financial Statements

As per our report of even date attached hereto
for Kunda & Associates
Chartered Accountants
Firm Regn. No. 010579S

for and on Behalf of Board of Directors of
Paramesu Biotech Limited

K Ramgopal
Partner
Membership No. 041997

Adavani Ananda Swaroop
Managing Director
DIN 02949170

Tetali Mani Swetha
Whole-Time Director
DIN 02949349

Date October 21, 2024
Place Devarapalli

Veeravilli Satya Suresh
Chief Financial Officer

Dasari Amulya
Company Secretary

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
CIN U24232AP2011PLC076378
Restated Statement of Profit and Loss
(All amounts are Rs. in Million, unless otherwise stated)

	Particulars	Note No.	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
I	Revenue from Operations	25	4,075.94	6,278.47	6,239.29	4,949.05
II	Other income	26	18.00	14.38	14.15	16.98
III	**Total Income (I+II)**		**4,093.94**	**6,292.85**	**6,253.44**	**4,966.03**
IV	**Expenses**					
	(a) Cost of materials consumed	27	3,032.69	4,641.70	4,315.04	3,527.19
	(b) Purchases of stock-in-trade		217.68	196.87	720.26	210.37
	(c) Changes in Inventories of Finished goods, Stock-in-Trade	28	(62.23)	(50.98)	2.64	(3.22)
	(d) Employees' benefits expense	29	88.18	167.26	139.84	116.27
	(e) Finance costs	30	103.92	152.55	85.50	100.61
	(f) Depreciation and amortisation expense	3,4	56.95	83.01	55.71	53.81
	(g) Other expenses	31	296.32	558.17	494.24	500.95
V	**Total Expenses (V)**		**3,733.51**	**5,748.58**	**5,813.23**	**4,505.98**
VI	**Profit / (loss) before exceptional items and tax (III-V)**		**360.43**	**544.27**	**440.21**	**460.05**
VII	Exceptional Items		-	-	-	-
VIII	**Profit / (loss) before tax (VI-VII)**		**360.43**	**544.27**	**440.21**	**460.05**
IX	**Tax (expense) / credit :**					
	Current Tax		(74.97)	(99.76)	(105.54)	(108.69)
	Short Provision of Tax of earlier years		-	(2.12)	-	-
	Deferred Tax credit / (expense)		(16.96)	(39.02)	(9.43)	(11.71)
		35	**(91.93)**	**(140.90)**	**(114.97)**	**(120.40)**
X	**Profit / (loss) for the year (VIII+IX)**		**268.50**	**403.37**	**325.24**	**339.65**
XI	**Other Comprehensive Income / (Loss)**					
	(i) Items that will not be reclassified to profit or loss - Remeasurement gains / (loss) of the Defined benefit obligations	33	1.72	(2.33)	-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss					
	- Remeasurement gains / (loss) of the Defined benefit obligations		(0.43)	0.59	-	-
XII	**Total Other Comprehensive Income / (Loss) (i - ii)**		**1.29**	**(1.74)**	**-**	**-**
XIII	**Total comprehensive income for the year (X+XII)**		**269.79**	**401.63**	**325.24**	**339.65**
XIV	Earnings per equity share : Basic and Diluted (in Rs)	37	1.02	1.54	1.24	1.29
	Material accounting policy information and Notes forming part of the financial statements	1 - 46				

Note: The accompanying notes are an integral part of the Restated Financial Statements

As per our report of even date attached hereto
for Kunda & Associates
Chartered Accountants
Firm Regn. No. 010579S

K Ramgopal
Partner
Membership No. 041997

Date October 21, 2024
Place Devarapalli

for and on Behalf of Board of Directors of
Paramesu Biotech Limited

Adavani Ananda Swaroop
Managing Director
DIN 02949170

Tetali Mani Swetha
Whole-Time Director
DIN 02949349

Veeravilli Satya Suresh
Chief Financial Officer

Dasari Amulya
Company Secretary

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
CIN U24232AP2011PLC076378
Restated Statement of Cash Flow
(All amounts are Rs. in Million, unless otherwise stated)

	Particulars	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
A	**Cash Flow from Operating Activities**				
	Net Profit/(Loss) before tax and exceptional items	360.43	544.27	440.21	460.05
	Adjustment for:				
	Depreciation	56.95	83.01	55.71	53.81
	Interest Paid	103.92	152.55	85.50	100.61
	Miscellaneous balance written back (net)	-	-	-	-
	Provision for doubtful debts	(1.93)	2.47	-	-
	(Profit) / Loss on sale of fixed assets (Net)	-	(0.22)	-	-
	Interest income	(1.53)	(3.82)	(4.05)	(1.52)
	Gross cashflow (outflow) from Operating Activities before Working Capital Changes	**517.84**	**778.26**	**577.37**	**612.95**
	Adjustment for:				
	(Increase) / Decrease in Trade Receivables	(124.42)	(91.55)	(134.76)	(107.29)
	(Increase) / Decrease in Loans	0.04	2.41	(2.38)	(0.18)
	(Increase) / Decrease in Inventories	155.84	(400.60)	3.67	109.97
	(Increase) / Decrease in Other Assets	22.42	25.58	(74.50)	(14.77)
	Increase / (Decrease) in Trade Payables	(35.18)	94.06	(95.91)	314.70
	Increase / (Decrease) in Current Liabilities	32.21	8.59	(28.92)	21.02
	Increase / (Decrease) in Current Financial Liabilities	(9.40)	9.40	-	(4.98)
	Increase / (Decrease) in Provisions	3.27	3.57	6.38	4.99
	Cash generated (outflow) from operations before tax	**562.62**	**429.72**	**250.95**	**936.41**
	Direct Taxes paid	(72.29)	(107.97)	(99.61)	(104.57)
	Net Cash Inflow / (Outflow) from Operating Activities (A)	**490.33**	**321.75**	**151.34**	**831.84**
B	**Cash Flow from Investing Activities**				
	Purchase of Property, Plant and Equipment	(125.36)	(808.69)	(658.18)	(50.41)
	Sales of Property, Plant and Equipment	-	6.01	-	-
	Investment in Mutual Fund	(15.75)			
	Right to Use of Lease Assets	(367.62)			
	Increase in Other bank balance	-	-	-	-
	Interest income	1.53	3.82	4.05	1.52
	Net Cash Inflow / (Outflow) from Investing Activities (B)	**(507.20)**	**(798.86)**	**(654.13)**	**(48.89)**
C	**Cash Flow from Financing Activities**				
	Proceeds / (Repayments) of long term borrowings	100.84	125.68	473.97	(357.78)
	Proceeds / (Repayments) of short term borrowings	2.07	527.52	111.88	(321.15)
	Interest Paid	(103.77)	(152.55)	(85.50)	(100.61)
	Interest paid on Lease Liability	(0.15)	-	-	-
	Payment towards principal portion of lease liability	(1.57)	-	-	-
	Cash Flow From Financing Activities (C)	**(2.58)**	**500.65**	**500.35**	**(779.54)**
	Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	**(19.45)**	**23.54**	**(2.44)**	**3.41**
	Cash and Cash equivalent as at the beginning of the year	24.95	1.41	3.85	0.44
	Cash and Cash equivalent as at the end of the year (Refer Note 11)	**5.50**	**24.95**	**1.41**	**3.85**

(i) The Statement of Cash Flows is prepared under 'Indirect Method' as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

(ii) The accompanying notes are an integral part of the Restated Financial Statements

As per our report of even date attached hereto
for Kunda & Associates
Chartered Accountants
Firm Regn. No. 010579S

for and on Behalf of Board of Directors of
Paramesu Biotech Limited

K Ramgopal
Partner
Membership No. 041997

Adavani Ananda Swaroop
Managing Director
DIN 02949170

Tetali Mani Swetha
Whole-Time Director
DIN 02949349

Date October 21, 2024
Place Devarapalli

Veeravilli Satya Suresh
Chief Financial Officer

Dasari Amulya
Company Secretary

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Restated Statement of Changes in Equity
(All amounts are Rs. in Million, unless otherwise stated)

A) Equity Share Capital

Particulars	Equity Share Capital
As on April 01, 2021	**196.93**
Changes in equity share capital during the year 2021-22*	65.65
As on March 31, 2022	**262.58**
Changes in equity share capital during the year 2022-23	-
As on March 31, 2023	**262.58**
Changes in equity share capital during the year 2023-24	-
As on March 31, 2024	**262.58**
Changes in equity share capital during the year 2024-25*	1,050.32
As on September 30, 2024	**1,312.90**

* Refer Note 14

B) Other Equity

Particulars	Other Equity		Total
	Securities Premium	Retained Earnings	
As on April 01, 2021	**8.00**	**464.91**	**472.91**
Profit for the year	-	339.66	339.66
Other comprehensive income / (loss) for the year (net of tax)	-	-	-
Remeasurement at fair value		-	-
Utilised for Bonus Share Issue	-	(65.65)	(65.65)
Remeasurement of Expected Credit Loss		(0.04)	(0.04)
As on March 31, 2022	**8.00**	**738.88**	**746.88**
Profit for the year	-	325.24	325.24
Other comprehensive income / (loss) for the year (net of tax)	-	-	-
Remeasurement of Expected Credit Loss	-	(5.09)	(5.09)
As on March 31, 2023	**8.00**	**1,059.03**	**1,067.03**
Profit for the year 2023-24	-	403.37	403.37
Other comprehensive loss for the year (net of tax)	-	(1.74)	(1.74)
Payment of dividends	-	-	-
As on March 31, 2024	**8.00**	**1,460.65**	**1,468.65**
Profit for the period	-	268.48	268.48
Other comprehensive income for the year (net of tax)	-	1.29	1.29
Payment of dividends	-	-	-
Less: Bonus shares issued during the period		(1,050.32)	(1,050.32)
As on September 30, 2024	**8.00**	**680.10**	**688.10**

The above Statement of Changes in Equity should be read in conjunction with the accompanying Notes.

As per our report of even date attached hereto
for Kunda & Associates
Chartered Accountants
Firm Regn. No. 010579S

for and on Behalf of Board of Directors of
Paramesu Biotech Limited

K Ramgopal
Partner
Membership No. 041997

Adavani Ananda Swaroop
Managing Director
DIN 02949170

Tetali Mani Swetha
Whole-Time Director
DIN 02949349

Date October 21, 2024
Place Devarapalli

Veeravilli Satya Suresh
Chief Financial Officer

Dasari Amulya
Company Secretary

1) **Corporate information**

Paramesu Biotech Limited ('the Company') is a publicly held company domiciled in India incorporated under the provisions of the Companies Act, 1956. The Company is engaged in the business of manufacturing and trading in maize based specialty products. Its manufacturing plant is located at Devarapalli (V & M), West Godavari District, Andhra Pradesh. The Company caters to both domestic and international markets.

The Company stands converted from “Private” to “Public” as per Certificate of Incorporation dated July 07, 2024 with CIN U24232AP2011PLC076378 was issued by the Registrar of Companies, Andhra Pradesh.

These Restated Financial Statements were approved for issue by the Board of Directors of the Company in its meeting held on October 21, 2024.

2) **Summary of Material Accounting Policy:**

a) **Basis of Preparation**

These Restated Financial Information comprise of the Restated Statement of Assets and Liabilities as at September 30, 2024, March 31, 2024, March 31, 2023 and March 31, 2022, the Restated Statement of Profit and Loss (including Other Comprehensive Income/Loss), Restated Statement of Changes in Equity and the Restated Statement of Cash Flows for the period ending September 30, 2024 and years ended March 31, 2024, March 31, 2023 and March 31, 2022 and the Summary of Material Accounting Policies and explanatory notes (collectively, the ‘Restated Financial Information’).

These Restated Financial Information have been prepared by the Management for the purpose of inclusion in the Red Herring Prospectus (“RHP”) and Prospectus (collectively, the “Offer Documents”) to be filed by the Company with the Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Andhra Pradesh, National Stock Exchange of India Limited and BSE Limited and in connection with proposed Initial Public Offering (“IPO”) of its equity shares of the Company (the “Offer”).

The Restated Financial Information, which have been approved by the Board of Directors of the Company, have been prepared in accordance with the requirements of :

i) Section 26 of Part I of Chapter III of the Companies Act, 2013, as amended ("the Act");
ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR”) as amended; and
iii) The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India (ICAI) as amended (the “Guidance Note”).

The Restated Financial Information has been compiled by the Company’s management from:

(1) Audited special purpose Interim Ind AS financial statements as at and for the six months ended September 30, 2024 which have been prepared in accordance with Indian Accounting Standard (Ind AS) 34 “Interim Financial Reporting”, specified under Section 133 of the Act and other accounting principles generally accepted in India (the “Special Purpose Interim Financial Statements”) which have been approved by the Board of Directors at their meeting held on October 21, 2024.

(2) Audited Ind AS financial statements of the Company as at and for the year ended March 31, 2024 prepared in accordance with 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, which have been approved by the Board of Directors at their meeting held on September 17, 2024.

(3) Audited Special Purpose Ind AS financial statements of the Company as at and for the year ended March 2023, prepared in accordance with 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, which have been approved by the Board of Directors at their meeting held on September 17, 2024. The Financial Information for the year ended March 31, 2023 included in the special purpose Ind AS financial statements are based on the previously issued statutory financial statements prepared for the year ended March 31, 2023 in accordance with the Companies (Accounting Standards) Rules, 2006 and audited and reported by erstwhile statutory auditor CA V.V.V.S.Kiran, Chartered Accountant, having membership number 221472 who has issued an unmodified audit opinion vide audit report dated September 07, 2023 and which has been translated into figures as per Ind AS after incorporating Ind AS adjustments to align with accounting policies, exemptions and disclosures as adopted by the Company.

(4) Audited Special Purpose Ind AS financial statements of the Company as at and for the year ended March 2022, prepared in accordance with 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, which have been approved by the Board of Directors at their meeting held on September 17, 2024. The Financial Information for the year ended March 31, 2022 included in the special purpose Ind AS financial statements are based on the previously issued statutory financial statements prepared for the year ended March 31, 2022 in accordance with the Companies (Accounting Standards) Rules, 2006 and audited and reported by erstwhile statutory auditor CA V V V S Kiran, Chartered Accountant, having membership number 221472 who has issued an unmodified audit opinion vide audit report dated September 02, 2022 and which has been translated into figures as per Ind AS after incorporating Ind AS adjustments to align with accounting policies, exemptions and disclosures as adopted by the Company.

These Restated Financial Information do not reflect the effects of events that occurred subsequent to the respective dates of the board meetings for adoption of the Ind AS Financial Statements as at and for the period ended September 30, 2024, year ended March 31, 2024 (prepared in accordance with Companies (Indian Accounting Standards) Rules 2015) and statutory financial statements prepared for the years ended March 31, 2023 and March 31, 2022 in accordance with the Companies (Accounting Standards) Rules, 2006.

The Restated Financial Information have been prepared so as to contain information / disclosures and incorporating adjustments set out below in accordance with the SEBI ICDR Regulations:

(1) Adjustments to the profits or losses of the earlier periods/ years and of the period/ year in which the change in the accounting policy has taken place is recomputed to reflect what the profits or losses of those periods/ years would have been if a uniform accounting policy was followed in each of these periods/ years, if any;

(2) Adjustments for reclassification of the corresponding items of income, expenses, assets and liabilities, to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at and for the period ended September 30, 2024 and year ended March 31, 2024; and

(3) The resultant impact of tax due to the aforesaid adjustments, if any.

The Restated Financial Information has been prepared on accrual and going concern basis. The accounting policies have been consistently applied by the Company in preparation of the Restated Financial Information.

The Restated Financial Information has been prepared under the historical cost convention and amortised cost except for certain financial assets and liabilities which are measured at fair value. 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 Company presents assets and liabilities in the Restated Financial Information based on current/ non-current classification. An asset is treated as current if it satisfies any of the following conditions:

- expected to be realised in, or is intended for sale or consumption in the normal operating cycle;
- held primarily for the purpose of being traded;
- expected to be realised within twelve months after reporting date; or
- 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

A liability is treated as current if it satisfies any of the following conditions:

- expected to be settled in the normal operating cycle;
- held primarily for the purpose of being traded;
- due to be settled within twelve months after reporting date; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets and liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and its realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

The restated summary statements are presented in Indian Rupees "INR" or "₹" and all values are stated as INR or ₹ Millions rounded off to the nearest two decimals, except when otherwise indicated

b) Use of judgements and estimates

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make judgements, estimates and assumptions that affect the reported balances of assets, liabilities, income and expense and disclosures relating to contingent liabilities. The said judgements, estimates and assumptions are based on the facts and events, that existed as at the Balance sheet date, or that occurred after that date but provide additional evidence about conditions existing as at the Balance sheet date.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates are recognised in the period in which the estimates are revised, and future periods are affected.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The following items are more likely to be materially prone to adjustments due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates is included in the relevant notes:

- Estimates of useful lives and residual value of Property, Plant and Equipment and intangible assets.
- Fair value measurement of financial instruments.
- Measurement of Defined Benefit Obligations.
- Measurement and likelihood of occurrence of Provisions and contingent liabilities.

- Provision for tax expenses.
- Impairment loss on investments carried at cost.
- Provisions and contingent liabilities.
- Recognition of deferred tax assets; and
- Measurement of recoverable amount of cash-generating units.

i) **Property, Plant and Equipment:**

Recognition and Measurement:

Items of property, plant and equipment are measured at cost of acquisition or construction, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including non-refundable taxes or duties, freight and other incidental expenses related to the acquisition, installation and any cost for bringing the assets to its working conditions for its intended use. Subsequent expenditure is added to its book value or recognised as a separate asset, as appropriate only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance. Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised.

Property, plant and equipment which are not ready for intended use as on the date of Statement of Assets and Liabilities are classified as 'Capital work-in-progress'. Capital work-in-progress is stated at cost as on the date of Statement of Assets and Liabilities less accumulated impairment losses, if any. Cost comprises of direct cost, directly attributable cost and attributable interest. The same is transferred or allocated to respective item of property, plant and equipment on their commissioning or put to use. Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is classified as capital advances under other non-current assets.

Item of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their carrying value and estimated net realisable value. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii) **Depreciation and amortization:**

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, and is recognised in the statement of profit and loss. Depreciation on property, plant and equipment is provided on the Straight-Line Method based on the useful life of assets estimated by the Management which coincide with the life specified under Schedule II of the Act. Depreciation is charged on additions/ deletions on a pro-rata basis with reference to the date of additions / deletions. Individual assets costing less than Rs. 10,000 are depreciated in full in the year of acquisition.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Leasehold improvements is amortised over the shorter of the lease term and their useful lives.

iii) **Intangible assets:**

Recognition and Measurement:

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises of its acquisition cost, including any taxes (other than those subsequently recoverable from the taxing authorities) and any directly attributable expenditure on making the asset ready for its intended use. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company. Intangible assets are stated at cost less accumulated amortization.

Amortization:
Intangible assets of the Company comprise of Computer Software and the same is amortised over a period of three years on straight-line basis from the month of additions.

Impairment of Assets:
The Company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of amortized historical cost.

iv) **Financial Instruments**

A financial Instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity.

Recognition and initial measurement:
Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities [other than financial assets and financial liabilities at fair value through profit or loss (‘FVTPL’)] are added to or deducted from the fair value of the financial asset or financial liability, as appropriate, on initial recognition. Transaction cost directly attributable to the acquisition of financial asset or financial liability at FVTPL are recognised immediately in the Statement of Profit and Loss. However, trade receivables that do not contain significant financing component are measured at transaction price.

(1) **Financial Assets:**

(a) **Classification:**

Depending on the entity’s business model for managing the financial assets and the contractual terms of the cash flow, the Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value [either through Other Comprehensive Income (‘OCI’) or through Statement of Profit and Loss]; and
- Those measured at amortised cost.

(b) **Subsequent recognition and measurement**

Financial instruments which are measured at amortised cost are recognised using effective interest method (“EIR”). EIR is a rate that discounts future cash flows including discounts or premium on acquisition, fees or costs incurred on acquisition) to a net carrying amount of financial instrument, on initial recognition. Interest income on EIR amortisation and impairment losses, if any, are recognised in the statement of profit and loss.

Financial assets which are measured at FVTOCI, gains and losses arising from changes in fair value, including impairment loss if any are recognised in the other comprehensive income and accumulated in other equity.

Financial assets which are measured at FVTPL, gains and losses arising from changes in fair value including impairment loss if any are recognised in the statement of profit and loss.

(c) **Derecognition:**
Financial Assets are derecognized when the contractual rights to the cash flows have expired or been transferred together with substantially all risk and rewards.

(d) **Impairment:**
In respect of financial assets other than at fair value, the impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(2) Financial Liabilities and equity instruments issued by the Company:

(a) **Initial recognition and measurement:**
Financial Liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as FVTPL. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the Effective Interest Rate ('EIR') method.

(b) Subsequent measurement:
Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at FVTPL are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss**.**

(c) **Derecognition:**
A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received.

Offsetting:

Financial assets and financial liabilities are offset and the net amount is reported in financial statements 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.

(3) **Investments**

(a) Investments in subsidiary companies and associate are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investment in subsidiary companies or associate, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

(b) Investments, other than above, that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments.

(c) Non-current investments are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment. The reduction in the carrying amount is reversed when there is a rise in the value of the investment or if the reasons for the reduction no longer exist. Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investment.

v) **Inventories**
Inventories are valued at the lower of cost or net realisable value. Costs of inventories are determined on a first-in-first-out basis. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity and other cost incurred in bringing them to their

present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

(1) Raw materials, Packing Materials, Stores and Spares: At lower of cost (determined on FIFO basis) or net realisable value.
(2) Finished Goods and Work in progress: At cost and a proportion of manufacturing overheads OR Net realisable value, whichever is less. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity.
(3) Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs are determined on a first-in-first-out basis.
(4) Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

vi) **Income Tax**

(1) **Current Tax:**

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, by the end of reporting period.

Current Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, Other Comprehensive Income or directly in Equity.

(2) **Deferred Tax:**

Deferred Income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. 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 reassessed 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 liabilities are recognised for all taxable temporary differences.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to be applied when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in Other Comprehensive Income or directly in Equity, respectively.

vii) **Foreign currency transactions and balances**

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated using the foreign exchange rates as at the reporting date. The resultant exchange differences are recognised in the statement of profit and loss. Non-monetary assets and liabilities are not translated.

viii) **Revenue recognition**

(1) **Sale of goods:**

Revenue is recognized at transaction Price when:

(a) The company satisfies a performance obligation by transferring control of a promised goods/services to a customer; and

(b) It is probable that the company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Revenue from the sale of goods is recognized at the point in time when control is transferred to the customer, which is usually on dispatch / delivery of goods, based on contracts with the customers. Export sales are recognized on the issuance of Shipping bill by the carrier.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

ix) **Contract Balances:**

Trade Receivables:

A receivable represents the Company’s right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities:

A contract liability is the obligation to transfer goods to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is received. Contract liabilities are recognised as revenue when the Company performs its obligations under the contract.

x) **Export incentives:**

Export Incentive is accounted for when the right to receive the same is established and when there is no significant uncertainty regarding the ultimate collection of export proceeds.

Export benefit in the form of duty saved on cost of material purchased is recognised as reduction from material consumption when the advance license is used for the import of material and there is no significant uncertainty regarding the fulfilment of export obligation attached to it. The amount of duty saved is treated as contingent liability and disclosed as such till the export obligation is met.

xi) **Interest income:**

Income from interest on deposits, loans and interest-bearing securities is recognized the time proportionate method.

xii) **Lease rental income:**

Rental income from operating leases is recognised on a straight-line basis over the lease term.

xiii) **Government Grants:**

i) Government grants are recognized where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with;

ii) When the grant relates to an expense item, it is recognized in the Statement of Profit and Loss on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

c) **Employee benefits:**

i) **Short Term Employee Benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and paid annual leave, bonus, leave travel assistance, medical allowance, contribution to provident fund etc. are recognised as an expense during the period when the employees render the services.

ii) **Post-Employment Benefits**

(1) **Defined contribution plan**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Statement of Profit and Loss for the year when the contribution to the fund accrues. There are no obligations other than the contribution payable to the recognized Provident Fund.

(2) **Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity plan is a defined benefit plan. The Company pays gratuity to the employees who have completed five years of service at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liability in respect of gratuity and other post-employment benefits is determined based on actuarial valuation using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of Defined Benefit Plans in respect of post-employment are charged or credited to the Other Comprehensive Income. Other Long – term employee benefit viz. leave encashment is recognised as an expense in the Statement of Profit and Loss as and when it accrues. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuation carried out as at the reporting date. The Actuarial gains and losses in respect of such benefit are charged to the Statement of Profit and Loss.

d) **Borrowing Costs**

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

e) **Research and Development Costs**

Research expenditure is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. Tangible assets used in research and development are capitalised.

f) **Leases**

As lessee:

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As lessor:

Lease income from operating leases where the Company is a lessor is recognized as income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

g) Provisions, Contingent Liabilities and Contingent assets

Provisions (other than employee benefits):

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. In other cases the same are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation where it is not probable that an outflow of resources will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of outflow of economic resources is considered remote.

Contingent assets are not recognised in the financial statements.

h) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

i) Cash flow statement

Cash flows statement is prepared using the indirect method, whereby profit / loss before extraordinary items and tax, is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

j) Dividend to equity shareholders

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

k) Cash and Cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand and at bank, cheques / drafts on hand, bank overdraft, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

l) Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)
Note 3 : Property, Plant and Equipment

Particulars	Freehold land	Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Computers	Total
Gross carrying value								
As at April 01, 2021	355.16	270.72	780.28	15.36	12.04	2.85	0.66	1437.07
Additions during the year	0.00	8.24	13.18	0.10	2.20	0.00	0.00	23.72
Disposals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2022	**355.16**	**278.96**	**793.46**	**15.46**	**14.24**	**2.85**	**0.66**	**1460.79**
Additions during the year	0.00	7.82	2.10	0.00	17.16	0.00	0.00	27.08
Disposals								0.00
Balance as at March 31, 2023	**355.16**	**286.78**	**795.56**	**15.46**	**31.40**	**2.85**	**0.66**	**1487.87**
Additions during the year	76.68	140.38	995.08	0.00	17.35	0.00	0.07	1229.56
Disposals					7.04			7.04
Balance as at March 31, 2024	**431.84**	**427.16**	**1790.64**	**15.46**	**41.71**	**2.85**	**0.73**	**2710.39**
Additions during the year	0.00	23.63	291.54	0.40	0.00	0.10	0.49	316.16
Disposals					0.00			0.00
Balance as at September 30, 2024	**431.84**	**450.79**	**2082.18**	**15.86**	**41.71**	**2.95**	**1.22**	**3026.55**
Accumulated Depreciation								
As at April 01, 2021	0.00	36.21	55.08	5.49	2.85	2.69	0.55	102.87
Charge for the year		10.32	40.41	1.60	1.43	0.02	0.03	53.81
On disposals								0.00
Balance as at March 31, 2022	**0.00**	**46.53**	**95.49**	**7.09**	**4.28**	**2.71**	**0.58**	**156.68**
Charge for the year		10.50	40.87	1.60	2.71	0.00	0.03	55.71
On disposals								0.00
Balance as at March 31, 2023	**0.00**	**57.03**	**136.36**	**8.69**	**6.99**	**2.71**	**0.61**	**212.39**
Charge for the year		13.16	63.72	1.60	4.50	0.00	0.03	83.01
On disposals					1.25			1.25
Balance as at March 31, 2024	**0.00**	**70.19**	**200.08**	**10.29**	**10.24**	**2.71**	**0.64**	**294.15**
Charge for the year		8.62	45.01	0.77	2.51	0.00	0.04	56.95
On disposals					0.00			0.00
Balance as at September 30, 2024	**0.00**	**78.81**	**245.09**	**11.06**	**12.75**	**2.71**	**0.68**	**351.10**
Net Block								
As at March 31, 2022	**355.16**	**232.43**	**697.97**	**8.37**	**9.96**	**0.14**	**0.08**	**1304.11**
As at March 31, 2023	**355.16**	**229.75**	**659.20**	**6.77**	**24.41**	**0.14**	**0.05**	**1275.48**
As at March 31, 2024	**431.84**	**356.97**	**1590.56**	**5.17**	**31.47**	**0.14**	**0.09**	**2416.24**
As at September 30, 2024	**431.84**	**371.98**	**1837.09**	**4.80**	**28.96**	**0.24**	**0.54**	**2675.45**

Notes:
(i) Refer Note 16 and 19 for details of assets pledged as security by the Company
(ii) Refer Note 32 for details of contractual commitments for acquisition of property, plant and equipment
(iii) Title deeds of all the immoveable property held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee) are in the name of the Company
(iv) On transition to Ind AS (i.e. April 1, 2021), the company has elected to continue with the carrying value of all property, plant and equipment to be measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment except for freehold which has been measured at fair value.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 4 : Right to use assets

Particulars	Leasehold Land	Total
Gross carrying value		
As at April 01, 2021	-	-
Additions during the year	-	-
Disposals	-	-
Balance as at March 31, 2022	-	-
Additions during the year	-	-
Disposals	-	-
Balance as at March 31, 2023	-	-
Additions during the year	-	-
Disposals	-	-
Balance as at March 31, 2024	-	-
Additions during the year	384.87	384.87
Disposals	-	-
Balance as at September 30, 2024	**384.87**	**384.87**
Accumulated Amortisation		
As at April 01, 2021	-	-
Charge for the year	-	-
On disposals	-	-
Balance as at March 31, 2022	-	-
Charge for the year	-	-
On disposals	-	-
Balance as at March 31, 2023	-	-
Charge for the year	-	-
On disposals	-	-
Balance as at March 31, 2024	-	-
Charge for the year	0.33	0.33
On disposals	-	-
Balance as at September 30, 2024	**0.33**	**0.33**
Net Block		
As at March 31, 2022	-	-
As at March 31, 2023	-	-
As at March 31, 2024	-	-
As at September 30, 2024	**384.54**	**384.54**

Notes:
(i) Refer Note 16 and 19 for details of assets pledged as security by the Company
(ii) Refer Note 32 for details of contractual commitments for acquisition of property, plant and equipment
(iii) Title deeds of all the immoveable property held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee) are in the name of the Company.

(iv) On transition to Ind AS (i.e. April 1, 2021), the company has elected to continue with the carrying value of all property, plant and equipment to be measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment except for freehold which has been measured at fair value.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 5 : Capital work-in-progress
(a) Movement of Capital work-in-progress

Particulars	Capital work in progress	Total
Balance as at April 01, 2021	1.97	1.97
Additions during the year	28.66	28.66
Less: Capitalised during the year	(1.97)	(1.97)
As at March 31, 2022	28.66	28.66
Additions during the year	631.10	631.10
Less: Capitalised during the year	-	-
As at March 31, 2023	659.76	659.76
Additions during the year	238.89	238.89
Less: Capitalised during the year	(659.76)	(659.76)
As at March 31, 2024	238.89	238.89
Additions during the year	48.42	48.42
Less: Capitalised during the year	(238.89)	(238.89)
As at September 30, 2024	48.42	48.42

(b) Ageing of capital work-in-progress

September 30, 2024

Particulars	Amount in capital work-in-progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Others					
Projects in progress	48.42	-	-	-	48.42
Total	**48.42**	**-**	**-**	**-**	**48.42**

March 31, 2024

Particulars	Amount in capital work-in-progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Others					
Projects in progress	238.89	-	-	-	238.89
Total	**238.89**	**-**	**-**	**-**	**238.89**

March 31, 2023

Particulars	Amount in capital work-in-progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Others					
Projects in progress	631.10	28.66	-	-	659.76
Total	**631.10**	**28.66**	**-**	**-**	**659.76**

March 31, 2022

Particulars	Amount in capital work-in-progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Others					
Projects in progress	28.66	-	-	-	28.66
Total	**28.66**	**-**	**-**	**-**	**28.66**

Notes :
(i)There are no projects in progress under capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 6 : Financial Assets :Non Current

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Security Deposits	44.14	33.35	26.30	23.78
Bank deposits [Refer Note (a) below]	2.15	2.09	2.79	1.88
Rent deposits	0.10	0.10	-	-
Total	**46.39**	**35.54**	**29.09**	**25.66**

Notes:

(a) Held by bank as lien against guarantee

Note 7 : Investments: Non Current

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Non Current				
Quoted Investment				
Investment in Mutual Funds	15.75	-	-	-
2,94,897.34 (March 31, 2024 Nil, March 31, 2023 Nil, March 31. 2022 Nil) units of Bandan Bond Short Term Regular - Growth plan	-	-	-	-
	-	-	-	-
Total	**15.75**	**-**	**-**	**-**

Notes:

(a) Aggregate book value of quoted investments	15.75	-	-	-
(b) Aggregate market value of quoted investments	15.87	-	-	-

Note 8 : Other Non - Current Assets

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good				
Other advances including prepaid expenses	60.05	60.05	60.05	60.05
	60.05	60.05	60.05	60.05
Less: Allowance for Expected Credit Loss on other	60.05	60.05	60.05	60.05
Total	**-**	**-**	**-**	**-**

Note 9 : Inventories

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Raw Materials and Packing Materials	564.93	822.86	504.23	501.16
Finished goods	142.61	80.38	29.40	32.04
Work in Progress	33.69	34.81	28.85	25.73
Stores and spares	99.06	58.08	33.05	40.27
Total	**840.29**	**996.13**	**595.53**	**599.20**

Note 10 : Trade Receivables

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Unsecured considered good				
Receivable from Related parties	15.14	2.67	2.26	1.81
Receivable from Others	682.49	570.54	479.40	345.09
	697.63	**573.21**	**481.66**	**346.90**
Less: Expected Credit Loss	(8.44)	(10.37)	(7.90)	(2.81)
Total	**689.19**	**562.84**	**473.76**	**344.09**

(i) Normally the company collects all receivables from its customers within the applicable credit period. The company assesses impairment on trade receivables from all the customers on facts and circumstances related to each transaction.

(ii) On account of adoption of Ind AS 109, the company uses a simplified approach (lifetime expected credit loss model) for the purpose of computation of expected credit loss for trade receivables.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Ageing of Trade Receivables as at September 30, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed Trade receivables – considered good	395.86	273.50	12.58	6.04	4.82	0.25	693.05
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	4.58	4.58
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**395.86**	**273.50**	**12.58**	**6.04**	**4.82**	**4.83**	**697.63**

Ageing of Trade Receivables as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed Trade receivables – considered good	282.32	275.08	1.94	4.38	-	4.91	568.63
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	4.58	4.58
(v) Disputed Trade Receivables – which have significant increase in	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**282.32**	**275.08**	**1.94**	**4.38**	**-**	**9.49**	**573.21**

Ageing of Trade Receivables as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed Trade receivables – considered good	198.56	270.79	0.98	0.20	5.01	-	475.54
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	1.54	4.58	6.12
(v) Disputed Trade Receivables – which have significant increase in	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**198.56**	**270.79**	**0.98**	**0.20**	**6.55**	**4.58**	**481.66**

Ageing of Trade Receivables as at March 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
(i) Undisputed Trade receivables – considered good	205.60	127.40	8.11	0.29	-	-	341.40
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	5.50	-	5.50
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total	**205.60**	**127.40**	**8.11**	**0.29**	**5.50**	**-**	**346.90**

Note 11 : Cash & Cash Equivalents

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
(i) Balances with Banks				
(a) In current accounts	4.83	24.64	0.11	3.61
(b) In deposit account with Banks with original maturity period of less than three months	-	-	-	-
(ii) Cash on Hand	0.67	0.31	1.30	0.24
Total	**5.50**	**24.95**	**1.41**	**3.85**

Note 12 : Loans - Current Financial Assets

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good				
- To Employees	0.11	0.15	2.56	0.18
Total	**0.11**	**0.15**	**2.56**	**0.18**
Break-up of security details				
Loans - Unsecured, considered good	0.11	0.15	2.56	0.18
Loans which have significant increase in credit risk	-	-	-	-
Loans - Credit impaired	-	-	-	-
Total	**0.11**	**0.15**	**2.56**	**0.18**

Note 13 : Other Current Assets

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Unsecured				
Advances other than Capital Advances				
(a) Advance to Suppliers	44.87	102.76	146.41	64.80
(b) Other advances including prepaid expenses	43.92	19.30	7.68	18.22
Total	**88.79**	**122.06**	**154.09**	**83.02**

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 14 : Equity Share Capital

Particulars	As at September 30, 2024		As at March 31, 2024		As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
a) Authorised:								
Equity Shares of Rs. 5* each as at September 30, 2024	42,00,00,000	2,100.00						
Equity Shares of Rs. 100 each as at March 31, 2024			30,00,000	300.00				
Equity Shares of Rs. 100 each as at March 31, 2023					30,00,000	300.00		
Equity Shares of Rs. 100 each as at March 31, 2022							30,00,000	300.00
b) Issued, subscribed and fully paid:								
Equity Shares of Rs. 5 each as at September 30, 2024	26,25,80,000	1,312.90						
Equity Shares of Rs. 100 each as at March 31, 2024			26,25,800	262.58				
Equity Shares of Rs. 100 each as at March 31, 2023					26,25,800	262.58		
Equity Shares of Rs. 100 each as at March 31, 2022							26,25,800	262.58
Total	**26,25,80,000**	**1,312.90**	**26,25,800**	**262.58**	**26,25,800**	**262.58**	**26,25,800**	**262.58**

*** Authorised Share Capital**

Pursuant to a resolution passed at the general meeting of shareholders dated September 18, 2024, the Company has approved increase of Authorised Capital from Rs. 30,00,00,000 divided into 30,00,000 Equity Share of Rs.100/- each to Rs. 2,10,00,00,000 divided into 2,10,00,000 Equity Shares of face value of Rs. 100/- each.

Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1 (One) Equity Share of face value of Rs.100/- each into 20 (Twenty) Equity Shares of face value of Rs.5/- each. Accordingly, the Authorised Capital of Rs. 210,00,00,000 was subdivided from 210,00,000 Shares of face value of Rs. 100/- each to 42,00,00,000 of Rs. 5/- each. The impact of sub-division of shares is not considered for Authorised Capital as the restated financial statements have been prepared from standalone financial statements audited before the date of resolution passed for subdivision.

*** Issued, subscribed and fully paid:**

Pursuant to a resolution passed at the general meeting of shareholders dated March 18, 2022, the Company has approved bonus in the ratio of 1:3 i.e 1 (one) equity shares of Rs.100/- each for every 3 (three) existing fully paid- up equity shares of Rs.100/- each. Consequently the Company has allotted 6,56,450 equity Shares of face value of Rs. 100/- each on March 22, 2022. The Bonus shares so allotted, rank pari passu with the existing shares.

Pursuant to a resolution passed at the general meeting of shareholders dated September 24, 2024, the Company has approved bonus in the ratio of 4:1 i.e 4 (four) equity shares of Rs.100/- each for every 1 (one) existing fully paid- up equity shares of Rs.100/- each. Consequently the Company has allotted 1,05,03,200 equity Shares of face value of Rs. 100/- each on September 26, 2024. The Bonus shares so allotted, rank pari passu with the existing shares.

Issued, subscribed and paid-up share capital of the Company was subdivided from 1,31,29,000 equity shares of face value of Rs.100/- each to 26,25,80,000 equity shares of face value of Rs.5/- each. The impact of sub-division of shares is retrospectively considered only for the computation of earnings per share as per the requirement/principles of Ind AS 33, as applicable.

c) Reconciliation of number of equity shares and amount outstanding at the beginning and at the end of the year

Particulars	As at September 30, 2024		As at March 31, 2024		As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Rs.	No. of Shares	Rs.	No. of Shares	Rs.	No. of Shares	Rs.
At the beginning of the period/ year	26,25,800	262.58	26,25,800	262.58	26,25,800	262.58	19,69,350	196.94
Add: Shares issued during the period/ year								
- bonus shares issued during the period/ year	1,05,03,200	1,050.32	-	-	-	-	6,56,450	65.65
- additional shares issued on account of share split in the ratio of 1:20	26,25,80,000		-	-	-	-	-	-
At the end of the period/ year	**26,25,80,000**	**1,312.90**	**26,25,800**	**262.58**	**26,25,800**	**262.58**	**26,25,800**	**262.58**

Notes:

d) Terms and Rights attached to Equity shares :

1) The Company has only one class of equity shares having par value of Rs. 5 per share. Each holder of equity shares is entitled to one vote per share (See note above * issued, subscribed and fully paid up share capital).

2) 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. The distribution will be in proportion to the number of equity shares held by the shareholders.

3) Dividend has not been declared by the Company during the above period.

4) As per the records of the Company, including its register of share holders/members and other declaration received from the share holders regarding beneficial interest, the above share holding represents both legal and beneficial ownership of shares.

Note 14 : Equity Share Capital (continued)

c) Details of shares held by holding/ ultimate holding company and/or their subsidiaries/ associates:

Names of Shareholders	As at September 30, 2024		As at March 31, 2024		As at March 31, 2023		As at March 31, 2022	
	No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% Share holding	No. of shares	% of total shares
Unimark Business Solutions Private Limited	21,53,33,300	82.01%	21,53,333	82.01%	21,53,333	82.01%	21,53,333	82.01%

d) Details of shareholders holding more than 5% shares in the Company

Names of Shareholders	As at September 30, 2024		As at March 31, 2024		As at March 31, 2023		As at March 31, 2022	
	No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares	No. of shares	% of total shares
Unimark Business Solutions Private Limited	21,53,33,300	82.01%	21,53,333	82.01%	21,53,333	82.01%	21,53,333	82.01%

e) Details of shares held by promoters

Names of Promoters	As at September 30, 2024			As at March 31, 2024		
	No. of shares	% of total shares	% change during the	No. of shares	% of total shares	% change during the
Ananda Swaroop Adavani	86,93,300	3.31%	-	86,933	3.31%	-
Tetali Mani Swetha	93,20,000	3.55%	0.01%	92,933	3.54%	-
Tetali Himabindu	73,86,700	2.81%	-	73,867	2.81%	-
Unimark Business Solutions Private Limited	21,53,33,300	82.01%	-	21,53,333	82.01%	-
Total	**24,07,33,300**	**91.68%**		**24,07,066**	**91.67%**	

Names of Promoters	As at March 31, 2023			As at March 31, 2022		
	No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
Ananda Swaroop Adavani	86,933	3.31%	-	86,933	3.31%	-
Tetali Mani Swetha	92,933	3.54%	-	92,933	3.54%	-
Tetali Himabindu	73,867	2.81%	-	73,867	2.81%	-
Unimark Business Solutions Private Limited	21,53,333	82.01%	-	21,53,333	82.01%	-
Total	**24,07,066**	**91.67%**		**24,07,066**	**91.67%**	

Note : Speedfast Tracom Limited is the holding company of Unimark Business Solutions Private Limited.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 15 : Other Equity

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Securities Premium	8.00	8.00	8.00	8.00
Retained Earnings	680.10	1,460.65	1,059.03	738.88
Total	**688.10**	**1,468.65**	**1,067.03**	**746.88**

Notes :

(a) Securities Premium

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Opening balance	8.00	8.00	8.00	8.00
Additions /(Deletions) during the year	-	-	-	-
Closing balance	**8.00**	**8.00**	**8.00**	**8.00**

Securities premium account represents the surplus of proceeds received over the face value of shares, at the time of issue of shares. This is not available for distribution of dividend and it can only be utilised in accordance with the provisions of the Companies Act 2013.

(b) Retained Earnings

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Opening Balance	1,460.65	1,059.03	738.88	464.91
Add: Profit / (loss) for the year	268.48	403.37	325.24	339.66
	1,729.13	1,462.40	1,064.12	804.57
Add/(Less) : Other Comprehensive Income / (Loss) for the year, net of income tax	1.29	(1.74)	-	-
Add : Remeasurement at fair value	-	-	-	-
Less : Remeasurement of Expected Credit Loss	-	-	(5.09)	(0.04)
Less : Utilised for Bonus Share Issue	(1,050.32)	-	-	(65.65)
Closing balance	**680.10**	**1,460.65**	**1,059.03**	**738.88**

Retained earnings represents the amount of accumulated earnings of the Company, less any transfers to general reserve and payment of dividend.

Note 16 : Non Current Borrowings

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Secured Loan:				
Term Loan - From Bank	1,019.74	1,058.02	792.82	374.05
Less : Current maturities of long term debt	(169.08)	(112.87)	(54.00)	(112.94)
Non Current Borrowings -From Bank	850.66	945.15	738.82	261.11
Term loan - Financial Institutions	250.00	-	-	-
Less : Current maturities of long term debt	(83.33)	-	-	-
Non Current Borrowings - Financial Institutions & NBFC	166.67	-	-	-
Unsecured Loan:				
From Related parties	96.88	18.31	98.87	17.50
From Corporates	-	49.91	50.00	135.11
Total	**1,114.21**	**1,013.37**	**887.69**	**413.72**

Notes :

Particulars of security offered :

a) The Company has obtained Term Loan from Indian Bank towards plant at Deverapalli and is secured by first charge on Property, Plant and Equipment of the Company - present and future, carrying Interest rate of 3 Months MCLR.

b) The Term Loan 1 (sanctioned limit INR 251.80 million, outstanding as on September 30, 2024 INR Nil million, March 31, 2024 INR Nil million, March 31,2023 INR Nil million and March 31, 2022 INR 27.06 million) is repaid in the financial year 2022-23

c) The Term Loan 2 (sanctioned limit INR 114.20 million, outstanding as on September 30, 2024 INR Nil million, March 31, 2024 INR Nil million, March 31,2023 INR Nil million and March 31, 2022 INR 10.96 million) is repaid in the financial year 2022-23

d) The GECLS loan (sanctioned limit INR 50.00 million, outstanding as on September 30, 2024 INR Nil million March 31, 2024 INR Nil million, March 31,2023 INR Nil million and March 31, 2022 INR 10.96 million) is repaid in the financial year 2022-23

e) The Term Loan 3 (sanctioned limit INR 350.00 million, outstanding as on September 30, 2024 INR 180.58 million March 31, 2024 INR 208.27 million, March 31,2023 INR 262.10 million and March 31, 2022 INR 311.80 million) is repayable in 84 monthly instalments commencing from Apr 2021.

f) The Term Loan 4 (sanctioned limit INR 843.80 million, outstanding as on September 30, 2024 INR 839.16 march 31, 2024 INR 849.75 million, March 31, 2023 INR 530.72 million and March 31, 2022 - Nil) is repayable in 84 monthly instalments commencing from October 2024.

g) The Term Loan is further secured by Equitable Mortgage of several properties belonging to Directors and their relatives.

h) The Term Loan is further secured by Personal Guarantees of Director.

i) The Term Loan - Financial Institutions (sanctioned limit INR 250.00 million, outstanding as on September 30, 2024 INR 250.00 million (March 31, 2024 INR Nil, March 31, 2023 INR Nil and March 31, 2022 - Nil) is repayable in 36 monthly instalments commencing from October 2024 and is secured by equitable mortgage of leasehold land at Mohasa Babai Industrial Area, Madhya Pradesh, corporate guarantees of the holding company and personal guarantees of directors.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 17 : Non Current Provisions

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits (Refer Note 33)				
(a) For compensated absences	7.96	6.54	4.57	2.42
(b) For Gratuity	13.13	13.39	9.65	6.33
Total	**21.09**	**19.93**	**14.22**	**8.75**

Note 18 : Deferred Tax Liabilities (Net)

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Deferred Tax Liabilities	154.89	137.93	98.37	88.94
Less: Deferred Tax Assets	0.70	1.13	-	-
Total	**154.19**	**136.80**	**98.37**	**88.94**

Movement in deferred tax		**Credit / (Expense) Recognized in**		
Particulars	**As at April 01, 2024**	**Statement of Profit and Loss**	**Other Comprehensive Income**	**As at Sept 30, 2024**
Deferred tax Assets in relation to :				
Allowable on payment basis	1.13	-	(0.43)	0.70
Total Deferred Tax Assets (A)	1.13	-	(0.43)	0.70
Deferred Tax Liabilities in relation to :				
Property, Plant and Equipment - Depreciation	137.93	(16.96)	-	154.89
Total Deferred Tax Liabilities (B)	137.93	(16.96)	-	154.89
Net Deferred Tax Assets / (Liabilities) (A-B)	**(136.80)**	**(16.96)**	**(0.43)**	**(154.19)**

Movement in deferred tax		**Credit / (Expense) Recognized in**		
Particulars	**As at April 01, 2023**	**Statement of Profit and Loss**	**Other Comprehensive Income**	**As at March 31, 2024**
Deferred tax Assets in relation to :				
Allowable on payment basis	-	0.54	0.59	1.13
Total Deferred Tax Assets (A)	-	0.54	0.59	1.13
Deferred Tax Liabilities in relation to :				
Property, Plant and Equipment - Depreciation	98.37	(39.56)	-	137.93
Total Deferred Tax Liabilities (B)	98.37	(39.56)	-	137.93
Net Deferred Tax Assets / (Liabilities) (A-B)	**(98.37)**	**(39.03)**	**0.59**	**(136.80)**

Movement in deferred tax		**Credit / (Expense) Recognized in**		
Particulars	**As at April 01, 2022**	**Statement of Profit and Loss**	**Other Comprehensive Income**	**As at March 31, 2023**
Deferred tax Assets in relation to :				
Allowable on payment basis	-	-	-	-
Total Deferred Tax Assets (A)	-	-	-	-
Deferred Tax Liabilities in relation to :				
Property, Plant and Equipment - Depreciation (net)	88.94	(9.43)	-	98.37
Total Deferred Tax Liabilities (B)	88.94	(9.43)	-	98.37
Net Deferred Tax Assets / (Liabilities) (A-B)	**(88.94)**	**(9.43)**	**-**	**(98.37)**

Movement in deferred tax		**Credit / (Expense) Recognized in**		
Particulars	**As at April 1, 2021**	**Statement of Profit and Loss**	**Other Comprehensive Income**	**As at March 31, 2022**
Deferred tax Assets in relation to :				
Allowable on payment basis	-	-	-	-
Total Deferred Tax Assets (A)	-	-	-	-
Deferred Tax Liabilities in relation to :				
Property, Plant and Equipment - Depreciation (net)	77.23	(11.71)	-	88.94
Total Deferred Tax Liabilities (B)	77.23	(11.71)	-	88.94
Net Deferred Tax Assets / (Liabilities) (A-B)	**(77.23)**	**(11.71)**	**-**	**(88.94)**

Paramesu Biotech Limited

(Formerly known as Paramesu Biotech Private Limited)

Notes forming part of the restated financial information

(All amounts are Rs. in Million, unless otherwise stated)

Note 19 : Current Borrowings

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Secured Loan:				
Working Capital Loans from a Bank				
Cash Credit	795.13	932.60	463.95	293.13
Current maturities of long term debt	252.41	112.87	54.00	112.94
Total	**1,047.54**	**1,045.47**	**517.95**	**406.07**

Notes :

Particulars of security offered :

The Working Capital loans are secured by Hypothecation of Stocks and Book Debts - present and future carrying Interest rate of 3 Months MCLR.

The Working Capital Loan is further secured by Equitable Mortgage of several properties belonging to Directors and their relatives.

The Working Capital Loan is further secured by Personal Guarantees of Directors.

Note 20 : Trade Payables

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
(i) Dues to Micro and Small Enterprises (MSE)	68.72	118.30	25.94	24.29
(ii) Dues to Related Parties	218.00	-	-	15.68
(iii) Dues to Others	55.16	258.76	257.06	338.82
	341.88	**377.06**	**283.00**	**378.79**

Note: The Company has certain dues payable to suppliers registered as Micro and Small enterprises under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The details thereof are as under:

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
(a) Principal amount due and remaining unpaid	68.72	118.30	25.94	24.29
(b) Interest amount due and remaining unpaid	-	-	-	-
(c) Principal amount paid, along with interest if any, which is paid beyond the appointed date	-	-	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-	-	-
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-	-	
(f) The amount of further interest remaining due and payable in the succeeding years, until such date when the interest dues above are actually paid to the small	-	-	-	-

Disclosure of payable to vendors as defined under the MSMED Act is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received till the Balance sheet date. This has been relied upon by the Auditors.

Trade payable are normally non-interest bearing and are normally settled within 45 days from due date. The statutory auditors have relied on the Company's representation.

(All amounts are Rs. in Million, unless otherwise stated)

Ageing of Trade Payables as at September 30, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues :						
(i) MSE	29.75	25.23	13.71	-	0.03	68.72
(ii) Others	241.86	27.78	1.45	0.40	1.67	273.16
Disputed Dues :						
(i) MSE	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Total	**271.61**	**53.01**	**15.16**	**0.40**	**1.70**	**341.88**

Bills which fall within the payment due date agreed with the supplier are classified as "Not Due".

Ageing of Trade Payables as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues :						
(i) MSE	11.19	106.56	-	0.14	0.41	118.30
(ii) Others	64.67	189.71	1.57	0.83	1.98	258.76
Disputed Dues :						
(i) MSE	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Total	**75.86**	**296.27**	**1.57**	**0.97**	**2.39**	**377.06**

Bills which fall within the payment due date agreed with the supplier are classified as "Not Due".

Ageing of Trade Payables as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues :						
(i) MSE	4.11	21.28	-	0.14	0.41	25.94
(ii) Others	38.10	214.43	0.73	2.14	1.66	257.06
Disputed Dues :						
(i) MSE	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Total	**42.21**	**235.71**	**0.73**	**2.28**	**2.07**	**283.00**

Bills which fall within the payment due date agreed with the supplier are classified as "Not Due".

Ageing of Trade Payables as at March 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues :						
(i) MSE	2.30	21.44	0.17	0.38	-	24.29
(ii) Others	78.54	275.82	0.14	-	-	354.50
Disputed Dues :						
(i) MSE	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Total	**80.84**	**297.26**	**0.31**	**0.38**	**-**	**378.79**

Bills which fall within the payment due date agreed with the supplier are classified as "Not Due".

Note 21 : Other Financial Liabilities : Current

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Salaries and Managerial Remuneration payable				
- To Related Parties	-	-	-	-
- To Employees	-	9.40	-	-
Total	**-**	**9.40**	**-**	**-**

Note: There are no amounts due for payment to the Investor Education and Protection Fund under section 125 of the Act as at the year end.

Note 22 : Other Current Liabilities

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
(i) Advances from Customers	7.74	7.16	10.47	18.07
(ii) Statutory Dues	51.51	39.85	15.86	37.50
(iii) Other payables	25.54	5.57	17.66	17.34
Total	**84.79**	**52.58**	**43.99**	**72.91**

Note 23 : Provisions: Current

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
(i) Provision for compensated absences(Leave)	1.57	1.38	1.36	0.97
(ii) Provision for Gratuity	2.55	2.35	2.18	1.66
Total	**4.12**	**3.73**	**3.54**	**2.63**

Note 24 : Current Tax Liabilities (Net)

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Income tax liabilities (Net of advance income tax)	9.93	7.23	13.31	7.50
Total	**9.93**	**7.23**	**13.31**	**7.50**

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 25 : Revenue from Operations

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of Products				
i) Starch and co-products	3,804.90	6,005.83	5,453.55	4,663.14
ii) Maize	226.20	207.03	716.23	222.00
iii) Others	32.72	51.91	58.07	54.84
Other Operating Income				
i) Export Incentives	10.49	11.51	9.64	7.66
ii) Customs Duty Draw Back received	1.63	2.19	1.80	1.41
Total	**4,075.94**	**6,278.47**	**6,239.29**	**4,949.05**

Note 26 : Other Income

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
a) Interest Income :				
On financial assets that are not designated at fair value through profit and loss:				
i) on bank deposits	0.07	0.12	0.11	0.11
ii) from others	1.46	3.70	3.94	1.41
b) Other Non operating income				
(net of expenses directly attributable to such income)				
i) Profit on sale of Property, Plant and Equipment	-	0.22	-	-
ii) Sundry Balances written back	0.61	0.10	0.12	2.83
iii) Net Gain on foreign currency transactions	13.93	10.24	9.98	12.63
iv) Provision for doubtful debts written back	1.93	-	-	-
Total	**18.00**	**14.38**	**14.15**	**16.98**

Note 27 : Cost of Materials Consumed

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening Stock	915.74	566.12	567.16	680.34
Add: Purchases during the year	2,814.63	4,991.32	4,314.00	3,414.01
Less: Closing Stock	(697.68)	(915.74)	(566.12)	(567.16)
Total	**3,032.69**	**4,641.70**	**4,315.04**	**3,527.19**

Note 28 : Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the end of the year:				
Finished Goods	142.61	80.38	29.40	32.04
Inventories at the beginning of the year:				
Finished Goods	80.38	29.40	32.04	28.82
Net (increase) / decrease	**(62.23)**	**(50.98)**	**2.64**	**(3.22)**

Note 29 : Employee benefits expense

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, Wages and Bonus#	68.76	126.09	99.66	81.86
Contributions to Provident Fund and Other Funds (Refer Note 33)	4.15	14.01	13.39	12.85
Managerial Remuneration	13.60	22.80	22.80	19.20
Staff Welfare Expenses	1.67	4.36	3.99	2.36
Total	**88.18**	**167.26**	**139.84**	**116.27**

The Salaries,Wages and Bonus included amounts paid to related parties

Note 30 : Finance costs

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest				
(i) On borrowings	99.42	143.00	78.96	94.39
(ii) On Supplier of Goods	0.08	0.04	0.01	-
(iii) On Others	4.27	9.51	6.53	6.22
(iv) On Lease Liability	0.15	-	-	-
Total	**103.92**	**152.55**	**85.50**	**100.61**

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 31 : Other Expenses

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Labour Charges	33.07	51.94	49.55	40.41
Power and fuel	97.15	264.63	214.20	170.47
Rent including lease rentals	6.96	8.96	10.39	7.50
Repairs to Machinery	0.72	2.00	2.81	2.50
Repairs to Others	3.56	8.47	6.53	8.00
Insurance	3.27	9.97	2.50	3.12
Rates and taxes	3.10	4.90	6.27	3.23
Freight and forwarding	95.20	124.01	95.15	95.96
Legal and professional charges	1.54	3.94	4.46	1.53
Payments to Auditors (Refer Note below)	0.50	1.50	0.10	0.08
Sales promotion expenses	0.02	0.27	0.13	-
Brokerage / Commission	3.67	8.96	9.62	12.93
Sundry Balances written off	-	-	0.93	8.02
Provision for doubtful debts	-	2.47	-	-
Export Service Charges	37.38	49.43	76.30	129.91
Expenditure on Corporate Social Responsibility (Refer Note 43)	4.82	6.79	4.48	2.18
Donations	-	0.03	0.93	10.00
Miscellaneous expenses	5.36	9.90	9.89	5.11
Total	**296.32**	**558.17**	**494.24**	**500.95**

Note:

Payments to auditors comprises of :				
For Statutory Audit	0.50	1.00	0.10	0.08
For Audit under other Laws	-	0.30	-	-
For Certification	-	0.20	-	-
Total	**0.50**	**1.50**	**0.10**	**0.08**

(All amounts are Rs. in Million, unless otherwise stated)

Additional information

32	Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
32.1	**Contingent liabilities and commitments (to the extent not provided for)**				
	a) Contingent liabilities				
	- Claims against the Company not acknowledged as debt	-	-	-	-
	- Estimated amount of obligation on account of non fulfilment of Export obligation under various Advance Licences.	-	-	-	-
	b) Commitments				
	- For Capital expenditure [Net of advances as on September 30, 2024 Rs. Nil (March 31, 2024 Rs. 29.28, March 31, 2023: Rs. 126.98, March 31, 2022: Rs. 39.81)]	12.19	23.86	154.80	75.73
	Total	**12.19**	**23.86**	**154.80**	**75.73**

33 Employee Benefits

As per Ind AS 19 "Employee benefits", the disclosures as required under the Standard is as under:

I. Defined Contribution Plans

The Company makes provident fund contribution to defined contribution plans for qualifying employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. Amounts contributed to Provident Fund, Employees' State Insurance Corporation and Andhra Pradesh Labour Welfare Fund are recognised as an expense and included in employee benefit expenses in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at the rates specified in the rules of the schemes. The amount recognised as expense for the year is as under:

Particulars	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Employer's Contribution to Provident Fund	3.60	6.59	6.62	4.57
Employer's Contribution to Employees' State Insurance Corporation	0.56	1.23	1.24	1.04
Employer's Contribution to Andhra Pradesh Labour Welfare Fund	-	0.02	0.02	-

II. Defined Benefit Plan

The Company has defined benefit plan for payment of gratuity to all qualifying employees. It is governed by the Payment of Gratuity Act, 1972. Under this Act, an employee who has completed five years of service is entitled to the specified benefits which depends on the employee's length of service and salary at retirement age. The Company's defined benefit plan is Non - Funded.

There are no other post retirement benefits provided by the Company.

The present value of the defined benefit obligation, the related current service cost and past service cost, were measured using the projected unit credit method.

(All amounts are Rs. in Million, unless otherwise stated)

A) Movement in Defined Benefit Obligation (Unfunded)

Particulars		Gratuity			Compensated absences			
	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Defined Benefit Obligation at beginning of the year	**15.74**	**11.83**	**8.00**	**5.63**	**7.92**	**5.93**	**3.38**	**-**
Current Service Cost	1.26	2.33	1.32	2.37	1.39	2.08	0.85	3.39
Past Service Cost	-	-	-	-	-	-	-	-
Interest Cost	0.56	0.86	0.53	-	0.28	0.46	0.23	-
Benefits paid during the year	(0.10)	(0.49)	(0.14)	-	(0.23)	(1.67)	(0.79)	-
Actuarial (gain) / loss arising from changes in demographic assumptions	-	0.41	0.50	-	-	-	-	-
Actuarial (gain) / loss arising from changes in financial assumptions	0.31	0.20	(0.24)	-	-	-	-	-
Actuarial (gain) / loss arising from changes in experience adjustments	(2.09)	0.60	1.86	-	0.06	1.12	2.26	-
Defined Benefit Obligation at end of the year/Period	**15.68**	**15.74**	**11.83**	**8.00**	**9.42**	**7.92**	**5.93**	**3.39**

B) Amount recognized as Employee Benefit Expenses

Particulars		Gratuity			Compensated absences			
	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31,2022	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
In Income Statement								
Current Service Cost	1.26	2.33	1.32	2.37	1.39	2.08	0.85	3.39
Past Service Cost	-	-	-	-	-	-	-	-
Interest Cost	0.56	0.86	0.53	-	0.28	0.46	0.23	-
Net (Income) / Expense recognized in Statement of Profit and Loss	**1.82**	**3.19**	**1.85**	**2.37**	**1.67**	**2.54**	**1.08**	**3.39**
In Other Comprehensive Income								
Actuarial (gain) / loss arising from changes in demographic assumptions	-	0.41	0.50	-	-	-	-	-
Actuarial (gain) / loss arising from changes in financial assumptions	0.31	0.20	(0.24)	-	-	-	-	-
Actuarial (gain) / loss arising from changes in experience adjustments	(2.09)	0.60	1.86	-	0.06	1.12	2.26	0.00
Net (Income) / Expense recognized in Other Comprehensive Income	**-1.78**	**1.21**	**2.12**	**-**	**0.06**	**1.12**	**2.26**	**0.00**
Total	**0.04**	**4.40**	**3.97**	**2.37**	**1.73**	**3.66**	**3.34**	**3.39**

C) Major Actuarial Assumptions

Particulars	Gratuity and Compensated absences			
	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31,2022
Discount Rate	6.80%	7.09%	7.30%	6.81%
Salary Escalation rate	10.00%	10.00%	10.00%	10.00%
Staff Turnover Rate	12.00%	12.00%	15.00%	22.00%
Mortality Table (as % of IALM (2012-14) Ult. Mortality Table)	100.00%	100.00%	100.00%	100.00%
Normal Retirement Age	58 years	58 years	58 years	58 years

D) The assumption of the future salary increases considered in actuarial valuation takes into account the inflation, seniority, promotion and other relevant factors.

E) Projected Benefits payable in future years from the date of reporting is as under :

Particulars		Defined Benefit Obligation		
	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31,2022
Year 1	2.63	2.43	2.22	1.72
Year 2	1.39	1.35	1.21	1.05
Year 3	1.50	1.44	1.24	1.01
Year 4	1.41	1.39	1.26	0.95
Year 5	1.40	1.38	1.17	0.91
Next 5 years	6.35	6.51	4.98	3.13

F) Sensitivity Analysis

Significant Actuarial assumptions for the determination of the defined benefit obligation are discount rate, salary escalation rate and withdrawal rate. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

Particulars	Defined Benefit Obligation (Unfunded)			
	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31,2022
On 1 percentage increase in salary escalation	0.89	1.01	0.65	0.39
On 1 percentage decrease in salary escalation	(0.85)	(0.96)	(0.61)	(0.37)
On 1 percentage increase in staff turnover rate	(0.18)	(0.15)	(0.08)	(0.07)
On 1 percentage decrease in staff turnover rate	0.20	0.15	0.09	0.07
On 1 percentage increase in discount rate	(1.02)	(1.08)	(0.67)	(0.35)
On 1 percentage decrease in discount rate	1.17	1.25	0.76	0.39

In presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using "Projected Unit Credit" method as at the date of the Balance Sheet which is the same as that applied in calculating the defined benefit obligation liability recognized in Balance Sheet.

There were no changes in the methods and assumptions used in preparing the sensitivity analysis from prior years.

G) Risk Exposure :

These plans typically expose the Company to a number of risks, the most significant of which are detailed below :

Interest Risk :
A decrease in the bond interest rate will increase the plan liability.

Longevity Risk :
The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants during their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk :
The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, any increase in the salary of the plan participants will increase the plan's liability.

H) Leave Encashment

Based on actuarial valuation carried out using projected unit credit method, the Independent Actuary has determined the liability towards leave encashment at Rs. 9.42 million as at the end of the year as compared to Rs. 7.92 million as at the beginning of the year. The resultant additional liability of Rs. 1.50 million has been debited to Employees benefit.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Leases

34 Disclosure in respect of lease (as Lessee):

(a) Details of right to use of lease assets and its carrying value as at Statement of Assets & Liabilities :

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2023
Net Block as at beginning of the year	0.00	-	-	-
Addition				
Leasehold Land	384.87	-	-	-
Adjustment on account of remeasurement of the lease liabilities				
Leasehold Land	-	-	-	-
Total	384.87	-	-	-
Depreciation for the period/year				
Leasehold Land	(0.33)	-	-	-
Total	(0.33)	-	-	-
Net Block as at date of statement of Assets & Liabilities	**384.54**	**-**	**-**	**-**

(b) Maturity Analysis of Lease liabilities

Maturity analysis – contractual undiscounted cash flows	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Less than one year	1.71	-	-	-
One to five years	8.55	-	-	-
More than five years	157.24	-	-	-
Total undiscounted lease liabilities	**167.50**	**-**	**-**	**-**
Lease liabilities included in the statement of Assets & Liabilities				
Current	1.71	-	-	-
Non-current	13.97	-	-	-

Amounts recognised in the statement of profit or loss

Particulars	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Depreciation	0.33	-	-	-
Interest on lease liabilities	0.15	-	-	-
Variable lease payments not included in the measurement of lease liabilities (included in 'Rent including lease rentals')	-	-	-	-
Expenses relating to short-term leases (included in 'Rent including lease rentals')	-	-	-	-
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	-	-	-	-

Amount recognised in the statement of cash flows

Particulars	For the period ended September 30, 2024	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2022
Total cash inflow / (outflow) for leases (excluding variable lease payments, short-term leases, leases of low-value assets)	(1.71)	-	-	-

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Note 35 : Tax (expense) / credit
(a) Amounts recognized in Statement of Profit and Loss

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Current tax expense				
- In respect of current year	(74.97)	(99.76)	(105.54)	(108.69)
- Short Provision of Tax of earlier years	-	(2.12)	-	-
Deferred Tax credit / (expense)	(16.96)	(39.02)	(9.43)	(11.71)
Total Tax (expense) / credit	**(91.93)**	**(140.90)**	**(114.97)**	**(120.40)**

(b) Deferred Tax (expense) / credit recognized in Other Comprehensive Income

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Relating to Remeasurement gain / (loss) of the defined benefit obligation	(0.43)	0.59	-	-
Tax (expense) credit	**(0.43)**	**0.59**	**-**	**-**

(c) Reconciliation of the income tax expenses to the amount computed by applying the tax rates to profit / (loss) before income taxes is as under:

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Income tax rate applicable to the Company	25.17%	25.17%	25.17%	25.17%
Profit / (Loss) before tax	**360.43**	**544.27**	**440.21**	**460.05**
Income tax credit / (expense)	90.71	136.98	110.79	115.79
Tax effect of :				
Deferred Tax credit / (expense)	(16.97)	(39.02)	(9.43)	(11.71)
Expenses that are not deductible in determining taxable income	1.23	1.80	-	-
Excess / (Short) Provision of Tax of earlier years	-	2.12	-	-
Income tax credit / (expense) recognised in Statement of Profit and Loss	**74.97**	**101.88**	**101.36**	**104.08**

(d) Reconciliation of the income tax expenses to the amount computed by applying the tax rates to profit / (loss) before income taxes is as under:

Particulars	For the period ended September 30, 2024	Year ended 31st March, 2024	Year ended 31st March, 2023	For the year ended March 31, 2022
Income tax rate applicable to the Company	25.17%	25.17%	25.17%	25.17%
Profit / (Loss) before tax	**360.43**	**544.27**	**440.21**	**460.05**
Income tax credit / (expense)	90.71	136.98	110.79	115.79
Tax effect of :				
Expenses that are not deductible in determining taxable income	1.23	1.80	-	-
Additional allowance for tax purpose	-	-	-	-
Effect of deductible temporary differences now recognised as deferred tax assets/liabilities	(16.97)	(39.02)	(9.43)	(11.71)
Excess / (Short) Provision of Tax of earlier years	-	2.12	-	-
Income tax credit / (expense) recognised in Statement of Profit and Loss	**74.97**	**101.88**	**101.36**	**104.08**

(All amounts are Rs. in Million, unless otherwise stated)

36 Related Party Disclosures

A) Parties where control exist
Holding Company
Speedfast Tracom Limited
Unimark Business Solutions Private Limited

B) Other Related parties with whom transactions have taken place
i) Key Managerial Personnel ('KMP')
a) Ananda Swaroop Adavani
b) Tetali Mani Swetha - Appointed as Whol-Time Director on July 08, 2024
c) Tetali Upendra Reddy - Resigned as Director on September 15, 2024
d) Tetali Krishna Reddy -Resigned as Director on July 01, 2024
e) Karri Ramakrishna Reddy - Resigned as Director in holding Company on July 31, 2024

ii) Entities controlled by KMP
a) Manikyam Agro Processors Private Limited
b) Anaparthy Poultries Pvt Ltd
c) Karnataka Poultry Farm
d) Manikyam Poultry Farm
e) Perimdevi Farm Products Pvt Ltd

iii) Relatives of Directors
a) Tetali Himabindu
b) Pavuluri Naga Venkata Munindra

36.1 Details of transactions with related parties
(a) Transaction of Paramesu Biotech Limited

Particulars	Transactions with Related Parties for the Year Ended			
	September 30, 2024	March 31, 2024	March 31, 2023	March 31, 2022
Sale of Goods:				
Unimark Business Solutions Pvt Ltd	9.97	12.14	8.77	0.78
Anaparthy Poultries Pvt Ltd	14.84	17.54	5.22	17.23
Karnataka Poultry Farm	36.69	48.44	3.69	15.01
Manikyam Poultry Farm	25.33	33.80	3.47	14.16
Manikyam Agro Processors Private Limited	60.90		126.65	
Perimdevi Farm Products Pvt Ltd	158.92		274.53	
Purchase of Goods:				
Unimark Business Solutions Pvt Ltd	-	5.68	8.48	45.95
Manikyam Agro Processors Private Limited	423.49	527.15	456.20	550.13
Perimdevi Farm Products Pvt Ltd	161.13	499.68	414.05	492.74
Interest Income From:				
Anaparthy Poultries Pvt Ltd	-	1.19	2.22	
Interest Paid To:				
Ananda Swaroop Adavani	2.21	3.84	0.32	0.37
Tetali Upendra Reddy	0.13	1.07	0.20	1.06
Tetali Krishna Reddy	0.51	1.38	1.25	1.13
Unsecured loan given by the company				
Anaparthy Poultries Pvt Ltd	-	50.00	45.00	-
Unsecured loan returned to the company				
Anaparthy Poultries Pvt Ltd	-	50.00	45.00	-

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Particulars	Transactions with Related Parties for the Year Ended/Period ended			
	September 30, 2024	March 31, 2024	March 31, 2023	March 31, 2022
Managerial Remuneration paid to:				
Ananda Swaroop Adavani	9.00	18.00	18.00	18.00
Tetali Upendra Reddy	2.40	4.80	4.80	1.20
Tetali Mani Swetha	2.20	-	-	-
Salary Paid to :				
Tetali Mani Swetha	4.40	14.30	13.20	13.20
Karri Ramakrishna Reddy	0.54	1.25	1.29	1.18
Purchase of Land				
Tetali Mani Swetha	-	8.74		
Karri Ramakrishna Reddy	-	6.49		
Lease Rent				
Tetali Mani Swetha	-	-	0.08	0.08
Karri Ramakrishna Reddy	-	-	0.05	0.05
Tetali Himabindu	0.15	0.08		
Pavuluri Naga Venkata Munindra	0.15	0.08		
Unsecured Loan taken by the Company				
Ananda Swaroop Adavani	42.76	-	20.42	-
Tetali Upendra Reddy	34.50	-	59.50	90.40
Tetali Mani Swetha	50.00	-	-	-
Unsecured loan repaid by the company				
Ananda Swaroop Adavani	-	22.24	-	1.00
Tetali Krishna Reddy	14.19	-	-	-
Tetali Upendra Reddy	34.50	59.50	-	90.40

(b) Summary of outstanding balances with related parties

Particulars	Transactions with Related Parties for the Year Ended/Period ended			
	September 30, 2024	March 31, 2024	March 31, 2023	March 31, 2022
Unsecured Loan taken by the Company:				
Ananda Swaroop Adavani	46.88	4.12	26.36	5.95
Tetali Upendra Reddy	-	-	59.71	-
Tetali Krishna Reddy	-	14.19	12.80	11.55
Tetali Mani Swetha	50.00	-	-	-
Lease Rent:				
Karri Ramakrishna Reddy	-	-	0.05	0.05
Tetali Mani Swetha			0.08	0.08
Sundry Creditors:				
Unimark Business Solutions Pvt Ltd	-	-	-	10.71
Manikyam Agro Processors Private Limited	82.25	-	-	-
Perimdevi Farm Products Pvt Ltd	135.75	-	-	4.97
Sundry Debtors				
Anaparthy Poultries Pvt Ltd	11.60	2.67	2.26	1.79
Karnataka Poultry Farm	1.50	-	-	0.01
Manikyam Poultry Farm	2.04	-	-	0.01

(i) The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.Remuneration do not include provisions for encashable leave, gratuity and premium paid for group health insurance since these are based on valuation on an overall company basis.

(ii) Personal Guarantee by Ananda Swaroop Advani, Upendra Reddy Tetali, Krishna Reddy Tetali and Satish Kumar Tetali with respect to Borrowings by the Company amounting to Rs. 2,653.80 million (March 31, 2024 Rs. 2,403.80 million, March 31, 2023 Rs. 2,403.80 million and March 31, 2022 Rs. 1,423.00).

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

Additional information

37 Earnings per share (EPS)

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to equity share holders of the Company by the weighted average number of Equity shares outstanding during the year after adjusting for the effect of dilutive potential equity shares.

In terms of Para 64 of Ind AS 33 - Earnings per Share, the outstanding shares after Bonus Issue have been considered for calculating EPS for all the periods presented.

Particulars	As at September 30, 2024*	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Profit / (Loss) attributed to Equity Shareholders (Rs in Millions)	268.50	403.37	325.24	339.65
Weighted average number of shares as at March 31, for basic and diluted EPS	262.58	262.58	262.58	262.58
Earning per Share (Basic and diluted) (Rs.)	1.02	1.54	1.24	1.29

*** EPS is for six months period**

38 Financial Instruments:

A) Capital Management

For the purpose of the Company’s capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders.

The Company manages its capital structure with a view to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimization of the debt and equity balance.

The capital structure of the Company consists of net debt (borrowings as detailed in notes 16 and 19) and total equity of the Company.

The Company's management reviews the capital structure of the Company on an annual basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital.

The gearing ratio at the end of the reporting period was as follows:

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Borrowings	2,177.43	2,058.84	1,405.64	819.79
Equity	2,001.00	1,731.23	1,329.61	1,009.46
Debt to equity ratio	**1.09**	**1.19**	**1.06**	**0.81**

For the purpose of computing debt to equity ratio, equity includes equity share capital and other equity and debt includes long term borrowings, short term borrowings and current maturities of long term borrowings.

B) Financial Instruments-Accounting Classifications and Fair value measurements
Classification of Financial Assets and Liabilities:

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Financial assets (excluding investment in subsidiaries and associates if any)				
At fair value through profit or loss				
Investments	15.75	-	-	-
At Amortised cost				
Trade receivables	689.19	562.84	473.76	344.09
Cash and cash equivalents	5.50	24.95	1.41	3.85
Other Bank balances	-	-	-	-
Other financial assets	46.39	35.54	29.09	25.66
Total	**756.83**	**623.32**	**504.26**	**373.61**
Financial liabilities				
At Amortised cost				
Borrowings	2,177.43	2,058.84	1,405.64	819.79
Lease Liabilities	15.68	-	-	-
Trade payables	341.88	377.06	283.00	378.79
Other financial liabilities	-	9.40	-	-
Total	**2,534.99**	**2,445.30**	**1,688.64**	**1,198.58**

(All amounts are Rs. in Million, unless otherwise stated)

39 Financial risk management objectives

The Company’s Board of Directors has overall responsibility for the establishment and oversight of the Company’s risk management framework.

The Company’s risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities.

The Company has exposure to the following risks arising from financial instruments:
A) Credit risk;
B) Liquidity risk;
C) Market risk; and
D) Interest rate risk

A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises primarily form financial assets such as trade receivables, balances with banks, loans and other receivables.

Trade and other receivables

Customer credit is managed as per the Company's established policies, procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and in respect of local customers, the same is generally upto 90 days credit term. In respect of export customers, where the sales are on credit terms, the same is upto 180 days. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The Company has no concentration of credit risk as the customer base is widely distributed both economically and geographically.

The Company measures the expected credit loss ('ECL') of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. The Company has applied ECL model for recognising the allowance for doubtful debts. The Company has used a practical expedient by computing ECL for trade receivables based on a simplified approach. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward looking estimates.

The following table provides information about the exposure to credit risk and ECL Allowance for trade receivables:

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
0-180 days	669.36	557.40	469.35	333.00
181 - 360 days	12.58	1.94	0.98	8.11
Above 360 days	15.69	13.87	11.33	5.79
Total	**697.63**	**573.21**	**481.66**	**346.90**

Movement in provisions of doubtful debts

Particulars	As at September 30, 2024	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022
Balance at beginning of the year	10.37	7.90	2.81	2.76
Increase / (Decrease) in ECL allowance on trade receivable	(1.93)	2.47	5.09	0.04
Balance at end of the year	**8.44**	**10.37**	**7.90**	**2.81**

B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk is managed by the Company through effective fund management. The Company's principal sources of liquidity are cash and cash equivalents, borrowings and the cash flow that is generated from operations. The Company believes that current cash and cash equivalents and cash flow that is generated from operations are sufficient to meet requirements. Accordingly, liquidity risk is perceived to be low.

The following are the remaining contractual maturities of financial liabilities at the Balance-sheet date. Amounts disclosed are the contractual un-discounted cash flows.

Maturity analysis of significant financial liabilities

Particulars	Carrying Amount	Upto 1 year	More than 1 year
Financial liabilities			
Borrowings (including Current Maturities of Long-Term Debts)			
September 30, 2024	2,177.43	1,049.25	1,128.18
March 31, 2024	2,058.84	1,045.47	1,013.37
March 31, 2023	1,405.64	517.95	887.69
March 31, 2022	819.79	406.07	413.72
Trade Payables			
September 30, 2024	341.88	341.88	-
March 31, 2024	377.06	377.06	-
March 31, 2023	283.00	283.00	-
March 31, 2022	378.79	378.79	-
Other financial liabilities			
September 30, 2024	-	-	-
March 31, 2024	9.40	9.40	-
March 31, 2023	-	-	-
March 31, 2022	-	-	-

C) Market risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. It comprises of the following three types of risk: currency risk, interest rate risk and price risk.

i) Currency Risk

The Company has exposure arising out of export sales to countries outside India, imports from outside India and few other expenditure incurred outside India. The Company is therefore, exposed to foreign currency risk principally arising out of foreign currency movement against the Indian currency.

The Company evaluates exchange rate exposure arising from foreign currency transactions and puts in place a Financial Risk Management Policy to identify the most effective and efficient ways of managing the currency risks. Foreign currency exchange rate exposure is also partly balanced by purchasing of goods in the respective currencies.

ii) Exposure to currency risk

The carrying amounts of the Company's unhedged foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amounts in Foreign currencies - in Millions)				
Particulars	**As at September 30, 2024**	**As at March 31, 2024**	**As at March 31, 2023**	**As at March 31, 2022**
	USD	**USD**	**USD**	**USD**
Assets				
Cash and cash equivalents	-	-	-	-
Trade receivables	1.35	1.44	1.79	0.71
Other Current assets	-	-	-	-
Exposure for assets	**1.35**	**1.44**	**1.79**	**0.71**
Liabilities				
Borrowings	-	-	-	-
Trade and other payables	-	-	-	-
Exposure for liabilities	**-**	**-**	**-**	**-**
Net exposure (Assets - Liabilities)	**1.35**	**1.44**	**1.79**	**0.71**

(Amounts in Foreign currencies - in Millions)				
Particulars	**As at September 30, 2024**	**As at March 31, 2024**	**As at March 31, 2023**	**As at March 31, 2022**
Assets				
Cash and cash equivalents	-	-	-	-
Trade receivables	112.17	118.40	143.72	29.79
Other Current assets	-	-	-	-
Exposure for assets	**112.17**	**118.40**	**143.72**	**29.79**
Liabilities				
Borrowings	-	-	-	-
Trade and other payables	-	-	-	-
Exposure for liabilities	**-**	**-**	**-**	**-**
Net exposure (Assets - Liabilities)	**112.17**	**118.40**	**143.72**	**29.79**

Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated using the foreign exchange rates as at the reporting date.

Foreign Currency Sensitivity analysis

A change of 5% in Foreign currency rates would have following impact on profit before tax:

Impact on profit or (loss) [Before tax]

Movement in currency		**Increase in Exchange rate by 5%**		**Decrease in Exchange rate by 5%**	
Particulars	**As at September 30, 2024**	**As at March 31, 2024**	**As at March 31, 2023**	**As at March 31, 2024**	**As at March 31, 2023**
USD	5.61	5.92	7.19	(5.92)	(7.19)

iii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in prevailing market interest rates. The Company's exposure to the risk due to changes in interest rates relates primarily to the Company's short-term and long term borrowings with floating interest rates. The Company constantly monitors the credit markets and revisits its financing strategies to achieve an optimal maturity profile and financing cost.

The Company's investments in term deposits with banks and interest bearing loan to employees are at fixed interest rates and therefore do not expose the Company to significant interest rates risk.

Interest Rate Exposure:

Particulars	**For the period ended September 30, 2024**	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
Term loans - long term (including current maturities)				
Floating Rate Borrowings	1,269.74	1,058.02	792.82	374.05
Term loans - short term				
Floating Rate Borrowings	795.12	932.60	463.95	293.13
Total	**2,064.86**	**1,990.62**	**1,256.77**	**667.18**

Interest rate sensitivities for floating rate borrowings :

Impact on profit or (loss) [Before tax]

Movement in rate		**Increase in interest rate by 25 basis points**		
Particulars	**As at September 30, 2024**	**As at March 31, 2024**	**As at March 31, 2023**	**As at 31st March, 2022**
Term loans - long term	(3.17)	(2.65)	(1.98)	(0.94)
Floating Rate Borrowings	(1.99)	(2.33)	(1.16)	(0.73)
	(5.16)	**(4.98)**	**(3.14)**	**(1.67)**

Movement in rate		**Decrease in interest rate by 25 basis points**		
Particulars	**As at September 30, 2024**	**As at March 31, 2024**	**As at March 31, 2023**	**As at 31st March, 2022**
Term loans - long term	3.17	2.65	1.98	0.94
Floating Rate Borrowings	1.99	2.33	1.16	0.73
	5.16	**4.98**	**3.14**	**1.67**

Interest rate sensitivity is calculated on the amount borrowed as at the year end.

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

40 Segment Information

Based on the guiding principles given in Ind AS 108 on 'Operating Segments", the Company's activity falls within a single operating segment, namely manufacturing, processing and sale of Maize based speciality products. Accordingly, the disclosure requirements of Ind AS 108 are not applicable.

41 Disclosure in terms of Ind AS 115 on the accounting of revenue from Contracts with Customers

	Particulars	For the period ending September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
i)	**Disaggregated revenue information for Revenue from Contracts with Customers**				
	Types of Goods				
	Maize products	4,075.94	6,278.47	6,239.29	4,949.05
		4,075.94	**6,278.47**	**6,239.29**	**4,949.05**
	Sales by Geographical region				
	India	3,132.76	4,944.23	5,108.06	3,864.22
	Outside India	943.18	1,334.24	1,131.23	1,084.83
		4,075.94	**6,278.47**	**6,239.29**	**4,949.05**
	Timing of Revenue recognition				
	Goods transferred at a point of time	4,075.94	6,278.47	6,239.29	4,949.05
		4,075.94	**6,278.47**	**6,239.29**	**4,949.05**
	Sales Channels				
	Directly to consumers	4,075.94	6,278.47	6,239.29	4,949.05
		4,075.94	**6,278.47**	**6,239.29**	**4,949.05**
	Sales by Performance Obligations				
	Upon Shipment / Dispatch	4,075.94	6,278.47	6,239.29	4,949.05
		4,075.94	**6,278.47**	**6,239.29**	**4,949.05**
ii)	**Reconciliation of the revenue from contracts with the amounts disclosed in the segment information**				
	Total revenue from contracts with customer	4,075.94	6,278.47	6,239.29	4,949.05
	Total revenue as per Segment - Maize products	4,075.94	6,278.47	6,239.29	4,949.05
iii)	**Reconciliation between revenue with customers and contract price as per Ind AS 115:**				
	Revenue as per Contracted price	4,075.94	6,278.47	6,239.29	4,949.05
	Less: Adjustments for Price such as Discounts, incentives, etc.		-	-	-
	Revenue from contracts with customers	**4,075.94**	**6,278.47**	**6,239.29**	**4,949.05**
iv)	**Contract Balances as at:**				
	Trade Receivables	697.63	573.21	481.66	346.90
	Contract Liabilities	7.74	7.16	10.47	18.07

v) Revenue recognised from Contract liability (Advances from Customers)

The Contract liability outstanding at the beginning of the year has been recognised as revenue during the year period ended September 30, 2024

vi) Trade receivables are non-interest bearing. Where sales is on credit, the same is generally for a period upto 90 days and 180 days for local sales and export sales respectively. As at 30th Sep 2024 Rs. 8.44 million (31st March, 2024 Rs. 10.37 million, 31st March, 2023 Rs. 7.90 million, 31st March 2022 Rs. 2.81 million) was recognised as provision for expected credit losses qua the trade receivables. Credit limits are established for all customers based on internal rating criteria. Outstanding customer receivables are monitored regularly.

42 Other disclosures as required by Schedule III:

i) Property Plant and Equipment :
The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in note 3 to the financial statements, are held in the name of the Company. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year;

ii) Details of benami property held :
No proceedings has 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;

iii) Borrowing secured against current assets :
The Company has borrowings from a bank on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with bank are in agreement with the books of accounts.

iv) Wilful defaulter :
The Company has not been declared wilful defaulter by any bank or financial institution or any lender during the current or previous year;

v) Relationship with struck off companies :
The Company has no transactions with the companies struck off under the Companies Act, 2013 or the Companies Act, 1956;

vi) Registration of charges or satisfaction with Registrar of Companies :
There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

vii) Compliance with number of layers of companies :
The Company has complied with the number of layers prescribed under the Companies Act, 2013;

viii) Compliance with approved Scheme of Arrangement :
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year;

ix) Utilisation of borrowed funds and share premium :
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.

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) Undisclosed Income :
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;

xi) Details of crypto currency or virtual currency :
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(All amounts are Rs. in Million, unless otherwise stated)

43 Corporate Social Responsibility (CSR):

As per section 135 of the Act, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

Particulars	For the period ending September 30, 2024	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross amount required to be spent by the Company during the year	4.82	6.79	4.48	2.18
Amount spent during the period/year on Construction/acquisition of any asset	-	-	-	-
Amount spent during the year on purposes other than Construction / acquisition of any asset	1.48	2.89	6.51	1.72
Shortfall at the end of the year out of the amount required to be spent during the year	3.33	3.90	(2.03)	0.46
Total of previous years' shortfall amount	3.74	(0.15)	1.88	1.42
Reason for shortfall	As part of our Rural Development initiative, the company aims to install water plants in identified rural areas to provide clean and safe drinking water in adequate quantities, which will enhance the overall health and productivity of these regions. However, due to the failure of deals to materialize, we were unable to spend the CSR funds. Consequently, the unspent funds have been transferred to a separate bank account held with Indian Bank, Rajahmundry Branch, in accordance with the provisions of Section 135(6) of the Companies Act, 2013	As part of our Rural Development initiative, the company aims to install water plants in identified rural areas to provide clean and safe drinking water in adequate quantities, which will enhance the overall health and productivity of these regions. However, due to the failure of deals to materialize, we were unable to spend the CSR funds. Consequently, the unspent funds have been transferred to a separate bank account held with Indian Bank, Rajahmundry Branch, in accordance with the provisions of Section 135(6) of the Companies Act, 2013	Not Applicable	As a part of Rural Development, the company endeavours to install Water plants at the identified rural areas to provide clean, safe drinking water in adequate quantity, which will improve the overall health and productivity of the rural regions and as a part of promotion of rural sports the company has identified project construction of basket ball court at devarapalli. Due to the Covid 19 pandemic and lack of workforce we couldn't spend the CSR fund, which has been transferred to a separate bank account held with Indian Bank, Rajamahendravaram branch, as per the provisions of section 135 (6) of Companies act 2013.
Excess CSR expenditure spent during the year is being carried forward to the next year		-	0.15	-
Nature of CSR activities	Rural development projects, Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports, Promoting education, Promoting health care including preventive health care	Rural development projects, Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports, Promoting education, Promoting health care including preventive health care ,promoting gender equality, empowering women	Rural development projects, Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports, Promoting education, Promoting health care including preventive health care	Rural development projects, Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports, Promoting education, Promoting health care including preventive health care
Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-	-	-
Where a provision is made with respect to a liability incurred by entering into a contractual obligation	-	-	-	-

Paramesu Biotech Limited
(Formerly known as Paramesu Biotech Private Limited)
Notes forming part of the restated financial information
(All amounts are Rs. in Million, unless otherwise stated)

44 Ratio Analysis

Sr No	Ratio	Numerator	Denominator	As at September 30, 2024	As at March 31, 2024	Variance % September 30, 2024 and March 31, 2024	Reasons for variance (if change more than 25%)
1	Current Ratio	Current Assets	Current Liabilities - Current Maturities of long term debt	1.31	1.23	6%	N.A
2	Debt Equity Ratio	Total Debt	Total Equity	0.69	0.65	6%	N.A
3	Debt Service Coverage Ratio	EBITA - Current Tax	Principal Repayment + Gross Interest on Term Loans	5.18	5.81	-11%	N.A
4	Return on Equity %	Total Comprhensive Income	Average Total Equity	14.46%	26.24%	-45%	Half year's profit considered, hence decrease
5	Inventory Turnover Ratio	365	Net Revenue / Average Inventory	82.23	46.27	78%	Due to increase in average inventory
6	Trade Receivable Turnover Ratio	365	Net Revenue / Average Trade Receivables	56.06	30.13	86%	Due to increase in average debtors
7	Trade Payable Turnover Ratio	365	Net Revenue / Average Trade Payables	40.37	24.90	62%	Due to increase in average creditors
8	Net Capital Turnover Ratio	Net Sales	Average Working Capital	23.66	21.79	9%	N.A
9	Net Profit %	Net Profit	Net Revenue	6.59%	6.38%	3%	N.A
10	Return on Capital Employed	Total Comprehensive Income + Interest	Average of (Equity + Debt)	17.89%	29.24%	-39%	Half year's profit considered, hence decrease
11	Return on Investment			NA	NA		Not Applicable
Sr No	**Ratio**			**As at March 31, 2024**	**As at March 31, 2023**	**Variance % March 31, 2024 and March 31, 2023**	**Reasons for variance (if change more than 25%)**
1	Current Ratio	Current Assets	Current Liabilities - Current Maturities of long term debt	1.23	1.52	-19%	N.A
2	Debt Equity Ratio	Total Debt	Total Equity	0.65	0.71	-8%	N.A
3	Debt Service Coverage Ratio	EBITA - Current Tax	Principal Repayment + Gross Interest on Term Loans	5.81	3.43	69%	Due to decrease in term loans
4	Return on Equity %	Total Comprhensive Income	Average Total Equity	26.24%	27.81%	-6%	N.A
5	Inventory Turnover Ratio	365	Net Revenue / Average Inventory	46.27	34.95	32%	N.A
6	Trade Receivable Turnover Ratio	365	Net Revenue / Average Trade Receivables	30.13	23.92	26%	N.A
7	Trade Payable Turnover Ratio	365	Net Revenue / Average Trade Payables	24.90	23.99	4%	N.A
8	Net Capital Turnover Ratio	Net Sales	Average Working Capital	21.79	23.63	-8%	N.A
9	Net Profit %	Net Profit	Net Revenue	6.38%	5.20%	23%	N.A
10	Return on Capital Employed	Total Comprehensive Income + Interest	Average of (Equity + Debt)	29.24%	30.03%	-3%	N.A
11	Return on Investment			NA	NA		
Sr No	**Ratio**			**As at March 31, 2023**	**As at March 31, 2022**	**Variance % March 31, 2023 and March 31, 2022**	**Reasons for variance (if change more than 25%)**
1	Current Ratio	Current Assets	Current Liabilities - Current Maturities of long term debt	1.52	1.36	11%	N.A
2	Debt Equity Ratio	Total Debt	Total Equity	0.71	0.52	36%	Due to increase in borrowings
3	Debt Service Coverage Ratio	EBITA - Current Tax	Principal Repayment + Gross Interest on Term Loans	3.43	2.89	19%	N.A
4	Return on Equity %	Total Comprhensive Income	Average Total Equity	27.81%	40.45%	-31%	Due to increase in sales
5	Inventory Turnover Ratio	365	Net Revenue / Average Inventory	34.95	48.25	-28%	Due to decrease in average inventory
6	Trade Receivable Turnover Ratio	365	Net Revenue / Average Trade Receivables	23.92	21.42	12%	N.A
7	Trade Payable Turnover Ratio	365	Net Revenue / Average Trade Payables	23.99	21.49	12%	N.A
8	Net Capital Turnover Ratio	Net Sales	Average Working Capital	23.63	30.75	-23%	N.A
9	Net Profit %	Net Profit	Net Revenue	5.20%	6.84%	-24%	N.A
10	Return on Capital Employed	Total Comprehensive Income + Interest	Average of (Equity + Debt)	30.03%	48.14%	-38%	Due to increase in borrowings
11	Return on Investment			NA	NA		

45 FIRST-TIME ADOPTION - MANDATORY EXCEPTIONS AND OPTIONAL EXCEPTIONS

A Explanation of transition to Ind AS:

The Company has prepared the opening balance sheet as per Ind AS as on April 01, 2021 ('the transition date') by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying certain items from Previous GAAP to Ind AS as required under the Ind AS, and applying Ind AS in the measurement of recognised assets and liabilities. The accounting policies that the Company used in its opening Ind-AS Balance Sheet may have differed from those that it used for its previous GAAP. The resulting adjustments that arise from events and transactions before the date of transition to Ind-AS have been recognised directly in retained earnings at the date of transition.

However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company as detailed below.

(i) Ind AS Optional Exemption Availed

Deemed Cost for Property, Plant and Equipment

The Company has elected to continue with the carrying value of all of its intangible assets recognised as of April 01, 2021 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as of the transition date.

Accordingly, the Company has elected to measure all of its property, plant at their previous GAAP carrying value except for Land which has been measured at fair value.

(ii) Ind AS Mandatory Exceptions

Estimates

An entity’s estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 01, 2021 are consistent with the estimates as at the same date made in conformity with previous GAAP.

Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that existed at the date of transition to Ind AS.

De-recognition of financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of entity’s choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply the de-recognition provisions of Ind AS 109 retrospectively from the date of transition to Ind AS.

Impairment of financial assets

As set in Ind AS 101, an entity shall apply the impairment requirements of Ind AS 109 retrospectively if it does not entail any undue cost or effort. The Company has assessed impairment of financial assets in conformity with Ind AS 109.

(All amounts are Rs. in Million, unless otherwise stated)

B Reconciliation of items of Balance sheet as at 31st March, 2023 and 31st March, 2022

Particulars	Note No.	As at 31-03-2023			As at 31-03-2022		
		Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS	Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS
Assets							
Non-current Assets							
(a) Property, Plant and Equipment	F(i)	1,275.48	-	1,275.48	976.83	(327.28)	1,304.11
(c) Capital work-in-progress		659.76	-	659.76	28.66	-	28.66
(d) Financial Assets		29.09	-	29.09	25.66	-	25.66
(f) Other Non Current Assets		-	-	0.00	-	-	0.00
Current Assets							
(a) Inventories		595.53	-	595.53	599.20	-	599.20
(b) Financial Assets:							
(i) Trade receivables	F(i)	478.85	5.08	473.76	346.91	2.82	344.09
(ii) Cash and cash equivalents		1.41	-	1.41	3.84	0.00	3.85
(iii) Bank balances other than (ii) above		-	-	0.00		-	0.00
(iv) Loans	F(ii)	148.97	146.41	2.56	64.97	64.79	0.18
(c) Other current assets	F(ii)	97.99	(56.10)	154.09	178.54	95.52	83.02
(d) Current tax assets	F(ii)	-	-	-	-	-	-
Total Assets		**3,287.08**	**95.40**	**3,191.68**	**2,224.61**	**(164.15)**	**2,388.77**
Equity							
(a) Equity Share Capital		262.58	-	262.58	262.58	-	262.58
(b) Other Equity		1,072.11	5.08	1,067.03	482.46	(264.42)	746.88
Liabilities							
Non-current Liabilities							
(a) Financial Liabilities:							
(i) Borrowings		887.69	-	887.69	413.72	(0.00)	413.72
(b) Provisions		14.22	-	14.22	8.75	-	8.75
(c) Deferred Tax Liabilities (Net)		98.37	-	98.37	88.94	(0.00)	88.94
Current Liabilities							
(a) Financial Liabilities:							
(i) Borrowings		517.95	-	517.95	406.07	0.00	406.07
(ii) Trade payables		283.00	-	283.00	378.79	(0.00)	378.79
(iv) Other financial liabilities		-	-	-		-	-
(b) Other Current Liabilities	F(ii)	26.60	(17.39)	43.99	22.89	(50.01)	72.91
(c) Provisions	F(ii)	124.56	121.02	3.54	160.42	157.79	2.63
(d) Current Tax Liabilities	F(ii)	-	(13.31)	13.31	-	(7.50)	7.50
Total Liabilities		**3,287.08**	**95.40**	**3,191.68**	**2,224.61**	**(164.15)**	**2,388.77**

C Reconciliation of equity as reported under previous GAAP is summarized as follows:

Particulars	As at 31-03-2023	As at 31-03-2022
Balance as per Previous GAAP	1,334.69	745.04
Adjustments:		
Effect of fair valuation of financial assets	(5.08)	(62.86)
Remeasurement at fair value		327.28
Actuarial Gain / (Loss) on employees defined benefit	-	-
Total Ind AS adjustments	(5.08)	264.42
Balance as per Ind AS	**1,329.61**	**1,009.46**

(All amounts are Rs. in Million, unless otherwise stated)

D Reconciliation of items of Statement of profit and loss as at 31st March, 2023 and as at 31st March, 2022

	Particulars	Note No.	As at 31-03-2023			As at 31-03-2022		
			Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS	Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS
I.	**Revenue from Operations**		6,227.85	(11.44)	6,239.29	4,939.97	(9.08)	4,949.05
II.	**Other Income**		25.59	11.44	14.15	26.06	9.08	16.98
III.	**Total Revenue**		**6,253.44**	**(0.00)**	**6,253.44**	**4,966.03**	**0.00**	**4,966.03**
IV.	**Expenses**							
	(a) Cost of materials consumed		4,315.04	(0.00)	4,315.04	3,527.19	-	3,527.19
	(b) Purchases of stock-in-trade		720.26	(0.00)	720.26	210.37	-	210.37
	(c) Changes in Inventories of Finished goods, Stock-in-Trade and work-in-progress		2.64	-	2.64	(3.22)	-	(3.22)
	(d) Employees' benefits expense		139.84	-	139.84	116.27	-	116.27
	(e) Finance costs		85.50	-	85.50	100.61	-	100.61
	(f) Depreciation and amortisation expense		55.71	-	55.71	53.81	-	53.81
	(g) Other expenses		494.24	-	494.24	500.95	-	500.95
	Total Expenses (IV.)		**5,813.23**	**(0.00)**	**5,813.23**	**4,505.98**	**-**	**4,505.98**
V.	**Profit / (Loss) before tax (III - IV)**		440.21	0.00	440.21	460.05	0.00	460.05
VI.	**Tax Expense**			-			-	
	Current Tax		(105.54)	-	(105.54)	(108.69)	-	(108.69)
	Excess / (Short) Provision of Tax of earlier years			-	-		-	-
	Deferred Tax credit / (expense)		(9.43)	-	(9.43)	(11.71)	-	(11.71)
VII.	**Profit / (Loss) for the Year**		**325.24**	**0.00**	**325.24**	**339.65**	**0.00**	**339.65**
VIII.	**Other Comprehensive Income**							
	(i) Items that will not be reclassified to profit or loss							
	- Remeasurement gains / (loss) of the Defined benefit obligations		-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss							
	- Remeasurement gains / (loss) of the Defined benefit obligations		-	-	-	-	-	-
IX.	**Total Comprehensive Income / (Loss) for the year (Comprising Profit/ (Loss) and Other Comprehensive Income for the Year)**		**325.24**	**0.00**	**325.24**	**339.65**	**0.00**	**339.65**

E Explanation of material adjustments to the cash flow statements

The impact on transition to IND AS in the Statement of Cash Flows due to various reclassification/ valuation principles laid down under various standards which has been recorded in the Group's financial statements have been explained below. The impact of the same has been shown under the respective operating, investing and financing activities under the Cash Flow.

Particulars	Note No.	As at 31-03-2023			As at 31-03-2022		
		Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS	Previous GAAP	Adjustment on transition to Ind AS	As per Ind AS
Net Cash flow from / (used in) operating activities (A)		176.31	24.97	151.34	343.60	(488.24)	831.84
Net Cash flow from / (used in) investing activities (B)		(658.18)	(4.05)	(654.13)	(50.41)	(1.52)	(48.89)
Net Cash flow from / (used in) financing activities (C)		479.44	(20.91)	500.35	(289.78)	489.76	(779.54)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		(2.44)		(2.44)	3.41		3.41
Cash and cash equivalents at the beginning of the year		3.84		3.85	0.44		0.44
Cash and cash equivalents at the end of the year		**1.41**		**1.41**	**3.85**		**3.85**

F Principal Differences in respect of Measurement and Recognition under Previous GAAP and IND AS are as follows:

(i) **Fair value measurement**
Upon transition to Ind AS, Assets have been measured at fair value and consequent difference has been transferred to retained earnings

(ii) **Reclassification adjustments**
Assets / liabilities which do not meet the definition of financial asset / financial liability have been reclassified to other asset / liability

G There are no principle differences in respect of measurement and recognition under IND AS and Restated Financial information

46 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification/ disclosure. Accordingly, amounts and other disclosures for the preceding year are included as an integral part of the current year financial Statements and are to be read in relation to the amounts and other disclosures relating to the current period.

As per our report of even date attached hereto
for Kunda & Associates
Chartered Accountants
Firm Regn. No. 010579S

for and on Behalf of Board of Directors of
Paramesu Biotech Limited

K Ramgopal
Partner
Membership No. 041997

Adavani Ananda Swaroop
Managing Director
DIN 02949170

Tetali Mani Swetha
Whole-Time Director
DIN 02949349

Date October 21, 2024
Place Devarapalli

Veeravilli Satya Suresh
Chief Financial Officer

Dasari Amulya
Company Secretary

OTHER FINANCIAL INFORMATION

The audited financial statements of our Company as at and for the Fiscals 2024, 2023 and 2022, respectively, together with all annexures, schedules and notes thereto ("**Audited Financial Statements**") are available on our website www.paramesu.com.

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 or any other information on such website does 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 or recommendation or solicitation to purchase or sell any securities under the Companies Act, the SEBI ICDR Regulations, or any other applicable law in India or elsewhere in the world. The Audited Financial Statements should not be considered as part of information that any investor should consider when subscribing for or purchasing 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 the Book Running Lead Manager nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from reliance placed on any information presented or contained in the Audited Financial Statements, or the opinions expressed therein.

The accounting ratios of our Company as required under Item 11 of Part A of Schedule VI of the SEBI ICDR Regulations are given below:

(₹ in million, unless otherwise specified)

Particulars	For the six month period ended September 30, 2024*	Fiscal 2024	Fiscal 2023	Fiscal 2022
Restated profit for the year(1)	268.50	403.37	325.24	339.65
Basic earnings per share (in ₹)(2)#	1.02	1.54	1.24	1.29
Diluted earnings per share (in ₹)(3)#	1.02	1.54	1.24	1.29
Net worth(4)	2,001.00	1,731.23	1,329.61	1,009.46
Return on net worth (in %) (5)	13.42	23.30	24.46	33.65
Net asset value per equity share (₹)(6)#	7.62	6.59	5.06	3.84
EBITDA(7)	503.30	765.45	567.27	597.49
EBITDA Margin (%)(8)	12.35	12.19	9.09	12.07

**Not Annualised*

#Pursuant to a resolution passed at the general meeting of shareholders dated September 28, 2024, the Company has approved sub-division of 1(one) equity share of face value of ₹ 5 each.

Pursuant to a resolution passed at the general meeting of shareholders dated September 24, 2024, the Company has approved bonus in the ratio of 4:1 i.e. 4(four) equity shares of ₹ 100 each for every 1 (one) existing fully paid-up equity shares of ₹ 100 each.

Notes:

1. *Restated Profit for the year / period does not include other comprehensive income;*
2. *In accordance with Ind AS 33, Basic earnings per share is calculated by dividing the restated profit or loss for the year/period attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year / period;*
3. *In accordance with Ind AS 33, Diluted earnings is calculated by dividing the restated profit/(loss) for the year attributable to equity shareholders of the company by the weighted average number of Equity Shares outstanding during the year/period as adjusted for the effects of all dilutive potential Equity Shares during the year/ period.*
4. *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations.*
5. *Return on net worth is calculated as restated profit/(loss) for the year/ period divided by net worth.*

6. *Net Asset Value per share (in ₹): Net Asset Value per Share represents Net Asset Value per equity. It is calculated as Net Worth as of the end of relevant year/ period divided by the number of equity shares outstanding at the end of the year/ period. The Net Asset Value per share disclosed above is after considering the impact of bonus and subdivision of the issued equity shares.*
7. *EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income*
8. *EBITDA Margin is calculated as EBITDA divided by Revenue from Operations.*

For a reconciliation of non-GAAP measures, see "*Management's Discussion and Analysis of our Results of Operations –Non-GAAP Financial Measures*" on page 356.

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 Fiscals 2024, 2023 and 2022 and six-months period ended September 30, 2024, as reported in the Restated Financial Statements, see "*Financial Information –Note 36 – Related Party Disclosures*" beginning on page 355.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion is intended to convey the management's perspective on our financial condition and results of operations for 6 months' period ended September 30, 2024, and for Fiscals 2024, 2023 and 2022 and should be read in conjunction with "Financial Information" on page 304.

This Draft Red Herring Prospectus may include forward-looking statements that involve risks and uncertainties, and our actual financial performance may materially vary from the conditions contemplated in such forward-looking statements as a result of various factors, including those described below and elsewhere in this Draft Red Herring Prospectus. For further information, see "*Forward-Looking Statements*" on page 24. Also see "*Risk Factors*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations - Principal Factors Affecting our Results of Operations and Financial Condition*" on pages 35 and 356, respectively, for a discussion of certain factors that may affect our business, financial condition or results of operations.

Our Company's Fiscal commences on April 1 and ends on March 31 of the immediately subsequent year, and references to a particular Fiscal are to the 12 months ended March 31 of that particular year. Unless otherwise indicated or the context otherwise requires, the financial information for 6 months' period ended September 30, 2024 and for Fiscals 2024, 2023 and 2022, included herein is derived from the Restated Financial Statements, included in this Draft Red Herring Prospectus. For further information, see "*Financial Information*" on page 304.

Ind AS differs in certain respects from Indian GAAP, IFRS and U.S. GAAP and other accounting principles with which prospective investors may be familiar. Also see "*Risk Factor No. – 56 - Significant differences exist between Ind AS and other accounting principles, such as Indian GAAP, IFRS and U.S. GAAP, which may be material to investors' assessments of our financial condition, result of operations and cash flows.*" on page 61.

Unless otherwise indicated, industry and market data used in this section has been derived from the industry report titled *"Industry Report on Maize Based Speciality Products"* dated *October 30, 2024* (the "**F&S Report**") prepared and issued by Frost and Sullivan (India) Private Limited, appointed by us pursuant to engagement letter dated March 12, 2024 and exclusively commissioned and paid for by us in connection with the Offer. The data included herein includes excerpts from the F&S Report and may have been re-arranged by us for the purposes of presentation. The F&S Report forms part of the material documents for inspection and will be available on the website of our Company at www.paramesu.com from the date of the Draft Red Herring Prospectus until the Bid/Offer Closing Date. The F&S Report does not omit any material facts, information, or relevant details that may have an adverse impact on the investors. Frost and Sullivan (India) Private Limited is an independent service provider and is not related to our Company or its Directors, Promoters, Key Managerial Personnel or Senior Management, whether directly or indirectly in any manner. For more information, see "*Risk Factors No.* 39 **-** *This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from Frost & Sullivan (India) Private Limited, appointed by our Company exclusively for the purpose of the Offer. Frost & Sullivan (India) Private Limited is an independent third-party entity and is not related to the Company, its Promoters or Directors in any manner whatsoever. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.*" on page 56. Also see, "*Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation*" on page 20.

OVERVIEW

We are one of the largest manufacturers of maize based speciality products in India equipped with an installed capacity of 800 TPD in terms of installed capacity *(Source: F&S Report)*. Our Company offers a diversified portfolio of maize based speciality products including native maize starch, modified maize starches, liquid glucose, maltodextrin powder, and co-products like germs, gluten, fiber, corn steep liquour and enriched fibre, amongst others. Our Company has one of the highest capacity utilization of 93.09% (FY 2024) amongst its peers (*Source: F&S Report*). We are one of the very few companies in the country which specializes in different kinds of modified starches *(Source: F&S Report)*. The modified starch product portfolio includes dextrin, pre-gelatinized starch, thin boiled starch, cationic starch, oxidized starch, and spray starch. (*Source: F&S Report*).

Our Company currently operates out of its production unit in Andhra Pradesh's West Godavari District, Devarapalli. Our Company has established a strong foothold in both domestic and international markets. Our Company has pan India presence, with its products being sold in 14 states and 4 union territories. Over the years, we have exported our products to over 10 countries across South East Asia and Middle East. Additionally, we are a recognised Two Star Export House under the Indian Ministry of Commerce.

Our Devarapalli Facility spread across cumulative area of 2.63 million square feet (approximate 60.29 Acres) is located at Devarapalli in the state of Andhra Pradesh. Our Devarapalli Facility is strategically located with regards to both its proximity to our primary sources of raw materials, such as maize harvesting regions, and their accessibility to ports for exports and to major transport routes, for our finished goods, thus giving us a convenience towards our business operations. Our proximity to the Vizag port has been instrumental in capturing markets in Southeast Asia, significantly boosting our international presence. Our Devarapalli Facility has been duly certified in accordance with FSSAI, FSSC 22000:2018, HALAL, International Standards for Quality Management Systems as per ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, HALAL Indonesia and Kosher Certificate. Our Company has been recently certified as "Great Place to Work" by Great Place to Work, India in the category of Mid-size organisations.

Our speciality products add taste, texture, nutrients and increased functionality to (i) foods as ingredients, thickening agents, stabilizers, sweeteners, emulsifiers and additives (in bakery products, confectionery, pastas, soups, ketchups, sauces, creams, deserts, amongst others), (ii) animal nutrition products as nutritional ingredients, (iii) paper industry to improve bonding strength of paper and paperboards and (iv) other industrial products as disintegrants, excipients, supplements, coating agents, binders, smoothing & flattering agents, finishing agents, among others. *(Source: F&S Report)*

Our major customers include Emami Paper Mills Limited, Tunav Food Products LLP, Singhania Foods International, Prayagh Consumer Care Private Limited, S.A. Pharmachem Private Limited, ALMS Food Private Limited, Shree Vijay Oils, Shri Guru Oil Industries, Vikas Cattlefeed, PT Torabika Eka Semesta, Lotus Essential SDN BHD, and PT. Lamtana Multijaya. We have a history of high customer retention which we believe is built on our successful execution of prior engagements. In six month period ended September 30, 2024, Fiscals 2024, 2023 and 2022, the revenue contribution of our top ten customers was ₹ 1,379.84 million, ₹ 1,859.41 million, ₹ 1,778.22 million and ₹ 1,676.52 million, which accounted for 33.85%, 29.62%, 28.50% and 33.88% of revenue from operations for the respective periods.

For further details, see "*Our Business*" on page 223.

PRINCIPAL FACTORS AFFECTING OUR RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Our business, financial condition and results of operations have been, and are expected to be, influenced by numerous factors. A summary of the most important factors that have had, and that we expect will continue to have, a significant impact on our business, results of operations and financial condition is set out below:

Cost and Availability of Raw Materials

Our Company manufactures maize based speciality products in India for food, paper, animal nutrition and other industrial applications. The manufacturing quantity and the pricing of our products is significantly dependent on our ability to source our key raw materials i.e. maize, at acceptable prices and maintain a stable and sufficient supply of the same. Company in its usual course of business meets its raw material requirement by procurement from local traders and also directly from farmers harvesting maize. During the months of March to May and September to December, maize harvesting in India is at its peak and purchase of maize usually takes place during such months for stocking purposes. Though the price of the raw material during the peak season of arrival are lower compared to the price during the other calendar months, in the event we are unable to procure and store maize during the peak arrival season in a timely manner or at all and at a commercially reasonable price, we may have to incur additional procurement costs which may not be commercially favourable for us.

As per the Restated Financial Statements, our cost of material consumed were ₹3,032.69 million, ₹ 4,641.70 million, ₹4,315.04 million and ₹3,527.19 million constituting 81.23%, 80.75%, 74.23% and 78.28 % of our total expenses for the six month period ended September 30, 2024 and for Fiscals 2024, 2023 and 2022 respectively.

The raw material we source are subject to price volatility and unavailability caused by factors beyond the control of our Company, weather conditions, supply and demand dynamics, logistics, our bargaining power with the suppliers, inflation and governmental regulations and policies. Our Company has not entered into any forward contracts or contracts with its suppliers for the procuring maize. Any inability on our part to procure raw materials from alternate suppliers in a timely manner, or on commercially acceptable terms, may adversely affect our operations.

Retaining our existing Customers and augmenting our customer base

We are a leading maize based speciality products company in South India with a maize milling capacity of 800 TPD *(Source: F&S Report).* Our ability to grow our business requires us to (i) retain our Customers; (ii) deepen our relationship with our existing Customers; and (iii) expand our customer base. We constantly endeavour to engage with Customers to understand their requirements better to be able to provide more holistic solutions and to identify new business opportunities as and when they arise. Our constant endeavour is to nurture every client relationship to ensure that it translates into long term association. Some of our prominent Customers include Tunav Food Products LLP, Singhania Foods International, Prayagh Consumer Care Private Limited, Kayempee Foods Private Limited, Emami Paper Mills Limited, S.A. Pharmachem Private Limited, Shri Ganesha Global Gulal Private Limited, Shree Vijay Oils, Shri Guru Oil Industries, Vikas Cattlefeed and PT. Lamtana Multijaya.

Set out in the table below are our revenues from manufacturing operations from our top 10 and top 20 customers, based on our Restated Financial Statements across the periods indicated:

(in ₹ million)

Particulars	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations	₹ in million	% of revenue from manufacturing operations
Top 10 Customers	1,285.43	33.78	1,804.22	30.04	1,590.95	29.17	1,676.52	35.95
Top 20 Customers	1,723.11	45.29	2,592.78	43.17	2,386.82	43.77	2,248.96	48.23

Top 10 and Top 20 customers are calculated on the basis of sale of finished goods

Our continued success and growth will depend on the patronage of our existing customers while simultaneously broadening and augmenting our customer base.

Manufacturing capacities and operating efficiencies

A significant factor that affects and will continue to affect our revenues and results from operations is the capacity and utilisation of our manufacturing facilities. Our Devarapalli Facility spread across an area of 0.27 million square feet (approximate 60.29 Acres) are located at Devarapalli in the state of Andhra Pradesh. Our Devarapalli Facility is strategically located with regards to both its proximity to our primary sources of raw materials, such as maize harvesting regions, and their accessibility to seaports for exports of our finished goods, thus giving us an edge and comfort towards our business operations. Our proximity to the Visakhapatnam port has been instrumental in capturing markets in South East Asia, significantly boosting our international presence.

Our business is dependent upon our ability to effectively manage our Devarapalli Facility, which is subject to various operating risks, including those beyond our control, such as the breakdown, failure of equipment or industrial accidents, severe weather conditions, fire, power interruption and natural disasters, however our Company maintains comprehensive insurance coverage to mitigate the risk arising out of such event. While there have been no such instances during the six month period ended September 30, 2024 and Fiscals 2024, 2023 and 2022, any significant malfunction or breakdown of our machinery, equipment, automation systems, IT systems or any other part of our manufacturing processes or systems may entail significant repair and maintenance costs and cause delays in our operations. If we are unable to repair or properly maintain manufacturing assets in a timely manner or at all, our operations may need to be suspended until we repair or procure the appropriate manufacturing assets to replace them and there can be no assurance that the new manufacturing assets will be procured and/or integrated in a timely manner. In addition, we may be required to carry out planned shutdowns of our Devarapalli Facility for maintenance, statutory inspections, customer audits and testing if any, or we may shut down one or more of our Devarapalli Facility for capacity expansion and equipment upgrades.

Dependencies on demand from end-user industries

Our revenues are dependent on the end-use industries that use our products for their various requirements and usages. The following table sets forth a breakdown of our revenue from operations from various industry segments, in absolute terms and as a percentage of Revenue from Operations, for the periods indicated

On the basis of our Restated Financial Statements:

(₹ in million unless otherwise specified)

Industry/ Sector	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations	₹ in million	% of Revenue from Operations
Food	2,100.45	51.53	2,629.13	41.88	2,228.70	35.72	2,053.95	41.50
Paper	623.93	15.31	1,152.34	18.35	1,293.33	20.73	1,002.89	20.26
Animal Nutrition	515.76	12.65	973.88	15.51	884.78	14.18	875.76	17.70
Others*	835.81	20.51	1,523.12	24.26	1,832.48	29.37	1,016.45	20.54
Revenue from Operations	**4,075.95**	**100.00**	**6,278.47**	**100.00**	**6,239.29**	**100.00**	**4,949.05**	**100.00**

***Others include other industrial applications such as textile, adhesives, pharma, colours amongst others and trading income, export incentive, custom duty drawback.*

Any reduction or fall in the demand of products or services of our customers operating in the relevant application industries may ultimately have an impact on our business, profitability and financials. Further, any changes in governmental or regulatory policy and/or any slowdown in our Company's customer's industry due to any reasons will also affect the demand. If the end-user demand is low for our customers' products, there may be significant changes in the orders from our customers or we may experience greater pricing pressures. Any decrease in demand in those industries may result in increased inventories which may lead to increase in holding costs thereby impacting our results of operations and financial condition

Foreign Exchange Fluctuation Risk

Our Company exports its products to various geographies across the globe. Revenue from operations for the company consists of domestic sales and export sales. This gives us exposure to foreign currencies for selling while we prepare our financial statements in Indian Rupees. For the six month period ended September 30, 2024 and for Fiscals 2024, 2023 and 2022, our Revenue from Operations from exports were ₹ 943.18 million, ₹ 1,334.24 million, ₹ 1,131.23 million and ₹ 1,084.83 million respectively, representing 23.14 %, 21.25 %, 18.13 % and 21.92 % of our revenue from operations based on our Restated Financial Statements.

Our Company hedges the foreign exchange exposure partly through forward foreign currency covers. Accordingly, we are affected by fluctuations in exchange rates among the U.S. Dollar, Indian Rupees and other foreign currencies. For the six month period ended September 30, 2024 and for Fiscals 2024, 2023 and 2022, we recorded foreign currency exchange gains due to fluctuations in foreign exchange rates of ₹ 13.93 million, ₹ 10.24 million, ₹ 9.98 million and ₹ 12.63 million, respectively, based on our Restated Financial Statements. There can be no assurance that we will continue to record exchange gains from foreign exchange fluctuations or any hedging measures which we may take will enable us to avoid the effect of any adverse fluctuations in the value of the Indian Rupee against the U.S. Dollar or other foreign currencies.

Competition

We operate in a highly competitive environment in both in the Indian and overseas markets. The industry is highly fragmented, both in India and overseas market. As per F&S Report, there are more than 20-25+ organized players in the

Indian maize based speciality products industry compared to few decades ago when few global players controlled the maize based speciality products. Each the manufacturer has different product portfolio along with main native starch product. This intense competition has led to pricing pressures along with industry relying on exports for profit margins.

As a result, to remain competitive in the market we must, in addition, continue to meet exact quality standards, continuously strive to reduce our production and distribution costs and improve our operating efficiencies and innovate our products offering. If we fail to do so, it may have an adverse effect on our market share and results of operations. Many of our competitors may be larger than us and may benefit from greater economies of scale and operating efficiencies. There can be no assurance that we can continue to effectively compete with such manufacturers in the future, and failure to compete effectively may have an adverse effect on our business, financial condition, and results of operations. Moreover, the competitive nature of the manufacturing industry may result in lower prices for our products and decreased profit margins, which may materially adversely affect our revenue and profitability.

PRESENTATION OF FINANCIAL INFORMATION

The Restated Financial Statements of our Company is comprising of the restated statement of assets and liabilities of the Company as at six month period ended September 30, 2024 and as at financial years ended March 31, 2024, March 31, 2023 and March 31, 2022; the restated statement of profit and loss (including other comprehensive income) and the restated statement of cash flows and the restated statement of changes in equity for the six month period ended September 30, 2024 and for the financial years ended March 31, 2024, March 31, 2023 and March 31, 2022 together with the statement of significant accounting policies, and other explanatory information relating to such financial periods.

The Restated Financial Statements of our Company is derived from our audited financial statements as at and for the six month period ended September 30, 2024 and for the financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, prepared in accordance with Ind AS, and restated in accordance with requirements of Section 26 of Part I of Chapter III of Companies Act, SEBI ICDR Regulations and the Guidance Note on 'Reports in Company Prospectuses (Revised 2019)' issued by ICAI.

Summary of Material Accounting Policy:

a. Use of judgements and estimates

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make judgements, estimates and assumptions that affect the reported balances of assets, liabilities, income and expense and disclosures relating to contingent liabilities. The said judgements, estimates and assumptions are based on the facts and events, that existed as at the Balance sheet date, or that occurred after that date but provide additional evidence about conditions existing as at the Balance sheet date.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates are recognised in the period in which the estimates are revised, and future periods are affected.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

The following items are more likely to be materially prone to adjustments due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates is included in the relevant notes:

- Estimates of useful lives and residual value of Property, Plant and Equipment and intangible assets.
- Fair value measurement of financial instruments.
- Measurement of Defined Benefit Obligations.
- Measurement and likelihood of occurrence of Provisions and contingent liabilities.
- Provision for tax expenses.
- Impairment loss on investments carried at cost.
- Provisions and contingent liabilities.
- Recognition of deferred tax assets; and
- Measurement of recoverable amount of cash-generating units.

i. Property Plant and Equipment
Recognition and Measurement:

Items of property, plant and equipment are measured at cost of acquisition or construction, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including non-refundable taxes or duties, freight and other incidental expenses related to the acquisition, installation and any cost for bringing the assets to its working conditions for its intended use. Subsequent expenditure is added to its book value or recognised as a separate asset, as appropriate only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance. Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised.

Property, plant and equipment which are not ready for intended use as on the date of Statement of Assets and Liabilities are classified as 'Capital work-in-progress'. Capital work-in-progress is stated at cost as on the date of Statement of Assets and Liabilities less accumulated impairment losses, if any. Cost comprises of direct cost, directly attributable cost and attributable interest. The same is transferred or allocated to respective item of property, plant and equipment on their commissioning or put to use. Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is classified as capital advances under other non-current assets.

Item of property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their carrying value and estimated net realisable value. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii. Depreciation and amortisation:

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values, and is recognised in the statement of profit and loss. Depreciation on property, plant and equipment is provided on the Straight-Line Method based on the useful life of assets estimated by the Management which coincide with the life specified under Schedule II of the Act. Depreciation is charged on additions/ deletions on a pro-rata basis with reference to the date of additions / deletions. Individual assets costing less than Rs. 10,000 are depreciated in full in the year of acquisition.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Leasehold improvements is amortised over the shorter of the lease term and their useful lives.

iii. Intangible Assets:

Recognition and Measurement:

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises of its acquisition cost, including any taxes (other than those subsequently recoverable from the taxing authorities) and any directly attributable expenditure on making the asset ready for its intended use. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company. Intangible assets are stated at cost less accumulated amortization.

Amortization

Intangible assets of the Company comprise of Computer Software and the same is amortised over a period of three years on straight-line basis from the month of additions.

Impairment of Assets:

The Company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of amortized historical cost.

iv. Financial Instruments

A financial Instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity.

Recognition and initial measurement:

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities [other than financial assets and financial liabilities at fair value through profit or loss ('FVTPL')] are added to or deducted from the fair value of the financial asset or financial liability, as appropriate, on initial recognition. Transaction cost directly attributable to the acquisition of financial asset or financial liability at FVTPL are recognised immediately in the Statement of Profit and Loss. However, trade receivables that do not contain significant financing component are measured at transaction price.

1) Financial Assets:

a. Classification:

Depending on the entity's business model for managing the financial assets and the contractual terms of the cash flow, the Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value [either through Other Comprehensive Income ('OCI') or through Statement of Profit and Loss]; and
- Those measured at amortised cost.

b. Subsequent recognition and measurement

Financial instruments which are measured at amortised cost are recognised using effective interest method ("EIR"). EIR is a rate that discounts future cash flows including discounts or premium on acquisition, fees or costs incurred on acquisition) to a net carrying amount of financial instrument, on initial recognition. Interest income on EIR amortisation and impairment losses, if any, are recognised in the statement of profit and loss.

Financial assets which are measured at FVTOCI, gains and losses arising from changes in fair value, including impairment loss if any are recognised in the other comprehensive income and accumulated in other equity.

Financial assets which are measured at FVTPL, gains and losses arising from changes in fair value including impairment loss if any are recognised in the statement of profit and loss.

c. Derecognition

Financial Assets are derecognized when the contractual rights to the cash flows have expired or been transferred together with substantially all risk and rewards.

d. Impairment:

In respect of financial assets other than at fair value, the impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2) Financial Liabilities and equity instruments issued by the Company:

a. Initial recognition and measurement:

Financial Liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as FVTPL. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the Effective Interest Rate ('EIR') method.

b. Subsequent measurement:

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at FVTPL are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

c. Derecognition:
A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received.

Offsetting:

Financial assets and financial liabilities are offset and the net amount is reported in financial statements 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.

3) Investments

a. Investments in subsidiary companies and associate are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investment in subsidiary companies or associate, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.
b. Investments, other than above, that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments.
c. Non-current investments are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment. The reduction in the carrying amount is reversed when there is a rise in the value of the investment or if the reasons for the reduction no longer exist. Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investment.

v. Inventories

Inventories are valued at the lower of cost or net realisable value. Costs of inventories are determined on a first-in-first-out basis. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity and other cost incurred in bringing them to their present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

(1) Raw materials, Packing Materials, Stores and Spares: At lower of cost (determined on FIFO basis) or net realisable value.
(2) Finished Goods and Work in progress: At cost and a proportion of manufacturing overheads OR Net realisable value, whichever is less. Cost includes direct materials, labour, a proportion of manufacturing overheads, based on normal operating capacity.
(3) Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs are determined on a first-in-first-out basis.
(4) Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

vi. Income Tax

1. Current Tax

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, by the end of reporting period.

Current Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, Other Comprehensive Income or directly in Equity.

2. Deferred Tax

Deferred Income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. 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 reassessed 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 liabilities are recognised for all taxable temporary differences.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to be applied when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in Other Comprehensive Income or directly in Equity, respectively.

vii. Foreign currency transactions and balances

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated using the foreign exchange rates as at the reporting date. The resultant exchange differences are recognised in the statement of profit and loss. Non-monetary assets and liabilities are not translated.

viii. Revenue Recognition

(1) Sale of goods:
Revenue is recognized at transaction Price when:
(a) The company satisfies a performance obligation by transferring control of a promised goods/services to a customer; and
(b) It is probable that the company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Revenue from the sale of goods is recognized at the point in time when control is transferred to the customer, which is usually on dispatch / delivery of goods, based on contracts with the customers. Export sales are recognized on the issuance of Shipping bill by the carrier.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

ix. Contract Balances:

Trade Receivables:
A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities:

A contract liability is the obligation to transfer goods to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is received. Contract liabilities are recognised as revenue when the Company performs its obligations under the contract.

x. Export incentives:

Export Incentive is accounted for when the right to receive the same is established and when there is no significant uncertainty regarding the ultimate collection of export proceeds.

Export benefit in the form of duty saved on cost of material purchased is recognised as reduction from material consumption when the advance license is used for the import of material and there is no significant uncertainty regarding the fulfilment of export obligation attached to it. The amount of duty saved is treated as contingent liability and disclosed as such till the export obligation is met.

xi. Interest Income:

Income from interest on deposits, loans and interest-bearing securities is recognized the time proportionate method.

xii. Lease rental income:

Rental income from operating leases is recognised on a straight-line basis over the lease term.

xiii. Government Grants:

i) Government grants are recognized where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with;
ii) When the grant relates to an expense item, it is recognized in the Statement of Profit and Loss on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

b. Employee benefits:

i. Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and paid annual leave, bonus, leave travel assistance, medical allowance, contribution to provident fund etc. are recognised as an expense during the period when the employees render the services.

ii. Post-Employment Benefits

1) Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Statement of Profit and Loss for the year when the contribution to the fund accrues. There are no obligations other than the contribution payable to the recognized Provident Fund.

2) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity plan is a defined benefit plan. The Company pays gratuity to the employees who have completed five years of service at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liability in respect of gratuity and other post-employment benefits is determined based on actuarial valuation using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of Defined Benefit Plans in respect of post-employment are charged or credited to the Other Comprehensive Income. Other Long – term employee benefit viz. leave encashment is recognised as an expense in the Statement of Profit and Loss as and when it accrues. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuation carried out as at the reporting date. The Actuarial gains and losses in respect of such benefit are charged to the Statement of Profit and Loss.

c. Borrowing Costs

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

d. Research and Development Costs

Research expenditure is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. Tangible assets used in research and development are capitalised.

e. Leases

As Lessee:

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As Lessor:

Lease income from operating leases where the Company is a lessor is recognized as income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

f. Provisions, Contingent Liabilities and Contingent assets

Provisions (other than employee benefits)

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. In other cases the same are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation where it is not probable that an outflow of resources will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the possibility of outflow of economic resources is considered remote.

Contingent assets are not recognised in the financial statements.

g. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

h. Cash Flow Statement

Cash flows statement is prepared using the indirect method, whereby profit / loss before extraordinary items and tax, is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

i. Dividend to equity shareholders

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

j. Cash and Cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand and at bank, cheques / drafts on hand, bank overdraft, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

k. Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Key Performance Indicators and Non-GAAP Financial Measures

In addition to our financial results determined in accordance with Ind AS, 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. Our management does not consider these non-GAAP financial measures and key performance indicators in isolation or as an alternative or substitutive to the Restated Financial Statements. We present these non-GAAP financial measures and key performance indicators because we believe they are useful to our Company in assessing and evaluating our operating performance, and for internal planning and forecasting purposes. We believe these non-GAAP financial measures could help investors as an additional tool to evaluate our ongoing operating results and trends with a more granular view of our financial performance.

A list of our KPIs for six month period ended September 30, 2024 and for the Fiscals 2024, 2023 and 2022 is set out below:

(*₹ in million except per share data or unless otherwise specified*)

Particulars	For the six month period ended September 30, 2024*	Fiscal 2024	Fiscal 2023	Fiscal 2022
Financial KPI				
Revenue from Operations(1)	4,075.94	6,278.47	6,239.29	4,949.05
EBITDA(2)	503.30	765.45	567.27	597.49
EBITDA Margin (%)(3)	12.35	12.19	9.09	12.07
Profit after Tax (PAT)(4)	268.50	403.37	325.24	339.65
PAT Margin (%)(5)	6.56	6.41	5.20	6.84
Total Borrowings(6)	2,161.75	2,058.84	1,405.64	819.79
Net worth(7)	2,001.00	1,731.23	1,329.61	1,009.46
Return on Equity (ROE) (%)(8)	13.42	23.30	24.46	33.65
Return on Capital Employed (ROCE) (%)(9)	10.74	18.13	18.71	29.78
Debt - Equity Ratio(10)	1.08	1.19	1.06	0.81
Fixed Assets Turnover Ratio(11)	1.33	2.60	4.89	3.79
Cash Conversion Cycle (in days)(12)	60	80	50	47
Operational KPI				

Total installed capacity in metric tonnes per day[13]	800	800	500	500
Capacity Utilization (%)[14]	93.34	93.09	94.58	91.76
No. of customers[15]	518	756	602	594

** Not Annualized*

As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Notes:

1) *Revenue from operation means revenue from operations as per the Restated Financial Statements;*
2) *EBITDA is calculated as profit / (loss) before tax plus finance costs, depreciation and amortisation expense and less other income.;*
3) *EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations;*
4) *Profit after Tax (PAT) for the year means the restated profit / (loss) for the year/ period after tax as per the Restated Financial Statements;*
5) *PAT Margin (%) for the year as a % of total Income is calculated as restated profit / (loss) for the year/ period divided by Total Income;*
6) *Total borrowings represent sum of current and non-current borrowings;*
7) *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations;*
8) *ROE is calculated as PAT divided by net worth;*
9) *Return on Capital Employed (ROCE) is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (7) above + total current & non-current borrowings– cash and cash equivalents and other bank balances;*
10) *Debt to Equity Ratio is calculated as total borrowings divided by total equity;*
11) *Fixed Assets Turnover Ratio is calculated as revenue from operations for the year/ period divided by property, plant and equipment;*
12) *Cash Conversion Cycle (in days) is calculated as inventory days plus trade receivable days minus Trade payable days. Inventory days are calculated as Inventory divided by cost of goods sold multiplied by 365 days. Trade receivable days are calculated as Trade receivables divided by Revenue from operations multiplied by 365 days. Trade payable days are calculated as Trade payable divided by cost of goods sold multiplied by 365 days;*
13) *Total installed capacity is the maize crushing capacity of the Company in metric tonnes per day;*
14) *Capacity utilisation is arrived by dividing the total actual production by total installed capacity during the relevant Fiscal or period, as applicable;*
15) *No. of customers is the aggregate customers served by the Company.*

Reconciliation of Restated Profit for the period/ year to EBITDA and EBITDA Margin

The following table sets forth our EBITDA, EBITDA Margin, including a reconciliation of EBITDA and EBITDA Margin to our restated profit for the period/ year, for the mentioned time periods.

(*in ₹ million, except percentages*)

Profit for the period/ year (I)	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Profit for the period/ year (I)	268.50	403.37	325.24	339.65
Finance costs (II)	103.92	152.55	85.50	100.61
Depreciation and amortisation expense (III)	56.95	83.01	55.71	53.81
Total tax expense (IV)	91.93	140.90	114.97	120.40
Other Income (V)	18.00	14.38	14.15	16.98
EBITDA (VI = I+II+III+IV-V)	503.30	765.45	567.27	597.49
Revenue from Operations (VII)	4,075.94	6,278.47	6,239.29	4,949.05
EBITDA Margin (%) (VIII) = (VI/VII)	12.35	12.19	9.09	12.07

Reconciliation of Total Equity to Capital Employed, Restated Profit for the period/ year to EBIT and Return on Capital Employed

The table below reconciles total equity to capital employed. Capital employed is calculated as total equity plus total borrowings while EBIT is calculated as restated profit for the period/ year plus total tax expense plus finance costs. Return on Capital Employed is calculated as EBIT as a percentage of capital employed.

(*in ₹ million, except percentages*)

Profit for the period/ year (I)	As at/ for the six month period ended September 30, 2024*	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Total equity (I)	2,001.00	1,731.23	1,329.61	1,009.46
Non-current borrowings (II)	1,114.21	1,013.37	887.69	413.72
Current borrowings (III)	1,047.54	1,045.47	517.95	406.07
Cash and Cash Equivalents (IV)	5.50	24.95	1.41	3.85
Bank Balances other than cash and cash equivalents (V)	-	-	-	-
Total Capital employed (VI) = I+II+III-IV-V	4,157.25	3,765.12	2,733.84	1,825.40
Profit before tax (VII)	360.43	544.27	440.21	460.05
Profit for the period/ year (VIII)	268.50	403.37	325.24	339.65
Other Comprehensive Income/ (Loss)(IX)	1.29	(1.74)	-	-
Total tax expense (X)	91.93	140.90	114.97	120.40
Finance costs (XI)	103.92	152.55	85.50	100.61
Depreciation (XII)	56.95	83.01	55.71	53.81
Other Income (XIII)	18.00	14.38	14.15	16.98
Earnings before interest and tax (EBIT) (XIV = VII + XI - XIII)	**446.35**	**682.44**	**511.56**	**543.68**
Return on Capital Employed (%) (XV = XIV/ VI)	10.74	18.13	18.71	29.78

** Not annualized*

Reconciliation of Total Equity to Return on Equity

The table below reconciles total equity to return on equity. Return on equity is calculated as restated profit for the period/ year as a percentage of total equity.

(*in ₹ million, except percentages*)

Particulars	As at/ for the six month period ended September 30, 2024*	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Total equity (I)	2,001.00	1,731.23	1,329.61	1,009.46
Profit for the period/ year (II)	268.50	403.37	325.24	339.65
Add (Less): Exceptional Income(net)	-	-	-	-
Profit for the period/year (III)	268.50	403.37	325.24	339.65
Return on Equity (%) (III) = (II/I)	13.42	23.30	24.46	33.65

** Not annualized*

Reconciliation of Revenue from Operations to Gross Fixed Assets Turnover Ratio

The table below reconciles revenue from operations to gross fixed assets turnover ratio.

(*in ₹ million, except percentages*)

Particulars	As at/ for the six month period ended September 30, 2024*	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Revenue from Operations (I)	4,075.94	6,278.47	6,239.29	4,949.05
Property, plant and equipment (II)	2,675.45	2,416.24	1,275.48	1,304.11
Right of use assets (III)	384.54	-	-	-
Other intangible assets (IV)	-	-	-	-
Total Gross Fixed Assets (V = II + III + IV)	3,059.99	2,416.24	1,275.48	1,304.11
Gross Fixed Assets Turnover Ratio (in times) (VII = I/VI)	1.33	2.60	4.89	3.79

** Not annualized*

Reconciliation for Revenue from Operations to Gross Profit and Gross Margin

The table below reconciles revenue from operations to gross profit and gross margin:

(*in ₹ million, except percentages*)

Particulars	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Revenue from operations (I)	4,075.94	6,278.47	6,239.29	4,949.05
Cost of raw materials consumed (II)	3,032.69	4,641.70	4,315.04	3,527.19
Purchase of Stock in trade (III)	217.68	196.87	720.26	210.37
Changes in inventories of finished products and work in progress (IV)	(62.23)	(50.98)	2.64	(3.22)
Gross Profit (V) = (I – (II+III+IV))	887.80	1,490.88	1,201.35	1,214.71
Gross Margin (%) (VI = V/I)	21.78	23.75	19.25	24.54

Reconciliation for Restated Profit for the period/ year to Profit After Tax Margin (PAT Margin)

The table below reconciles restated profit for the period/ year to PAT Margin:

(*in ₹ million, except percentages*)

Particulars	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Profit for the period/ year (I)	268.50	403.37	325.24	339.65
Add/ (Less) Exceptional Items (net)	-	-	-	-
Profit for the period/year after exceptional items(II)	268.50	403.37	325.24	339.65
Total income (III)	4,093.94	6,292.85	6,253.44	4,966.03

PAT Margin (%)(IV = II/III)	6.56	6.41	5.20	6.84

Overview of Revenue and Expenditure

Following descriptions set forth information with respect to key components of our income statement.

Revenue

Revenue from operations

Revenue from operations comprises income from sale of products and other operating income.

Other income

Other income primarily comprises of interest on bank deposits/ others, discount on forward contracts, profit on sale of property, plant and equipment, sundry balance written back, gain on foreign exchange translations and provision for doubtful debts written back.

Expenses

Our expenses primarily comprise of cost of material consumed, purchase of stock in trade, changes in inventory of finished goods, stock in trade and work-in-progress, employee benefit expenses, finance costs, depreciation and amortization expense and other expenses.

Cost of raw materials consumed

Opening stock of raw material plus purchases during the year minus closing stock of raw materials

Changes in inventories of finished goods and work in progress

Changes in inventories of finished goods and work in progress between opening and closing dates of a reporting period.

Employee benefit expenses

Employee benefit expenses primarily comprises of salaries, wages and bonus, staff welfare expenses, managerial remuneration, contribution to provident and other funds

Finance costs

Finance costs primarily comprises of interest on borrowings and working capital facilities, lease liabilities, interest on supplier of goods and others.

Depreciation and amortisation expenses

Depreciation and amortisation expenses comprises of depreciation on property, plant and equipment and right to use.

Other expenses

Other expenses comprise primarily of power and fuel, labour charges, brokerage and commission, insurance, rent, export service charges, expenditure on corporate social responsibility, freight and forwarding among others.

Results of Operations as per Restated Financial Statements

The following table sets forth our income statement data, the components of which are expressed as a percentage of total income for the periods indicated below.

Particulars	For the six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	₹ in million	% of Total Income	₹ in million	% of Total Income	₹ in million	% of Total Income	₹ in million	% of Total Income
Revenue from operations	4,075.94	99.56	6,278.47	99.77	6,239.29	99.77	4,949.05	99.66
Other income	18.00	0.44	14.38	0.23	14.15	0.23	16.98	0.34
Total Income	**4,093.94**	**100.00**	**6,292.85**	**100.00**	**6,253.44**	**100.00**	**4,966.03**	**100.00**
Expenses								
Cost of materials consumed	3,032.69	74.08	4,641.70	73.76	4,315.04	69.00	3,527.19	71.03
Purchase of stock in trade	217.68	5.32	196.87	3.13	720.26	11.52	210.37	4.24
Changes in inventory	(62.23)	(1.52)	(50.98)	(0.81)	2.64	0.04	(3.22)	(0.06)
Employee benefits expense	88.18	2.15	167.26	2.66	139.84	2.24	116.27	2.34
Finance costs	103.92	2.54	152.55	2.42	85.50	1.37	100.61	2.03
Depreciation and amortisation expense	56.95	1.39	83.01	1.32	55.71	0.89	53.81	1.08
Other expense	296.32	7.24	558.17	8.87	494.24	7.90	500.95	10.09
Total Expenses	**3,733.51**	**91.20**	**5,748.58**	**91.35**	**5,813.23**	**92.96**	**4,505.98**	**90.74**
Profit before exceptional items and tax	360.43	8.80	544.27	8.65	440.21	7.04	460.05	9.26
Add: exceptional items	-		-	-	-		-	
Profit before tax and after exceptional items	360.43	8.80	544.27	8.65	440.21	7.04	460.05	9.26
Tax Expense								
Current tax	(74.97)	(1.83)	(101.88)	(1.62)	(105.54)	(1.69)	(108.69)	(2.19)
Deferred tax	(16.96)	(0.41)	(39.02)	(0.62)	(9.43)	(0.15)	(11.71)	(0.24)
Total tax expense	(91.93)	(2.25)	(140.90)	(2.24)	(114.97)	(1.84)	(120.40)	(2.42)
Profit for the period/ year	**268.50**	**6.56**	**403.37**	**6.41**	**325.24**	**5.20**	**339.65**	**6.84**
Other comprehensive income/ (loss)	-	-	-	-	-	-	-	-
Items that will not be reclassified to profit or loss	-	-	-	-	-	-	-	-
Remeasurement of the employees defined benefit plans	1.72	0.04	(2.33)	(0.04)	-	-	-	-

Income tax relating to above items	(0.43)	(0.01)	0.59	0.01	-	-	-	-
Total other comprehensive income	1.29	0.03	(1.74)	(0.03)	-	-	-	-
Total comprehensive income for the period/ year	**269.79**	**6.59**	**401.63**	**6.38**	**325.24**	**5.20**	**339.65**	**6.84**

Results of operations for the three-month period ended September 30, 2024

Revenue from operations

Our revenue from operations was ₹ 4,075.94 million which primarily comprised of revenue from starch and co- products of ₹ 3,804.90 million, maize of ₹ 226.20 million, other products of ₹ 32.72 million and other operating income of ₹ 12.12 million.

Other Income

Our other income was ₹ 18.00 million which primarily consisted of interest income of ₹ 1.53 million, sundry balances written back of ₹ 0.61 million, net gain on foreign currency transactions ₹ 13.93 million and provision of doubtful debts written back of ₹ 1.93 million.

Cost of materials consumed

Our cost of materials consumed was ₹ 3,032.69 million which was 74.08% of our Total Income. The Company had opening stock of raw materials of ₹ 915.74 million, purchases during the year of ₹ 2,814.63 million and closing stock of raw materials ₹ 697.68 million.

Change in inventories of finished goods and work-in-progress

The closing stock of finished goods and work in progress was ₹ 142.61 million as at September 30, 2024 against an opening stock of ₹ 80.38 million as at April 1, 2024 which led to income of ₹ 62.23 million for the period.

Employee benefits expense

Our employee benefits expense was ₹ 88.18 million primarily comprising of salaries, wages and bonus of ₹ 68.76 million, contribution to provident, gratuity and other funds of ₹ 4.15 million, managerial remuneration and staff welfare expenses of ₹ 15.27 million.

Finance costs

Our finance costs was ₹ 103.92 million primarily comprising of interest on loans and deposits of ₹ 99.42 million, interest on supplier of goods of ₹ 0.08 million, interest on lease liability of ₹ 0.15 million and other finance charges of ₹ 4.27 million.

Depreciation and amortisation expense

Our depreciation and amortisation expense was ₹ 56.95 million primarily on account of depreciation on property, plant and equipment of ₹ 56.95 million, amortisation of right-of-use asset of ₹ 0.33 million which was set off by transferred to Capital Work in Progress of ₹ 0.33 million.

Other expenses

Our other expenses were ₹ 296.32 million primarily comprising of power and fuel of ₹ 97.15 million, freight and forwarding of ₹ 95.20 million, export service charges of ₹37.38 million, labour charges of ₹ 33.07 million, rent including lease rentals of ₹ 6.96 million, expenditure on corporate social responsibility ₹ 4.82 million and miscellaneous expenses of ₹ 5.36 million amongst others.

Profit before tax

As a result of the foregoing, we recorded profit before tax of ₹ 360.43 million.

Tax expenses

Our total tax expenses was ₹ 91.93 million.

Profit for the period

As a result of the foregoing, we recorded profit for the period of ₹ 268.50 million.

Fiscal 2024 compared with Fiscal 2023

Our total income increased by 0.63% to ₹ 6,292.85 million in Fiscal 2024 from ₹ 6,253.44 million in Fiscal 2023 on account of increase in sales.

Revenue from operations

Our revenue from operations increased by 0.63% to ₹ 6,278.47 million in Fiscal 2024 from ₹ 6,239.29 million in Fiscal 2023 on account of increase in sales.

Other Income

Our other income increased by 1.63 % to ₹ 14.38 million in Fiscal 2024 from ₹ 14.15 million in Fiscal 2023 on account of interest income, profit on sale of property, plant and equipment, sundry balances written back and gains on foreign exchange fluctuations.

Total Expense:

Our total expense has decrease by 1.11 % to ₹ 5,748.58 million from ₹ 5,813.23 million on account of decrease in raw material cost.

Cost of materials consumed adjusted for change in inventories in finished goods and work-in-progress

Our cost of materials consumed *adjusted for purchase of stock in trade and changes in inventories in finished goods and work-in-progress* decreased by 4.97% from ₹ 5,037.94 million in Fiscal 2023 to ₹ 4,787.59 million in Fiscal 2024, primarily due to decrease in raw material cost and utility costs. Our cost of material as percentage of revenue was 80.56% in Fiscal 2023 which decreased marginally to 76.08% in Fiscal 2024.

Employee benefits expense

Our employee benefits expense increased by 19.61% from ₹ 139.84 million in Fiscal 2023 to ₹ 167.26 million in Fiscal 2024 due to increase in employees corresponding to the increase in capacity.

Finance costs

Our finance costs increased by 78.42 % from ₹ 85.50 million in Fiscal 2023 to ₹ 152.55 million in Fiscal 2024 on account of new term loan taken for the expansion of the capacity from 500 TPD to 800 TPD.

Depreciation and amortisation expense

Our depreciation expense increased by 49.00% from ₹ 55.71 million in Fiscal 2023 to ₹ 83.01 million in Fiscal 2024 on account of additions to property, plant and equipment due to increase of capacity expansion.

Other expenses

Our other expenses increased by 12.94 % from ₹ 494.24 million in Fiscal 2023 to ₹ 558.17 million in Fiscal 2024, on account of increase in other expenses in relation to increase of operations.

Exceptional *Items:*

We had not received any exceptional income, nor did we have an exceptional expense item during fiscal 2023 and fiscal 2024.

Profit before tax after exceptional items

As a result of the foregoing, we recorded an increase of 23.64 % in our profit before tax, from ₹ 440.21 million in Fiscal 2023 to ₹ 544.27 million in Fiscal 2024.

Tax expenses

Our tax expenses increased by 22.55% from ₹ 114.97 million in Fiscal 2023 to ₹ 140.90 million in Fiscal 2024. The increase in our tax expenses in Fiscal 2024 was primarily due to increase in the Profit before tax.

Profit for the year

As a result of the foregoing, we recorded an increase of 24.02% in our profit for the year from ₹ 325.24 million in Fiscal 2023 to ₹ 403.37 million in Fiscal 2024.

Fiscal 2023 compared with Fiscal 2022

Our total income increased by 25.92% to ₹ 6,253.44 million in Fiscal 2023 from ₹ 4,966.03 million in Fiscal 2022 on account of increase in volume and value terms.

Revenue from operations

Our revenue from operations increased by 26.07% from ₹ 4,949.05 million in Fiscal 2022 to ₹ 6,239.29 million in Fiscal 2023 on account of increase in revenue from operations due to increase in sales.

Other Income

Our other income decreased by 16.67% from ₹ 16.98 million in Fiscal 2022 to ₹ 14.15 million in Fiscal 2023 on account of decrease in gains on foreign currency transactions and decrease in sundry balances written back which was partially offset by increase in interest income.

Cost of materials consumed adjusted for purchase of stock in trade and changes in inventories of finished goods and work-in-progress

Our cost of materials consumed adjusted for purchase of stock in trade and changes in inventories of finished goods and work-in-progress increased by 34.91% from ₹3,734.34 million in Fiscal 2022 to ₹ 5,037.94 million in Fiscal 2023, primarily due to increase in sales volumes. Our cost of material as % of revenue from total income has increased from 75.20% in Fiscal 2022 to 80.56% in Fiscal 2023 on account of change in raw material costs.

Employee benefits expense

Our employee benefits expense increased by 20.27% from ₹ 116.27 million in Fiscal 2022 to ₹ 139.84 million in Fiscal 2023 largely due to increase in salaries and wages, staff welfare expenses on account of increase in number of employees

Finance costs

Our finance costs decreased by 15.02% from ₹ 100.61 million in Fiscal 2022 to ₹ 85.50 million in Fiscal 2023 on account of decrease in interest rates on borrowings and less utilisation of working capital limits.

Depreciation and amortisation expense

Our depreciation and amortisation expense increased by 3.53% from ₹ 53.81 million in Fiscal 2022 to ₹55.71 million in Fiscal 2023 due to addition of property, plant and equipment.

Other expenses

Our other expenses decreased by 1.34% from ₹ 500.95 million in Fiscal 2022 to ₹ 494.24 million in Fiscal 2023, on account of decrease in selling and distribution expenses.

Exceptional Item

There is no exceptional revenue for fiscal 2023 and 2022.

Profit before tax

As a result of the foregoing, we recorded a decrease of 4.31% in our profit before tax, from ₹ 460.05 million in Fiscal 2022 to ₹ 440.21 million in Fiscal 2023 due to less margins in maize sales.

Tax expenses

Our tax expenses decreased by 4.51% from ₹ 120.40 million in Fiscal 2022 to ₹ 114.97 million in Fiscal 2023. The decrease in our tax expenses in Fiscal 2023 was primarily due to decrease in profit before tax.

Profit for the year

As a result of the foregoing, we recorded a decrease of 4.24% in our profit for the year from ₹ 339.65 million in Fiscal 2022 to ₹ 325.24 million in Fiscal 2023.

Liquidity and Capital Resources

We have historically financed the expansion of our business and operations primarily through bank loan and internal accruals

Cash Flows

The following table summarizes our cash flows for the periods indicated below:

(₹ in million)

Particulars	As at/ for the six month period ended September 30, 2024*	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Net cash flow from/ (used in) operating activities	490.33	321.75	151.34	831.84
Net cash flow from/(used in) investing activities	(507.20)	(798.86)	(654.13)	(48.89)
Net cash flow from/ (used in) financing activities	(2.58)	500.65	500.35	(779.54)
Net increase/decrease in cash and cash equivalents	(19.45)	23.54	(2.44)	3.41
Cash and cash equivalent at the beginning of the period/ year	24.95	1.41	3.85	0.44
Cash and cash equivalents at the end of the period/ year	5.50	24.95	1.41	3.85

Cash flows from operating activities

Six month period ended on September 30, 2024

We generated ₹ 490.33 million in cash from operating activities during the six month period ended September 30, 2024. While our profit before tax was ₹ 360.43 million, we had an operating profit before working capital changes of ₹ 517.84 million, primarily due to depreciation and amortization expense of ₹ 56.95 million, finance cost of ₹ 103.92 million, provision for doubtful debts of ₹ 1.93 million and interest income of ₹ 1.53 million. Our primary adjustments for operating assets included a decrease in trade receivables of ₹ 124.42 million, increase in loans of ₹ 0.04 million, decrease in inventories of ₹ 155.84 million and decrease in other assets of ₹ 22.42 million and the primary adjustments in operating liabilities included decrease in trade payables of ₹ 35.18 million, increase in current liabilities of ₹ 32.21 million, decrease in current financial liabilities of ₹ 9.40 million and increase in provisions of ₹ 3.27 million for the six month period ended September 30, 2024.

Financial Year 2024

We generated ₹ 321.75 million in cash from operating activities during Fiscal 2024. While our profit before tax was ₹ 544.27 million, we had an operating profit before working capital changes of ₹ 778.26 million which was primarily adjusted by payment of income tax of ₹ 107.97 million, increase in inventories by ₹ 400.60 million, trade receivables by ₹ 91.55 million, trade payables by ₹ 94.06 million, current liabilities by ₹ 8.59 million, current financial liabilities by ₹ 9.40 million, provisions by ₹ 3.57 million and decrease in other assets by ₹ 25.58 million and decrease in loans by ₹ 2.41 million.

Financial Year 2023

We generated ₹ 151.34 million in cash from operating activities during Fiscal 2023. While our profit before tax was ₹ 440.21 million, we had an operating profit before working capital changes of ₹ 577.37 million, which was primarily adjusted by payment of income tax of ₹ 99.61 million, increase in trade receivables by ₹ 134.76 million, increase other assets by ₹ 74.50 million, increase in provisions by ₹ 6.38 million, increase in loans by ₹ 2.38 million and decrease in inventories by ₹ 3.67 million, decrease in trade payables by ₹ 95.91million and decrease in current liabilities by ₹ 28.92 million.

Financial Year 2022

We generated ₹831.84 million in cash from operating activities during Fiscal 2022. While our profit before tax was ₹ 460.05 million, we had an operating profit before working capital changes of ₹ 612.95 million, which was primarily adjusted by payment of income tax of ₹ 104.57 million, increase in trade receivables by ₹ 107.29 million, increase in trade payables by ₹ 314.70 million, increase in current liabilities by ₹ 21.02 million, increase in other assets by ₹ 14.77 million, increase in provisions by ₹ 4.99 million, increase in loans by ₹ 0.18 million and decrease in inventories by ₹ 109.97 million and decrease in current financial liabilities by ₹ 4.98 million.

Cash flows used in investing activities

Six month period ended on September 30, 2024

Net cash used in investing activities was ₹ 507.20 million for the six month period ended September 30, 2024, primarily on account of ₹ 125.36 million used in purchase of property, plant and equipment, investment in mutual fund of ₹ 15.75 million, right of use of assets of ₹ 367.62 million which was partially offset by interest income of ₹ 1.53 million.

Financial Year 2024

Net cash used in investing activities was ₹ 798.86 million for the Fiscal 2024, primarily on account of purchase of property, plant and equipment amounting to ₹ 808.69 million which was partially offset by proceeds from sale of property, plant and equipment of ₹ 6.01 million and interest income of ₹ 3.82 million.

Financial Year 2023

Net cash used in investing activities was ₹ 654.13 million for the Fiscal 2023, primarily on account of purchase of property, plant and equipment amounting to ₹ 658.18 million which was partially offset by interest income of ₹4.05 million

Financial Year 2022

Net cash used in investing activities was ₹ 48.89 million for the Fiscal 2022, primarily on account of purchase of property, plant and equipment amounting to ₹ 50.41 million which was partially offset by interest income of ₹ 1.52 million

Cash flows from/ used in financing activities

Six month period ended on September 30, 2024

Net cash used in financing activities for the six month period ended September 30, 2024 amounted to ₹ 2.58 million, which primarily consisted of proceeds from long term borrowings of ₹ 100.84 million, proceeds from short term borrowings of ₹ 2.07 million, payment of principal and interest on lease liabilities amounting to ₹ 1.72 million and finance cost amounting to ₹ 103.77 million.

Financial Year 2024

Net cash generated in financing activities for Fiscal 2024 amounted to ₹ 500.65 million, This was primarily on account of proceed from short term borrowings of ₹ 527.52 million and proceed from long term borrowings of ₹ 125.68 million which was partially off set by finance cost of ₹ 152.55 million.

Financial Year 2023

Net cash generated in financing activities for Fiscal 2023 amounted to amounted to ₹ 500.35 million, This was primarily on account of proceed from short term borrowings of ₹ 111.88 million and proceed from long term borrowings of ₹ 473.97 million which was partially off set by finance cost of ₹ 85.50 million.

Financial Year 2022

Net cash used in from financing activities for Fiscal 2022 amounted to amounted to ₹ 779.54 million, This was primarily on account of repayments of short term borrowings of ₹ 321.15 million, repayment from long term borrowings of ₹ 357.78 million and finance cost of ₹ 100.61 million.

Financial Indebtedness

As of September 30, 2024, we had non-current borrowings of ₹ 1,114.21 million, current borrowings of ₹ 1,047.54 million, and net debt (net off bank balances and cash and cash equivalents) aggregating ₹ 2,156.25 million, with a net debt to equity ratio of 1.08 times. Some of our financing agreements include various conditions and covenants that require us to obtain lender consents prior to carrying out certain activities and entering into certain transactions. We cannot assure you that we will be able to obtain these consents and any failure to obtain these consents could have significant adverse consequences for our business. For further information on our outstanding indebtedness, see "*Financial Indebtedness*" on page 385 and "*Risk Factors No. 17 - We have incurred significant indebtedness which exposes us to various risks which may have an adverse effect on our business, results of operations and financial conditions. Our Promoters have also extended personal guarantees for some of the debt facilities availed by our Company"* on page 47.

The following table sets forth our secured and unsecured debt position as of the below mentioned time period.

(₹ in million)

Particulars	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Secured Short term Borrowings (I)	1,047.54	1,045.47	517.95	406.07
Unsecured Long term Borrowings (II)	96.88	68.22	148.87	152.61
Secured Long term Borrowings (III)	1,017.33	945.15	738.82	261.11
Total (IV = I + II + III)	2,161.75	2,058.84	1,405.64	819.79

Contingent Liabilities and Commitments

Contingent liabilities, to the extent not provided for, as of the below mentioned time periods, as determined in accordance with Ind AS 37, are described below.

(₹ in million)

Particulars	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
A. Contingent liabilities				
Claims against the Company not acknowledged as debt	-	-	-	-
Estimated amount of obligation on account of non fulfilment of Export obligation under various Advance Licenses	-	-	-	-
B. Commitments				

For Capital expenditure [Net of advances Rs. 29.28 (March 31, 2023: Rs. 126.98, March 31, 2022: Rs. 39.81)]	12.19	23.86	154.80	75.73

For further details of our contingent liabilities, see "*Financial Information – Note* 32 – *Contingent liabilities and commitments"* on page 304.

Capital expenditure

For the six month period ended September 30, 2024 and for the financial years ending March 31, 2024, March 31, 2023 and March 31, 2022, our capital expenditures were ₹ 12.19 million, ₹ 23.86 million, ₹ 154.80 million and ₹ 75.73 million, respectively. The following table sets forth our gross fixed assets as at periods as indicated:

(₹ in million)

Particulars	As at/ for the six month period ended September 30, 2024	Fiscal		
		2024	2023	2022
Freehold land	431.84	431.84	355.16	355.16
Lease Land	384.87	-	-	-
Buildings	450.79	427.16	286.78	278.96
Plant & Equipment	2,082.18	1,790.64	795.56	793.46
Furniture & Fixtures	15.86	15.46	15.46	15.46
Vehicles	41.71	41.71	31.40	14.24
Office Equipment	2.95	2.85	2.85	2.85
Computers	1.22	0.73	0.66	0.66
Total Gross Fixed Assets	**3,026.55**	**2,710.39**	**1,487.87**	**1,460.79**

Quantitative and Qualitative Disclosures about Market Risk

In the course of our business, we are exposed primarily to fluctuations in interest rates, liquidity and credit risk, which may adversely impact the fair value of our financial instruments. In order to minimise any adverse effects on the financial performance of the Company, the Company has risk management policies as described below:

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Our Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions, foreign exchange transactions, other financial instruments carried at amortised cost.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Our approach to manage liquidity is to have sufficient liquidity to meet our liabilities when they are due, under both normal and stressed circumstances, without incurring unacceptable losses or risking damage to our reputation.

Our management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally performed in accordance with practice and limits set by the Company.

Contractual Maturities of financial liabilities

(₹ in million)

	Contractual maturities of financial liabilities

As at September 30, 2024	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
Borrowings	1,049.25	510.96	376.13	241.09	2,177.43
Trade payables	341.88	-	-	-	341.88
Other financial liabilities	-	-	-	-	-
As at March 31, 2024	**Less than 1 year**	**1-3 years**	**3-5 years**	**More than 5 years**	**Total**
Borrowings	1,045.47	191.22	520.79	301.36	2,058.84
Trade payables	377.06			-	377.06
Other financial liabilities	9.40	-	-	-	9.40
As at March 31, 2023	**Less than 1 year**	**1-3 years**	**3-5 years**	**More than 5 years**	**Total**
Borrowings and interest thereon	517.95	344.40	344.40	198.90	1,405.65
Trade payables	283.00	-	-	-	283.00
Other financial liabilities	-	-	-	-	-
As at March 31, 2022	**Less than 1 year**	**1-3years**	**3-5 years**	**More than 5 years**	**Total**
Borrowings and interest thereon	406.07	103.20	103.20	207.32	819.79
Trade payables	378.79	-	-	-	378.79
Other financial liabilities	-	-	-	-	-

Market Risk

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure on financial liabilities

(₹ in million)

Particulars	As at/ for the six month period ended September 30, 2024	As at/ for the fiscal year ended March 31,		
		2024	2023	2022
Fixed rate borrowings	-	-	-	-
Variable rate borrowings	2,064.87	1,990.62	1,256.77	667.18
Total borrowings (exclusive of Lease liabilities)	2,064.87	1,990.62	1,256.77	667.18

Foreign currency risk

The Company undertakes transactions (e.g. sale of goods, foreign currency loan, purchase of raw materials, etc.) denominated in foreign currencies and thus is exposed to exchange rate fluctuations. The Company evaluates its exchange rate exposure arising from foreign currency transactions and manages the same based upon approved risk management policies.

Off-Balance Sheet Arrangements

We have off-balance sheet arrangements by way of Letter of credit (LC), Bank Guarantee (BG) with other entities that would have been established for the purpose of facilitating off-balance sheet arrangements.

Related Party Transactions

We enter into various transactions with related parties in the ordinary course of business. Related parties with whom transactions have taken place during the year primarily include sale of finished goods, purchase of raw materials, loans taken from Directors and interest on such loans, conversion of loan and advance to equity, short term employee benefits, loans and advances given, trade receivables and directors sitting fees. For further details see "*Financial Information – Note 36 – Related Party Disclosures*" and "*Risk Factors No. 44 - Our Company has in the past entered into related party transactions and may continue to do so in the future. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our Company's financial condition and results of operations.*" on page 304 and 58, respectively.

Changes in accounting policies

There have been no changes in the accounting policies of the Company during the 6 months' period ended September 30, 2024, and during the last three Fiscals.

Auditor observations

There are no qualifications, reservations and adverse remarks by our Statutory Auditors in our Restated Financial Statements.

Significant Economic Changes

Other than as described above, to the best of the knowledge of our management, there are no other significant economic changes that materially affect or are likely to affect income from continuing operations. For further details, please see *"Our Business"* and *"Risk Factors"* on pages 223 and 35, respectively.

Future relationship between cost and income

Other than as described in "*Risk Factors'*, '*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 35, 223 and 356, respectively, there are no known factors that might affect the future relationship between costs and revenues.

Unusual or Infrequent Events of Transactions

Except as described in this Draft Red Herring Prospectus, there have been no other events or transactions that, to our knowledge, may be described as "unusual" or "infrequent".

Known Trends or Uncertainties

Our business has been affected and we expect will continue to be affected by the factors identified above in the heading titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 356 and the uncertainties described in the section titled "*Risk Factors*" beginning on page 35 of this Draft Red Herring Prospectus. To our knowledge, except as described or anticipated in this Draft Red Herring Prospectus, there are no known factors which we expect will have a material adverse impact on our revenues or income from continuing operations.

NEW PRODUCTS OR BUSINESS SEGMENTS

Except as set out in this Draft Red Herring Prospectus, we have not announced and do not expect to announce in the near future any new business segments other than in the normal course of business.

Extent to which Material Increases in Net Sales or Revenue are due to Increased Sales Volume, Introduction of New Products or Services or Increased Sales Prices

Changes in revenue in the last three Financial Years are as described in *"Management's Discussion and Analysis of Financial Condition and Results of Operations - Fiscal 2024 compared with Fiscal 2023 – Revenue from Operations"* and *"Management's Discussion and Analysis of Financial Condition and Results of Operations - Fiscal 2023 compared with Fiscal 2022 - Revenue from Operations"* above on pages 375 and 376, respectively.

Seasonality

Our business is not seasonal in nature.

Significant dependence on a single or few suppliers or customers

We are dependent on our top five customers for a significant portion of our revenue. For details, please refer to "*Risk Factors No. 1 - Any fluctuation in the raw material prices may adversely affect the pricing of our products and may have an impact on our business, results of operations, financial condition and cash flows."* on page 35

Competitive Conditions

We expect to continue to compete with existing and potential competitors. For details, please refer to the discussions of our competition in the sections "*Risk Factors*"*, "Industry Overview"* and "*Our Business*" on pages 35, 141 and 223, respectively.

Total turnover of each major industry segment in which the Company operated

We operate only in the maize based speciality products industry and our entire revenue from operations is generated from this industry.

Significant Developments after September 30, 2024, that may affect our future results of operations

Except as mentioned elsewhere in this Draft Red Herring Prospectus, no developments have come to our attention since the date of the Restated Financial Statements as disclosed in this Draft Red Herring Prospectus which materially and adversely affect or are likely to materially and adversely affect our operations or profitability, or the value of our assets or our ability to pay our material liabilities within the next twelve months.

CAPITALISATION STATEMENT

The following table sets forth our Company's capitalization as at September 30, 2024, as derived from our Restated Financial Statements and as adjusted for the proposed Offer. This table should be read in conjunction with the sections titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*", "*Financial Information – Restated Financial Statements*" and "*Risk Factors*" on pages 356, 304 and 35, respectively.

(₹ in million)

Particulars	Pre-Offer as at September 30, 2024	Post Offer*
Borrowings		
Current Borrowings (A)	1,047.54	**[●]**
Non-current Borrowings (including current maturity) (B)	1,114.21	**[●]**
Total Borrowings (C) = (A) + (B)	**2,161.75**	**[●]**
Total Equity		
Equity Share Capital (D)	1,312.90	**[●]**
Other Equity (E)	688.10	**[●]**
Total Equity (F) = (D) + (E)	**2,001.00**	**[●]**
Ratio: Non-Current Borrowing/ Total Equity (B)/(F)	**0.56**	**[●]**
Debt Equity Ratio: Total Borrowing/ Total Equity (C)/ (F)	**1.08**	**[●]**

The above terms carry the meaning as per division II of Schedule III to the Companies Act, 2013 (as amended)

** The corresponding post-Offer capitalisation data for each of the amounts given in the above table is not determinable at this stage and is pending the completion of the Book Building Process and accordingly have not been provided in the above statement. Post Offer capitalisation will be determined after finalization of Offer Price*

FINANCIAL INDEBTEDNESS

Our Company avails loans in the ordinary course of business for purposes such as, *inter alia*, term loans and other fund-based working capital loans. Our Company has obtained the necessary consents required under the relevant loan documentation for undertaking activities in relation to the Offer, such as, inter alia, effecting a change in our shareholding pattern, change in the management of our board and change in our capital structure in connection with or post the Offer. For details regarding the resolution passed by our Shareholders on August 14, 2024, authorizing the borrowing powers of our Board, see "*Our Management – Borrowing Powers of our Board*" and "*Risk Factors*" on pages 273 and 40.

As on September 30, 2024, the aggregated outstanding borrowings of our Company amounted to ₹ 2,161.75 million.

Set forth below is a brief summary:

(₹ in million)

Category of borrowing	Sanctioned amount	Outstanding amount as on September 30, 2024^
Secured		
Fund based		
- Working capital facilities	1,200.00	795.13
- Term Loan	1,443.80	1269.74
- Emergency Credit Line Guarantee Scheme	-	-
Total (fund based)	**2,643.80**	**2,064.87**
- Vehicle loan	-	-
Non fund based	-	-
Unsecured		
- Loan from Directors	100.00	96.88
Total	**2,743.80**	**2,161.75**

^As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Principal terms of the facilities sanctioned to our Company:

1. **Interest:** In respect of the facilities sanctioned to our Company, the interest rate ranges from 6.50% per annum to 12.00% with monthly resets. The interest rate for the loans sanctioned to our Company is typically tied to a base rate / marginal cost of lending rate, which may vary from lender to lender.

2. **Tenor:** Typically, cash credit facilities sanctioned to our Company are renewable at annual rests and repayable on demand. The tenor for Open Cash Credit Facility is for 12 months as per the terms of the borrowing arrangements and is renewed annually. The tenure for Term Loans ranges from 36 months to 108 months as per the terms of the borrowing sanction to the Company.

3. **Security:** The facilities sanctioned are typically secured by way of equitable mortgage on property of our Company, hypothecation of our Company's movable fixed assets (both present and future) and current assets and personal guarantee and corporate guarantee of our Promoters, Promoter Group and their relatives. The nature of securities described herein is indicative and there may be additional requirements for creation of security under the various borrowing arrangements entered into by our Company.

4. **Re-payment:** The cash credit facilities availed by our Company are repayable on demand and subject to annual renewal. The repayment tenure for term loans ranges from 36 months to 84 months as per the terms of the borrowing sanction to the Company. Our Company may repay all amounts of the facilities on the due dates for payment.

5. **Penal interest:** The terms of certain financing facilities availed by our Company prescribe penalties for non-compliance of certain obligations by our Company. These include, inter alia, overdues/ delays/ default in payment of monies. Further, the default interest payable on the facilities availed by us typically ranges from 4% per annum to 18% per annum.

6. **Restrictive Covenants:** The facilities sanctioned to our Company contain certain restrictive covenants, which require prior intimation to be made to the lender, including:

    a. formulate or enter into any scheme of merger, amalgamation, compromise or reconstruction;
    b. permit any change in the ownership or control whereby the effective beneficial ownership or control of the Company shall change;
    c. effect any material change in the management of the business of the Company;
    d. make any amendments in the Company's Memorandum and Articles;
    e. approach the capital market for mobilizing additional resources either in the form of debt or equity;
    f. effect any change in the Company's capital structure or shareholding pattern or effect any change in the management set up or ownership interest structure where the shareholding by the existing promoter(s) or capital control or ownership interest of the partners including managing partner, gets diluted below the present level; and
    g. declaring any dividend or making any withdrawal in the form of salary, remuneration, incentive or commission by the Promoters and Directors in case of any over dues with the lenders;

7. **Events of default:** Borrowing arrangements entered into by our Company contain events of default, including, among others:

    a. if any representation or statements or particulars made by our Company are found to be incorrect or if our Company commits any breach or default of the conditions made under any agreements with the Bank;
    b. non adherence by the Company to maintain financial ratios, parameters, financial covenants as stipulated by the Bank from time to time.

8. ***Consequences of occurrence of events of default:*** In terms of our borrowing arrangements, the following, *inter alia*, are the consequences of occurrence of events of default, whereby our lenders may:

    a. Terminate the sanctioned facilities;
    b. Suspend access to facilities;
    c. Enforce security;
    d. Appoint Trustees/ Observers; and
    e. Repossess the hypothecated asset.

This is an indicative list and there may be additional restrictive covenants under the various borrowing arrangements entered into by us.

SECTION VI – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

*Except as stated in this section, there are no outstanding (i) criminal proceedings involving our Company, Directors, or Promoters (including a criminal proceeding against a member of our Promoter Group) ("**Relevant Parties**"); (ii) actions by any statutory or regulatory authorities involving the Relevant Parties; or (iii) claim involving our Company, Directors or Promoters for any direct or indirect tax liabilities (disclosed in a consolidated manner giving the total number of claims and total amounts involved), (iv) proceeding involving our Company, Directors or Promoters (other than proceedings covered under (i) to (iii) above) which has been determined to be "material" pursuant to the materiality policy approved by our Board in its meeting held on August 27, 2024 ("**Materiality Policy**") (as disclosed herein below)*

*In accordance with the Materiality Policy, all outstanding litigation (other than outstanding criminal proceedings, actions by statutory or regulatory authorities and claims relating to direct and indirect taxes involving the Relevant Parties wherein (i) the aggregate monetary claim made by or against the Relevant Parties (individually or in the aggregate), in any such outstanding litigation, is equal to or in excess of an amount equivalent to 5% of the average of profit after tax for last three years, as per the Restated Financial Statements for Fiscal 2024, 2023 and 2022 would be considered material for our Company ("**Threshold**") (ii) where the monetary liability is not quantifiable, or which does not fulfil the threshold specified in (i) above, but the outcome of which could nonetheless have a material adverse effect on the business, operations, performance, prospects, financial position or reputation of our Company, or (iii) the pending litigation where the decision in one litigation is likely to affect the decision in similar litigations, even though the amount involved in an individual litigation may not exceed the Threshold, have been considered "material" and accordingly have been disclosed in this Draft Red Herring Prospectus.*

Accordingly, all such outstanding litigation proceedings where the aggregate monetary claim made by or against the Relevant Parties (individually or in aggregate), in any such outstanding litigation or arbitration proceeding is equal to or in excess of ₹ 17.81 *million (being* 5 *% of average of profit after tax of our Company for last three years as per the Restated Financial Statements i.e. Fiscal 2024, 2023 and 2022), have been disclosed in this Draft Red Herring Prospectus.*

Further, there are no: (i) disciplinary actions (including penalties) imposed by SEBI or a recognized stock exchange against any of our Promoters in the last five Fiscals immediately preceding the date of this Draft Red Herring Prospectus, including any outstanding action; and (ii) outstanding litigation involving the Group Companies, which may have a material impact on our Company.

For the purposes of the above, pre-litigation notices received by the Relevant Parties from third parties (excluding notices issued by statutory or regulatory authorities or notices threatening criminal action) have not and shall not, unless otherwise decided by our Board, be considered "material" until such time that the Relevant Parties are impleaded as a defendant before any judicial or arbitral forum.

Further, in accordance with the Materiality Policy, our Company has considered such creditors to be 'material', to whom the amount due is equal to or in excess of 5% *of the trade payables of our Company as on the last date of the Restated Financial Statements as disclosed in this Draft Red Herring Prospectus ("Material Creditors"). The trade payables of our Company as on September 30, 2024 was ₹ 341.88 million. Accordingly, a creditor has been considered 'material' if the amount due to such creditor individually exceeds ₹ 17.09 million as on September 30, 2024. Further, for outstanding dues to any party which is a micro, small or medium enterprise ("**MSME**"), the disclosure will be based on information available with the Company regarding status of the creditor as defined 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.

LITIGATIONS INVOLVING OUR COMPANY

i. Outstanding criminal proceedings

Criminal proceedings against our Company

As on the date of this Draft Red Herring Prospectus, there are no pending criminal proceedings filed against our Company.

Criminal proceedings initiated by our Company

1. There are 4 complaints initiated by our Company against different parties for alleged violation of section 138 read with sections 141 and 142 of the Negotiable Instruments Act, 1881 ("**NI Act**") for dishonour of cheques. The Complaints were initiated under the NI Act, in the ordinary course of its business, where cheques issued by various parties in favour of our Company were dishonoured due to insufficient funds in parties' accounts. The aggregate amount involved in the complaint is ₹ 8.76 million and our Company has sought for appropriate reliefs under the NI Act. These complaints are pending as on the date of this Draft Red Herring Prospectus.

Other material proceedings

Civil proceedings against our Company

As on the date of this Draft Red Herring Prospectus, there is no civil proceedings against our Company.

Civil proceedings initiated by our Company

As on the date of this Draft Red Herring Prospectus, there are no pending civil proceedings filed by our Company which have been considered material in accordance with the Materiality Policy.

ii. Outstanding actions by Statutory Authorities or Regulatory Authorities

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions initiated by Statutory Authorities or Regularity Authorities against our Company.

iii. Outstanding tax proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding tax proceedings involving our Company.

LITIGATIONS INVOLVING OUR PROMOTERS

i. Criminal proceedings involving our Promoters and Promoter Group

There are no criminal proceedings involving our Promoters. However, one of our Promoter Group member, Mr. Upendra Reddy Tetali is named in a criminal proceeding in the capacity of a director of an erstwhile company being P.G. Fortune Agritech Limited, details of which are disclosed as under:

A case bearing SC No. 135 of 2011 was filed by Asst. General Manager with Securities and Exchange Board of India ("**Complainant**") against P.G. Fortune Agritech Limited ("**Accused No. 1**"), VVLP Gupta ("**Accused No. 2**"), Upendra Reddy Tetali ("**Accused No. 3/ Member of our Promoter Group**"), KSPN Varma ("**Accused No. 4**") and K.G. Krishnam Raju ("**Accused No. 5**" together with Accused 1 to 4 be referred to "**Accused**") before the Principal Sessions Court, Chennai. Accused No. 1 was operating a collective investment scheme and raised an aggregate amount of ₹ 3.30 million from the general public. It is alleged that Accused No. 1 did not made an application for registration with Securities and Exchange Board of India ("**SEBI**") under SEBI (Collective Investment Schemes) Regulations, 1999 ("**Regulations**") and accordingly violated the provisions of Section 12 (1B) of the Securities and Exchange of Board of India Act, 1992 and Reg. 5(1) read with Reg. 68(1), 68(2), 73 and 74 of the said regulations. It is further alleged that Accused No. 2 to 5 being the directors and in-charge of the business of Accused No. 1 were liable for the violations of Accused No. 1 as provided under section 27 of the SEBI Act, 1992. The matter is currently pending.

Criminal proceedings initiated by our Promoters

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated by our Promoters.

ii. Other material proceedings involving by our Promoters

Civil proceedings against our Promoters

As on the date of this Draft Red Herring Prospectus, there are no outstanding civil proceedings initiated against our Promoters.

Civil proceedings initiated by our Promoters

As on the date of this Draft Red Herring Prospectus, there are no outstanding civil proceedings initiated by our Promoters.

iii. Outstanding actions by Statutory or Regulatory authorities against our Promoters

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by Statutory or Regulatory authorities against our Promoters

iv. Outstanding tax proceedings against our Promoters

As on the date of this Draft Red Herring Prospectus, there are no outstanding tax proceedings involving our Promoters.

LITIGATIONS INVOLVING OUR DIRECTORS

i. Criminal litigations involving our Directors

Criminal proceedings against our Directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated against our Directors.

Criminal proceedings initiated by our directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings initiated by our Directors.

ii. Other material proceedings involving by our Directors

Civil proceedings against our Directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding civil proceedings initiated against our Directors

Civil proceedings initiated by our Directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding civil proceedings initiated by our Directors

iii. Outstanding actions by Statutory or Regulatory authorities against our Directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by Statutory or Regulatory authorities against our Directors.

iv. Outstanding tax proceedings against our Directors

As on the date of this Draft Red Herring Prospectus, there are no outstanding tax proceedings against the Directors

OUTSTANDING LITIGATIONS INVOLVING OUR GROUP COMPANIES

As on the dated of this Draft Red Herring Prospectus, there are no outstanding litigation proceedings involving our Group Company, the adverse outcome of which may have a material impact on our Company.

Outstanding dues to creditors

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 period covered in the Restated Financial Statements, *i.e.* ₹ 17.09 million, as of September 30, 2024 ("**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), Material Creditors and Other Creditors as on September 30, 2024, is as set forth below:

Type of Creditors	Number of Creditors	Amount involved (₹ in million)
Micro, small and medium enterprises*	64	68.72
Material Creditors	2	218.00
Other Creditors	117	55.16
Total	**183**	**341.88**

**As defined under the Micro, Small and Medium Enterprises Development Act, 2006.*
As certified by M/s. Kunda & Associates, Chartered Accountants being Statutory Auditors of our Company, by way of their certificate dated November 7, 2024.

Details pertaining to outstanding over dues to material creditors, if any, along with names and amounts involved for each such material creditor shall be made available on the website of our Company at www.paramesu.com

Material Developments

Except as disclosed in *"Management's Discussion and Analysis of Financial Position and Results of Operations– Significant Developments Occurring after September 30, 2024"* on page 356, no circumstances have arisen since the date of the last Restated Financial Statements 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 consolidated assets or our ability to pay our material liabilities within the next 12 months.

GOVERNMENT AND OTHER APPROVALS

Our Company has received the necessary material consents, licenses, permissions, registrations and approvals from the various governmental agencies and other statutory and/ or regulatory authorities required for carrying out their present business activities. Set out below is a list of consents, licences, permissions, registrations and approvals from various government and regulatory authorities obtained by our Company which are material and necessary for undertaking our business activities and operations. Additionally, unless otherwise stated, these material consents, licenses, permissions, registrations and approvals are valid as on the date of this Draft Red Herring Prospectus. Certain approvals may have lapsed in their normal course and our Company has either made applications to the appropriate authorities for renewal of such licenses and/or approvals or is in the process of making such applications. For details in connection with the regulatory and legal framework within which we operate, see "Key Industrial Regulations and Policies" on page 249. The main objects clause of the Memorandum of Association and objects incidental to main objects enable our Company to carry out its activities.

For details in connection with the regulatory and legal framework within which our Company operates, see "Key Regulations and Policies in India" on page 249. For details of risk associated with not obtaining or delay in obtaining the requisite approvals, see "Risk Factors No. 18 – 18. We require a number of approvals, NOCs, licences, registrations and permits in the ordinary course of our business and any failure to obtain, maintain or renew the same may have adverse effect on our business, financial condition and results of operations." on page 47.

The following statements set out the details of licenses, permissions and approvals taken by our Company under various central and state laws for carrying out the business.

Incorporation details of our company

a) Certificate of Incorporation dated September 07, 2011, issued by the Registrar of Companies, Andhra Pradesh to our Company, in the name of 'Paramesu Biotech Private Limited'.
b) Fresh Certificate of Incorporation dated July 12, 2024, issued by the Registrar of Companies, Central Processing Centre, consequent upon change of name from '*Paramesu Biotech Private Limited*' to '*Paramesu Biotech Limited*'.
c) The Corporate Identification Number of our Company is U24232AP2011PLC076378.

I. Material approvals in relation to the Offer

For details regarding the approvals and authorizations obtained by our Company in relation to the Offer, see "*Other Regulatory and Statutory Disclosures – Authority for the Offer*" on page 397.

II. Material Approvals in relation to Our Company

Our Company has received the following material approvals, licenses, consents, registrations, and permits pertaining to our business:

A. Tax related approvals

1. Permanent Account Number AAGCP7805B issued by the Income Tax Department, Government of India, under the Income Tax Act, 1961.

2. Tax Deduction Account Number VPNP01722A issued by the Income Tax Department under the Income Tax Act, 1961 for our Registered and Corporate Office.

3. Tax Deduction Account Number BPLP11625F issued by the Income Tax Department under the Income Tax Act, 1961 for our Proposed Facility.

4. Tax Deduction Account Number VPNP06938B issued by the Income Tax Department under the Income Tax Act, 1961 for our Administrative Office.

5. The GST registration number of our Company is 37AAGCP7805B1ZJ, issued by the Government of India for GST payments in the State of Andhra Pradesh, where our Registered and Corporate Office is situated. Our Company has obtained goods and services tax identification numbers under the applicable provisions of the goods and services tax legislation applicable in the states and union territories where we operate.

6. The GST registration number of our Company is 37AAGCP7805B2ZI, issued by the Assistant Commissioner, Andhra Pradesh, Government of India for GST payments, for our Administrative Office located at 4th Floor, 81-42-01, Chaitram Complex, Venkateswara Nagar, Revenue Ward – 30, Rajamahendravaram, East Godavarai – 533 103, Andhra Pradesh, India. Our Company has obtained goods and services tax identification numbers under the applicable provisions of the goods and services tax legislation applicable in the states and union territories where we operate.

7. The GST registration number of our Company is 23AAGCP7805B1ZS, issued by the Superintendent, Bhopal, Government of India for GST payments in the State of Madhya Pradesh, for our Proposed Facility located at Plot No. A-4, A-5 and A-6, Mohasa Babai Industrial Area, Muhasa Tehsil Makhan Nagar, Babai, Mohna, Narmadapuram – 461661, Madhya Pradesh, India. Our Company has obtained goods and services tax identification numbers under the applicable provisions of the goods and services tax legislation applicable in the states and union territories where we operate.

8. Certificate of Registration, bearing profession Tax TIN 37022139482**,** filed under FORM I-A, for the registration of the Company as an employer under the Andhra Pradesh Tax on Professions, Trades, Callings and Employments Act, 1987.

9. Certificate of Enrolment, bearing number 37092050136, filed under FORM II-A, for the enrolment of the Company under the Andhra Pradesh Tax on Professions, Trades, Callings and Employments Act, 1987.

B. Material approvals in relation to our business operations

1. Certificate of recognition as Two Star Export House issued to Paramesu Biotech Private Limited on October 10, 2023, by the Department of Commerce, Directorate General of Foreign Trade, Ministry of Commerce and Industry.

2. Export Promotion Capital Goods (EPCG) License bearing authorisation number 2631001505, dated July 3, 2024, by Joint-Directorate General of Foreign Trade, Vishakhapatnam

3. Importer-exporter code certificate bearing IEC number 2615900811, issued on June 16, 2015 and last modified on July 14, 2023 by the Directorate General of Foreign Trade, Vishakhapatnam.

4. Certificate of Registration of Establishment, bearing registration number AP-04-07-003-02998807 dated October 17, 2022 issue by Labour Department, Government of Andhra Pradesh under The Andhra Pradesh (Issuance of Integrated Registration and Furnishing of Combined returns under various Labour Laws by certain Establishments) Act, 2015, for Door No. RS No 972, Gopalapuram Road, Devarapalle Village, Devarapalle Mandal, East Godavari District-534313.

5. Consent to Operate & Authorization Order, Red Category, under Section 25/26 of the Water (Prevention & Control of Pollution) Act, 1974 and Section 21/22 of the Air (Prevention & Control of Pollution) Act, 1981 and amendments thereof and Authorisation under Rule 6 of the Hazardous & Other Wastes (Management and Transboundary, Movement) Rules, 2016 and the rules and orders made there under bearing Consent Order number APPCB/KKD/2913110/HO/CTO/2023 dated January 11, 2024 issued by Andhra Pradesh Pollution Control Board.

6. Halal India Certificate bearing Certificate number HIP23170115, dated January 27, 2024 issued by Halal India Private Limited (Category K) for starch and its derivatives.

7. Halal India Certificate bearing Certificate number ID00410019483930324, dated August 29, 2024 issued by Republic of Indonesia for liquid glucose and liquid glucose aruna.

8. Halal India Certificate bearing Certificate number ID00410019485370324, dated August 29, 2024 issued by Republic of Indonesia for maize starch powder, corn starch 328, Corn starch Aruna and maltodextrine powder.

9. Single State-wide Trader License bearing License No. 01/AMC/GPM/2024-2029 valid from April 1, 2024 to March 31, 2029 for operating as a Trader under Section 7(1-A) of Andhra Pradesh (Agricultural Produce & Livestock) Markets Act, 1966.

10. Acknowledgement of Memorandum of Manufacture bearing acknowledgement number 905/N/SIA/IMO/2022 dated October 31, 2022, issued by the Department for Promotion of Industry and Internal Trade, Industrial Entrepreneurs Memorandum Section, Ministry of Commerce and Industry.

11. Form C bearing License number 10020044001962 dated November 09, 2023, issued by Food Safety and Standards Authority of India under Food Safety and Standards Act, 2006 for general manufacturing, manufacturing of substances added to food and manufacturing as an exporter.

12. Factory License issued as per Factories Act, 1948 bearing Registration number 70683 and License number 45815, dated January 23, 2015 issued by Inspection of Factories, Government of Andhra Pradesh for factory situated at R.S. No. 121 to 125, 971-973, Paramesunagar, Devarapalli (V&M), W.G. District which was renewed by Inspector of Factories, Rajhamundry on August 22, 2024.

13. Consent and Authorization Order (After Expansion) bearing Consent Order number 3700/APPCB/ZOVSP/CFO/KKD/2020, dated July 10, 2020 issued by Andhra Pradesh Pollution Control Board, Vishakhapatnam under section 25/26 of the Water (Prevention & Control of Pollution) Act, 1974 and under section 21 of Air (Prevention & Control of Pollution) Act 1981 and amendments thereof and Authorisation under Rule 6 of the Hazardous and other Wastes (Management and Transboundary Movement) Rules, 2016 & Amendments thereof and the rules and orders made there under.

14. Membership Certificate bearing Registration number 177023, dated August 9, 2020, issued by Agriculture and Processed Food Products Export Development Authority.

15. Boiler Certificate bearing Registration number AP-7379, dated April 19, 2024, issued by Office of the Director of Boilers Andhra Pradesh, Amaravati under Indian Boilers Act, 1923.

16. Boiler Certificate bearing Registration number AP-6871, dated December 15, 2023, issued by Deputy Chief Inspector of Boilers, Rajahmundry under Indian Boilers Act, 1923.

17. Periodical Renewal Fire Certificate bearing NoC RC number 3076/A1/WG/014 dated May 03, 2017 of File No. 21102/EGV/MSB/2024, dated February 26, 2024 issued by State Response and Fire Services Department, Andhra Pradesh, Vijayawada.

18. Certificate of Registration bearing Certificate number 305024031496HS, dated March 14, 2024 issued by Quality Research Organization for compliance with ISO 45001:2018 requirements.

19. Certificate of Registration bearing Certificate number 305024031429Q, dated March 14, 2024 issued by Quality Research Organization for compliance with ISO 9001:2015 requirements.

20. Certificate of Registration bearing Certificate number 305024031494E dated March 14, 2024 issued by Quality Research Organization for compliance with ISO 14001:2015 requirements.

21. Certificate of Registration bearing Certificate number 305024031495F, dated March 14, 2024 issued by Quality Research Organization for compliance with ISO 22000:2018 requirements.

22. Kosher Certificate dated February 22, 2024 issued by the Managing Trustee, Keneseth Eliyahoo Synagogue for Maize Strach Powder.

23. Factory Plan Approval permit bearing Index No. 15/2012, dated October 31, 2012 issued by Secretary of Devarapalli Gram Panchayat to set up Paramesu Biotech Private Limited in Survey No. 121 to 125, 972, 973 and 977.

24. Electricity Approval bearing Lr. No. CEIG/AP/Tech/EI Ex. 650V/WG-82/D.No.833/2014 dated November 24, 2014 issued by Government of Andhra Pradesh, Chief Electrical Inspectorate.

25. Electricity Approval bearing Lr. No. DES&CEIG/GNT/Tec Sec/HT/EG-205/D. No: 45/2024 dated January 08, 2024 issued by Government of Andhra Pradesh Directorate of Electrical Safety.

26. Extension of HT Supply bearing Memo. No.SE/O/ELR/DE.T/ADE.C/AE.C/F.HTELR710/D.No.1131 dated December 02, 2014 issued by the Eastern Power Distribution Company of Andhra Pradesh Limited.

27. Feasibility Approval bearing Lr. No. CGM/Comnl, DM&QC/EPDCI/VSP/GM/C/F-173142/D.No.1/477647/23 dated May 22, 2023 issued by Eastern Power Distribution Company of Andhra Pradesh Limited.

28. Synchronization Approval bearing Lr. No. SE/0/ELR/EEJ/DEE.C/AEE.C/F. ELR861/D, No. 372/24 dated April 20, 2024 issued by Eastern Power Distribution Company of Andhra Pradesh Limited.

29. Ground water extraction approval bearing Lr. No. GWD/ELR/TS/S.W/989/2012-2013 dated November 16, 2012, issued by the Government of Andhra Pradesh, Ground Water Department.

30. Technical Clearance bearing Lr.D.Dis.No.10331/2012/P and assigned B.P.No.50/2012INST/P dated September 27, 2012 issued by the Director of Town and Country Planning, Government of Andhra Pradesh.

31. Technical Clearance bearing Lr.D.Dis.No.1362/2018/R2 and assigned INST. No. 18/2018/R dated October 30, 2018 issued by the Regional Deputy Director of Town and Country Planning, Government of Andhra Pradesh.

32. Factory Approval Plan bearing LAE05-12021/72/2024-B SEC-DOF, dated June 06, 2024 issued by the Director of Factories, Government of Andhra Pradesh.

33. Certificate of Compliance for Good Manufacturing Practices bearing registration No. DAAS-PAL-000229 valid from July 04, 2023 issued by Directorate of Accreditation for Assessment Services.

34. Structural Stability Certificate for our factory situated at Devarapalli (V&M) dated June 26, 2024 by N. Nagi Reddy, certified Chartered Engineer.

35. ICEGATE Registration Certificate dated September 04, 2021.

36. Acknowledgment Certificate bearing acknowledgment number ACK-2409020952 dated September 06, 2024 issued by the Madhya Pradesh Industrial Development Corporation Limited.

37. Sanction Order of water connection bearing dispatch number 390 dated September 18, 2024 issued by the Madhya Pradesh Industrial Development Corporation Limited.

38. Estimate Report bearing ERP number 149510 dated September 25, 2024 issued Madhya Pradesh Madhya Kshetra Vidyut Vitaran Company Limited.

39. Consent Order bearing outward number 121451,07/10/2024 and consent number CTE-61163 dated October 07, 2024, issued by Madhya Pradesh Pollution Control Board.

C. Labour and commercial approvals

1. Certificate of registration bearing establishment code number 62000338870000999 dated December 13, 2016, issued by the Employees State Insurance Corporation, Vijayawada under Employee State Insurance Act, 1948.

2. Certificate of registration bearing establishment code number GRRJY1089958 dated May 15, 2015, issued by the Employees' Provident Fund Organisation, India under the Employees Provident Fund and Miscellaneous Provisions Act, 1952.

3. Certified Standing Orders vide File No. 0/3206/2015 dated February 20, 2016 as per Section 5(3) of the Industrial Employment (Standing Orders) Act, 1946 issued by the Certifying Officer & Joint Commissioner of Labour, Eluru.

4. Form C - Certificate of Registration of Establishment, bearing registration number AP-04-30-001-03691080 dated October 10, 2024 issued by the Labour Department, Government of Andhra Pradesh under The Andhra Pradesh (Issuance of Integrated Registration and Furnishing of Combined returns under various Labour Laws by certain Establishments) Act, 2015 for Door No: 81-42-1. 5th Floor, Chaitram complex, JN Road, Venkateswara Nagar, Rajamahendravaram Urban Village, Rajamahendravaram Urban Mandal, East Godavari District, Pincode - 534313.

III. Material approvals applied for by our Company but not received:

Nil

IV. Material approvals that have expired and for which renewal applications have been made:

Except as disclosed below, there are no material approvals or renewals which have been applied for and have not been received by our Company:

Name of the Approval	Name of the Unit	Date of Application	Authority Applied to
Boiler Renewal Certification	Devarapalli Facility	September 30, 2024	Boiler Inspection Department, Andhra Pradesh.

V. Material approvals that have expired and for which renewal applications are yet to be made:

Nil

VI. Intellectual Property related approvals

As on the date of this Draft Red Herring Prospectus, our Company has the following trademark:

Sr. No.	Particulars	Registration Status	Trademark Number	Trademark Type	Class	Date of Expiry

1.	PARAMESU	Registered	4202129	DEVICE	30	June 10, 2029
2.	PARAMESU BIOTECH LIMITED	Formalities Check Pass	6604770	DEVICE	30	-

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Offer

1. *Corporate Approvals*

Our Board has authorised the Offer pursuant to the resolution passed at its meeting held on October 21, 2024 and our Shareholders have authorised the Fresh Issue pursuant to a special resolution passed at their extraordinary general meeting dated October 23, 2024 in terms of Section 62(1)(c) of the Companies Act, 2013.

Our Board has taken on record the consent and authorization of the Promoter Selling Shareholder to participate in the Offer for sale pursuant to its resolution dated October 21, 2024.

Our Board and IPO Committee has pursuant to the resolutions passed at their meetings held on November 7, 2024 and November 7, 2024, respectively, approved this Draft Red Herring Prospectus for filing with SEBI and the Stock Exchanges.

Approval from the Promoter Selling Shareholder

The Promoter Selling Shareholder has confirmed and authorized the transfer of the Offered Shares pursuant to the Offer for Sale, as set out below:

Sr. No.	Name of the Promoter Selling Shareholder	Maximum number of Equity Shares offered in the Offer for Sale for face value of ₹ 5 each	Date of consent letter	Date of board resolution/ corporate authorization
1.	Unimark Business Solutions Private Limited	[●] Equity Shares of face value of ₹ 5 each aggregating up to ₹ 800 million.	October 5, 2024	October 5, 2024

In-principle Listing Approvals

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.

Prohibition by the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI") or other Governmental Authorities

Our Company, our Promoters, our Directors and the members of the Promoter Group or persons in control of our Company are not prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

None of the companies with which our Promoters and Directors are associated with as promoters, directors or persons in control have been debarred from accessing capital markets under any order or direction passed by SEBI or any other authorities.

Neither our Company nor our Directors or Promoters have been declared as a 'wilful defaulter' or a 'fraudulent borrower', as defined under the SEBI ICDR Regulations.

Our Individual Promoters or Directors have not been declared as fugitive economic offenders under section 12 of the Fugitive Economic Offenders Act, 2018.

The Promoter Selling Shareholder confirms that it is not prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

Directors associated with the Securities Market

None of our Directors are associated with securities market related business. There are no outstanding actions initiated by SEBI in the last five years preceding the date of the Draft Red Herring Prospectus against our Directors.

Confirmation under the Companies (Significant Beneficial Owners) Rules, 2018, as amended

Our Company, Promoters, members of the Promoter Group, and the Promoter Selling Shareholder, severally and not jointly, confirm that they are in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as amended, to the extent applicable thereto in respect of their respective holding in our Company, as on the date of this Draft Red Herring Prospectus.

Non-appearance in the list of companies struck off by the Ministry of Corporate Affairs ("MCA")

We confirm that the names of any of Directors, Promoters or individuals/entities forming part of the Promoter Group are not appearing in the list of directors of struck-off companies by the RoC or the MCA.

Eligibility for the Offer

Our Company is eligible for the Offer in accordance with Regulation 6(1) of the SEBI ICDR Regulations, and is in compliance with the conditions specified therein in the following manner:

- Our Company has net tangible assets of at least ₹30 million, calculated on a restated and consolidated basis, in each of the preceding three full years (of 12 months each), of which not more than 50% are held in monetary assets;
- Our Company has an average profit of at least ₹150 million, calculated on a restated and consolidated basis, during the preceding three full years (of 12 months each), with operating profit in each of these preceding three years;
- Our Company has a net worth of at least ₹10 million in each of the preceding three full years (of 12 months each), calculated on a restated and consolidated basis; and
- Except as disclosed in this Draft Red Herring Prospectus, our Company has not changed its name in the last one year.

Further, our Company confirms that it is not ineligible to make the Offer in terms of Regulation 5 of the SEBI ICDR Regulations, to the extent applicable. The details of our compliance with Regulation 5 of the SEBI ICDR Regulations are as follows:

a. None of the companies with which our Promoters and Directors are associated with as promoters, directors or persons in control are debarred from accessing capital markets under any order or direction passed by SEBI or any other authorities.

b. None of our Company, our Promoters, members of our Promoter Group, our Directors or the Promoter Selling Shareholder are debarred from accessing the capital markets by SEBI.

c. Neither our Company nor our Directors or Promoters have been declared as a 'willful defaulter' or a 'fraudulent borrower', as defined under the SEBI ICDR Regulations.

d. Our Individual Promoters or Directors have not been declared as Fugitive Economic Offenders under Section 12 of the Fugitive Economic Offenders Act, 2018.

e. There are no convertible securities that are required to be converted on or before the filing of the Red Herring Prospectus;

f. 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.

g. Our Company, along with the Registrar to the Company, has entered into tripartite agreements each dated September 10, 2024 and September 6, 2024 with NSDL and CDSL, respectively, for dematerialization of the Equity Shares.

h. The Equity Shares of our Company held by our Promoters are in dematerialised form; and

i. 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.

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.

The Promoter Selling Shareholder confirms that the Offered Shares are in compliance with Regulation 8 of the SEBI ICDR Regulations, and it has held such Offered Shares for a period of at least one year prior to the date of filing of the Draft Red Herring Prospectus

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 be not less than 1,000, failing which, the entire application money will be refunded forthwith to the respective Bidders, in accordance with the SEBI ICDR Regulations and applicable law.

The Promoter Selling Shareholder confirms that they are in compliance with Regulation 8 of the SEBI ICDR Regulations.

Our Company's pre-tax operating profit, net worth, net tangible assets and monetary assets derived from the Restated Financial Statements included in this Draft Red Herring Prospectus, as at, and for the last three years ended March 31 are set forth below:

Derived from our Restated Financial Statements

(₹ in million, unless otherwise specified)

Particulars	Fiscal		
	2024	2023	2022
Restated Net Tangible Assets (A)[(1)]	1,868.03	1,427.98	1,098.40
Pre-tax operating profit (B)[(4)]	682.44	511.56	543.68
Net Worth (C)[(3)]	1,731.23	1,329.61	1,009.46
Restated monetary assets (D)[(2)]	27.04	4.20	5.74
Restated monetary assets as a percentage of the restated net tangible assets (D)/(A)(%)	1.45	0.29	0.52

Source: Restated Financial Statements as included in "Financial Information" beginning on page 304.
Notes:

(1) *'Net tangible assets' means the sum of all net assets of the Company, excluding intangible assets as defined in Indian Accounting Standard (Ind AS) 38 and deferred tax assets as defined in Ind AS 12 and excluding the impact of deferred tax liabilities as defined in Ind AS 12 issued by Institute of Chartered Accountants of India.*

(2) *'Monetary assets' is the aggregate of cash on hand and balance with banks (including other bank balances and interest accrued thereon).*

(3) *Net Worth means the aggregate value of the paid up share capital and all reserves created out of the profits and 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, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation, in accordance with Regulation 2(1)(hh) of the SEBI ICDR Regulations*

(4) *'Operating Profit' has been calculated as profit before finance costs, other non operating income, exceptional item and tax expenses. The average restated operating profit of the Company for the and preceding three fiscals i.e. 2024,2023 and 2022 is ₹ 579.23 million.*

Our Company has operating profits in each of Fiscal 2024, 2023 and 2022 in terms of our Restated Financial Statements. Our average operating profit for Fiscals 2024, 2023 and 2022 is ₹ 579.23 million. For further details, please see, "*Financial Information*" beginning on page 304.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("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 BRLM, PANTOMATH CAPITAL ADVISORS PRIVATE LIMITED HAS CERTIFIED THAT THE DISCLOSURES MADE IN THIS DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING AN 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 AND THE PROMOTER SELLING SHAREHOLDER WILL BE RESPONSIBLE ONLY FOR THE STATEMENTS SPECIFICALLY CONFIRMED OR UNDERTAKEN BY IT IN THIS DRAFT RED HERRING PROSPECTUS TO THE EXTENT OF INFORMATION SPECIFICALLY PERTAINING TO ITSELF FOR THE OFFERED SHARES. THE BOOK RUNNING LEAD MANAGER IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY AND THE PROMOTER SELLING SHAREHOLDER DISCHARGE ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER, BEING PANTOMATH CAPITAL ADVISORSPRIVATE LIMITED HAVE FURNISHED TO SEBI, A DUE DILIGENCE CERTIFICATE DATED NOVEMBER 7, 2024 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, 2013, AS AMENDED OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY AND/OR OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE 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.

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 including in terms of Section 32 of the Companies Act. All legal requirements pertaining to this Offer will be complied with at the time of filing of the Prospectus with the RoC including in terms of Sections 26, 30, 32, 33(1) and 33(2) of the Companies Act.

Disclaimer from our Company, our Directors, our Promoters, the Promoter Selling Shareholder and the BRLM

Our Company, our Directors, our Promoters, the Promoter Selling Shareholder 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 instance and anyone placing reliance on any other source of information, including our website, www.paramesu.com, or any website of any of the members of our Promoter Group, or any affiliate of our Company, would be doing so at his or her own risk.

The Promoter Selling Shareholder, its directors, affiliates, partners, associates and officers, accept no responsibility for any statements made or undertakings provided other than those specifically confirmed or undertaken by such Promoter Selling Shareholder, and only in relation to itself and/or to the Equity Shares offered by such Promoter Selling Shareholder through the Offer for Sale and included in this Draft Red Herring Prospectus and anyone placing reliance on any other source of information, including our Company's website at www.paramesu.com or any of the websites of the Group Companies or any affiliate of our Company or the Promoter Selling Shareholder, would be doing so at his or her own risk.

The BRLM accept no responsibility, save to the limited extent as provided in the Offer Agreement and the Underwriting Agreement.

All information, to the extent required to the Offer, shall be made available by our Company, the Promoter Selling Shareholder (to the extent of itself and its Offered Shares) and the BRLM to the Bidders and the public and investors at large and no selective or additional information would be made 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.

Neither our Company nor the Promoter Selling Shareholder nor any member of the Syndicate shall be liable to the Bidders for any failure in uploading the Bids, due to faults in any software or hardware system, or otherwise; 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.

The BRLM and its associates and affiliates may engage in transactions with, and perform services for our Company, the Promoter Selling Shareholder or their respective directors and officers, affiliates 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 or the Promoter Selling Shareholder or their respective affiliates or associates or third parties for which they have received, and may in future receive compensation.

Investors who Bid in the Offer will be required to confirm, and will be deemed to have represented to our Company, the Promoter Selling Shareholder, the Underwriters and their respective directors, partners, designated partners, trustees, 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 applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares. Our Company, the Promoter Selling Shareholder and the Underwriters and their respective directors, investment manager, partners, designated partners, officers, agents, affiliates, employees and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares.

Disclaimer in respect of jurisdiction

Any dispute arising out of this Offer will be subject to the jurisdiction of appropriate court(s) at Andhra Pradesh, India only.

This Offer is being made in India to persons resident in India (including individual Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, as amended, Hindu Undivided Families, companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in equity shares, Indian Mutual Funds registered with SEBI, Indian financial institutions, commercial banks, multilateral and bilateral development financial institutions, state industrial development corporations, regional rural banks, co-operative banks (subject to permission from the RBI), trusts under the applicable trust laws and who are authorized under their respective constitutions to hold and invest in equity shares, public financial institutions as specified under Section 2(72) of the Companies Act 2013, multilateral and bilateral development financial institutions, venture capital funds, National Investment Fund set up by the Government of India, provident funds and pension funds fulfilling the minimum corpus requirements under the SEBI ICDR Regulations, permitted insurance companies and pension funds, insurance funds set up and managed by the army and navy and insurance funds set up and managed by the Department of Post, (India), systematically important NBFCs, permitted non-residents including Eligible NRIs, AIFs, FPIs registered with SEBI and QIBs. This Draft Red Herring Prospectus does not, however, 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.

No action has been, or will be taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that the Draft Red Herring 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 any offer or sale hereunder, shall, under any circumstances, create any implication that there has been no change in our affairs or in the affairs of the Promoter Selling Shareholder from the date hereof or that the information contained herein is correct as of any time subsequent to this date.

This Draft Red Herring Prospectus does not constitute offer to sell or an invitation to subscribe to or purchase the Equity Shares in the Offer in any jurisdiction, other than in India 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. 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.

Eligibility and Transfer Restrictions

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered, may not be offered or sold within 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 in accordance with any applicable U.S. state securities laws.

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.

Bidders are advised to ensure that any Bid from them does not exceed investment limits or the maximum number of Equity Shares that can be held by them under applicable law. Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than in accordance with applicable laws.

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 Offer, which contains the selling restrictions for the Offer outside India.

Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or any economic interest therein, including any off - shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than in accordance with applicable laws.

Disclaimer clause of BSE

As required, a copy of this Draft Red Herring Prospectus shall 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 filing with the RoC.

Disclaimer clause of NSE

As required, a copy of this Draft Red Herring Prospectus shall 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 filing with the RoC.

Listing

The Equity Shares proposed to be allotted pursuant to the Red Herring Prospectus and the Prospectus are proposed to be listed on the Stock Exchanges. Application has been made to the Stock Exchanges for obtaining permission for listing and trading of the Equity Shares being offered and sold in the Offer and [●] is the Designated Stock Exchange, with which the Basis of Allotment will be finalized for the Offer.

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 this Draft Red Herring Prospectus in accordance with applicable law. If such money is not repaid within the prescribed time, then our Company and every officer in default shall be liable to repay the money, with interest, as prescribed under applicable law. Any expense incurred by our Company on behalf of any of the Promoter Selling Shareholder with regard to interest on such refunds will be reimbursed by such Promoter Selling Shareholder in proportion to its respective portion of the Offered Shares. For the avoidance of doubt, subject to applicable law, the Promoter Selling Shareholder shall not be responsible to pay and/or reimburse any expenses towards refund or any interest thereon for any delay, unless such failure or default or delay, as the case may be, is by, and is directly attributable to, an act or omission, of to such Promoter Selling Shareholder and such liability shall be limited to the extent of its respective portion of the Offered Shares.

The Promoter Selling Shareholder undertake to provide such reasonable support and extend reasonable cooperation as may be required and requested by our Company, to the extent such support and cooperation is required from such Promoter Selling Shareholder to facilitate the process of listing and commencement of trading of their respective portion of the Offered Shares on the Stock Exchanges within three working days from the Bid/Offer Closing Date or such other period as may be prescribed by the SEBI.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading of Equity Shares at the Stock Exchanges are taken within three Working Days of the Bid/Offer Closing Date or such other period as may be prescribed by the SEBI. 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 as may be prescribed by the SEBI.

Consents

Consents in writing of the Promoter Selling Shareholder, our Directors, our Promoters, our Promoter Group our Company Secretary and Compliance Officer, our Chief Financial Officer, Legal Counsel to our Company, Legal Counsel to the Book Running Lead Manager, the Bankers to our Company, BRLM, Frost and Sullivan, independent chartered engineer, Statutory Auditor, and the Registrar to the Offer have been obtained; and the consents in writing of the Syndicate Member, Escrow Collection Banks, Public Offer Account Bank, Refund Bank, and Sponsor Bank to act in their respective capacities, will be obtained. Further, such consents shall not be withdrawn up to the time of filing of the Red Herring Prospectus with RoC.

Expert opinion

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

Our Company has received written consent dated September 10, 2024 from the Statutory Auditor, namely, Kunda and 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) their examination report dated November 7, 2024 on the Restated Financial Statements; and (ii) their report dated November 7, 2024 on the statement of possible special tax benefits 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.

Further, our Company has received written consent dated August 31, 2024 from Gudiseva Prabhakar Rao, as Chartered Engineer to include its name as an "expert" as defined under Section 2(38) and other applicable provisions of the Companies Act, 2013 in respect of the Chartered Engineer Certificate dated October 10, 2024, on installed capacity, actual utilisation at our manufacturing facility 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 undertaken by our Company during the last five years

Except as disclosed in the section entitled "*Capital Structure*" on page 85, there have been no public issues or rights issues undertaken by our Company during the five years immediately preceding the date of this Draft Red Herring Prospectus.

Commission or brokerage on previous issues during the last five years

Since this is the initial public offering of the Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure public subscription for any of our Equity Shares in the five years preceding the date of this Draft Red Herring Prospectus.

Capital Issues in the preceding three years

Except as disclosed in the section entitled "*Capital Structure*" on page 85, our Company has not made any capital issues during the three years immediately preceding the date of this Draft Red Herring Prospectus.

Performance *vis-à-vis* objects - Public/ rights issue of our Company

Except as disclosed in the section entitled "*Capital Structure*" on page 85, our Company has not undertaken any public, including any rights issues to the public in the five years immediately preceding the date of this Draft Red Herring Prospectus.

Performance *vis- à-vis* objects: Public/ rights issue of the listed Subsidiaries and listed Promoters

As on the date of this Draft Red Herring Prospectus none of our Corporate Promoters are listed on any stock exchanges. We do not have any subsidiary company.

Price information and the track record of the past issued handled by the Book Running Lead Manager

The price information of past issues handled by Pantomath Capital Advisors Private Limited is as follows:

Sr. No	Issuer Name	Issue Size (₹. in million)	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 from listing
1.	Sah Polymers Limited	663.00	65.00	January 12, 2023	85.00	-4.24% (-0.01%)	-12.11% (-1.14%)	13.59% (8.39%)
2.	Urban Enviro Waste Management limited	114.20	100.00	June 22, 2023	141.00	- 27.66% (5.19%)	-5.39% (6.02%)	185.99% (14.10%)
3.	Aeroflex Industries Limited	3,510.00	108.00	August 31, 2023	197.40	-22.59% (1.54%)	-19.12% (2.07%)	-25.73% (12.28%)
4.	Vishnu Prakash R Punglia Limited	3,086.00	99.00	September 05, 2023	165.00	0.67% (-0.71%)	24.12% (3.54%)	7.58% (14.32%)
5.	Plaza Wires Limited	712.80	54.00	October 12, 2023	76.00	52.89% (-1.36%)	40.33% (8.85%)	24.87% (14.51%)
6.	Transteel Seating Technologies Limited	499.80	70.00	November 06, 2023	88.90	3.82% (7.44%)	2.36% (12.58%)	-25.42%(15.78%)

7.	SAR Televenture Limited	247.50	55.00	November 08, 2023	105.00	78.67% (7.50%)	186.86% (11.97%)	101.48% (15.60%)
8.	Kronox Lab Sciences Limited	1,301.52	136.00	June 10, 2024	164.95	-3.61% (5.05%)	4.41% (6.85%)	-
9.	Sanstar Limited	5,101.50	95.00	July 26,2024	109.00	22.88% (-0.05%)	11.34 (-1.61%)	-
10.	SAR Televenture Limited-Composite Issue	4,499.93	210.00	July 29,2024	225.05	49.43% (0.73%)	38.30% (-2.64%)	-

For details regarding the track record of the Book Running Lead Manager, as specified in the Circular reference CIR/MIRSD/1/2012 dated January 10, 2012 issued by SEBI, please refer to the website www.pantomathgroup.com

Sources: *All shares price data are taken from www.bseindia.com and www.nseindia.com*

Note:

1. The BSE Sensex and CNX Nifty are considered as the Benchmark Index.
2. Prices on BSE/NSE are considered for all of the above calculations.
3. In case the 30^{th}/90^{th}/180^{th} day is a holiday, closing price on BSE/NSE of the previous trading day has been considered.
4. In case 30^{th}/90^{th}/180^{th} days, scrips are not traded then closing price on BSE/NSE of the previous trading day has been considered.

Summary statement of price information of past public issues handled by Pantomath Capital Advisors Private Limited

Fiscal	Total no. of IPOs	Total funds raised (₹ in Cr)	No. of IPOs trading at discount on 30^{th} Calendar day from listing date			No. of IPOs trading at premium on 30^{th} Calendar day from listing date			No. of IPOs trading at discount on 180^{th} Calendar day from listing date			No. of IPOs trading at premium on 180^{th} Calendar day from listing date		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
22-23	1	663.00	-	-	1	-	-	-	-	-	-	-	-	1
23-24	6	8170.3	-	1	1	2	-	2	-	2	-	2	-	2
24-25*	3	10902.95	-	-	1	-	1	1	-	-	-	-	-	-

**Up to November 7, 2024*

Track record of past issues handled by the Book Running Lead Manager

For details regarding the track record of the Book Running Lead Manager, as specified in circular (reference CIR/MIRSD/1/2012) dated January 10, 2012 issued by SEBI, please see the website of the Book Running Lead Manager, i.e., https://www.pantomathgroup.com.

Stock market data of the Equity Shares

As the Offer is the initial public offering of the Equity Shares, the Equity Shares are not listed on any stock exchange as on the date of this Draft Red Herring Prospectus, and accordingly, no stock market data is available for the Equity Shares.

Mechanism for redressal of Investor Grievances

The Registrar Agreement provides for retention of records with the Registrar to the Offer for a minimum period of eight years from the date of listing and commencement of trading of the Equity Shares on the Stock Exchanges or any such period as prescribed under the applicable laws, to enable the investors to approach the Registrar to the Offer for redressal of their grievance. The Registrar to the Offer shall obtain the required information from the SCSBs for addressing any clarification or grievance of application supported by 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. Our Company, the Promoter Selling Shareholder, the BRLM 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 the SEBI ICDR Regulations.

All offer related grievances, other than by Anchor Investors, may be addressed to the Registrar to the Offer, with a copy to the relevant Designated Intermediary, where the Bid cum Application Form was submitted, giving the full name of the sole or First Bidder, ASBA / Bid cum Application Form number, Bidder's DP ID, Client ID, PAN, address of the Bidder, number of Equity Shares applied for, date of ASBA/ Bid cum Application Form, name and address of the relevant Designated Intermediary, where the Bid was submitted and ASBA Account number (for Bidders other than RIIs bidding through the UPI mechanism) in which the amount equivalent to the Bid Amount was blocked or UPI ID in case of RIIs applying through the UPI mechanism in which the amount equivalent to the Bid Amount is blocked. 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. The Registrar to the Offer shall obtain the required information from the SCSBs for addressing any clarifications or grievances of ASBA Bidders.

For Offer-related grievances, investors may contact the BRLM, details of which are given in "***General Information – Book Running Lead Manager***" on page 77.

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, Bid cum Application Form number, Bidders DP' ID, Client ID, PAN, date of the Bid cum Application Form, address of the Bidder, number of the Equity Shares applied for, Bid amount paid on submission of the Bid cum Application Form and the name and address of the BRLM where the Bid cum Application Form was submitted by the Anchor Investor.

In terms of SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/22, dated February 15, 2018, SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 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 six 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, in terms of SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, 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, by way of its circular SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 ("**March 2021 Circular**"), has identified the need to put in place measures, in order to manage and handle investor issues arising out of the UPI Mechanism inter alia in relation to delay in receipt of mandates by Bidders for blocking of funds due to systemic issues faced by Designated Intermediaries/SCSBs and failure to unblock funds in cases of partial allotment/non allotment within prescribed timelines and procedures. Per the March 2021 Circular, for initial public offerings opening for subscription on or after May 1, 2021, SEBI has prescribed certain mechanisms to ensure proper management of investor issues arising out of the UPI Mechanism, including (i) identification of a nodal officer by SCSBs for the UPI Mechanism; (ii) delivery of SMS alerts by SCSBs for blocking and unblocking of UPI Mandate Requests; (iii) hosting of a web portal by the Sponsor Bank containing statistical details of mandate blocks/unblocks; (iv) limiting the facility of reinitiating UPI Bids to Syndicate Member to once per Bid; and (v) mandating SCSBs to ensure that the unblock process for non-allotted/partially allotted applications is completed by the closing hours of one Working Day subsequent to the finalization of the Basis of Allotment.

Separately, pursuant to the March 2021 Circular, the following compensation mechanism shall be applicable for investor grievances in relation to Bids made through the UPI Mechanism for public issues opening on or after May 1, 2021, for which the relevant SCSBs shall be liable to compensate the investor:

Scenario	Compensation amount	Compensation period
Delayed unblock for cancelled / withdrawn / deleted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the date on which the request for cancellation / withdrawal / deletion is placed on the bidding platform of the Stock Exchanges till the date of actual unblock
Blocking of multiple amounts for the same Bid made through the UPI Mechanism	1. Instantly revoke the blocked funds other than the original application amount; and 2. ₹100 per day or 15% per annum of the total cumulative blocked amount except the original Bid Amount, whichever is higher	From the date on which multiple amounts were blocked till the date of actual unblock
Blocking more amount than the Bid Amount	1. Instantly revoke the difference amount, i.e., the blocked amount less the Bid Amount; and 2. ₹100 per day or 15% per annum of the difference amount, whichever is higher	From the date on which the funds to the excess of the Bid Amount were blocked till the date of actual unblock
Delayed unblock for non – Allotted/ partially Allotted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the Working Day subsequent to the finalisation of the Basis of Allotment till the date of actual unblock

Further, the investors shall be compensated by the SCSBs in accordance with March 2021 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. In an event there is a delay in redressal of the investor grievance in relation to unblocking of amounts, the Book Running Lead Manager shall compensate the investors at the rate higher of ₹ 100 or 15% per annum of the application amount for the period of such delay in such other manner as may be specified under applicable law.

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. Further, Bidders shall also enclose a copy of the Acknowledgment Slip received from the Designated Intermediaries in addition to the information mentioned hereinabove. Our Company has not received any investor complaint during the three years preceding the date of this Draft Red Herring

Prospectus. There are no investor complaint in relation to our Company pending as on the date of this Draft Red Herring Prospectus. Our Group Companies are not listed on any stock exchange.

The Registrar to the Offer shall obtain the required information from the SCSBs for addressing any clarifications or grievances of ASBA Bidders. Our Company, the Promoter Selling Shareholder, the BRLM and the Registrar to the Offer accept no responsibility for errors, omissions, commission of any acts of the Designated Intermediaries, including any defaults in complying with its obligations under the SEBI ICDR Regulations. Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre- Issue or post- Issue related problems such as non-receipt of letters of Allotment, non-credit of allotted Equity Shares in the respective beneficiary account, non-receipt of refund intimations and non-receipt of funds by electronic mode.

Disposal of investor grievances by our Company

Our Company has constituted a Stakeholders Relationship Committee 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. The Promoter Selling Shareholder have authorised the Company Secretary and Compliance Officer of the Company, and the Registrar to the Offer to redress any complaints received from Bidders in respect of the Offer for Sale.

Our Company estimates that the average time required by our Company and/or the Registrar to the Offer for the redressal of routine investor grievances shall be 15 Working Days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

The Company will obtain authentication on the SCORES and shall comply with the SEBI circular (CIR/OIAE/1/2013) dated April 17, 2013, SEBI circular (CIR/OIAE/1/2014) dated December 18, 2014 and SEBI circular (SEBI/HO/OIAE/IGRD/CIR/P/2021/642) dated October 14, 2021, in relation to redressal of investor grievances through SCORES.

Our Company has appointed Amulya Dasari, as our Company Secretary and Compliance Officer. For details, please see the section entitled "*General Information*" on page 77.

The Promoter Selling Shareholder has authorised Amulya Dasari, Company Secretary and Compliance Officer of our Company and the Registrar to the offer to redress any complaints received from Bidders solely to the extent of the statements specifically made, confirmed or undertaken by the Promoter Selling Shareholder in the Offer Documents in respect of themselves and the Offered Shares.

Further, our Board has constituted the Stakeholders Relationship Committee which is responsible for redressal of grievances of the security holders of our Company. For further information, please see the section entitled "*Our Management*" on page 266.

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.

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

Our Company has not made any application under Regulation 300(1)(c) of the SEBI ICDR Regulations for seeking an exemption from complying with any provisions of securities laws by SEBI as on the date of this Draft Red Herring Prospectus.

Other confirmations

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

There are no findings/observations of any of the inspections by SEBI or any other regulator which are material, and which needs to be disclosed or non-disclosure of which may have bearing on the investment decision in the Offer.

Our Company does not have a conflict of interest with the suppliers of raw materials and third party service providers (crucial for operations of the Company). Our Company does not have any conflict of interest with lessors of our immovable property (crucial for operations of the Company).

SECTION VII – OFFER RELATED INFORMATION

TERMS OF THE OFFER

The Equity Shares bearing face value of ₹ 5 each being issued, offered and Allotted pursuant to the Offer shall be subject to the provisions of the Companies Act, SEBI ICDR Regulations, SCRA, SCRR, the MoA, AoA, SEBI Listing Regulations, the terms of this Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus, the abridged prospectus, Bid cum Application Form, the Revision Form, the CAN/Allotment Advice and other terms and conditions as may be incorporated in Allotment Advices and other documents/certificates that may be executed in respect of the Offer. The Equity Shares bearing face value of ₹ 5 each shall also be subject to laws as applicable, guidelines, rules, notifications and regulations relating to the issue of capital and listing and trading of securities issued from time to time by SEBI, the Government of India, the Stock Exchanges, the RBI, RoC 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 the SEBI, the Government of India, the Stock Exchanges, the RoC and/or any other authorities while granting its approval for the Offer.

The Offer

The Offer comprises of a Fresh Issue by our Company and an Offer for Sale by the Promoter Selling Shareholder. The expenses for the Offer shall be shared amongst our Company and the Promoter Selling Shareholder in the manner specified in "*Objects of the Offer – Offer Expenses*" on page 103.

Ranking of the Equity Shares

The Equity Shares being Allotted pursuant to the Offer shall be subject to the provisions of the Companies Act, 2013, our Memorandum of Association and our Articles of Association and shall rank pari passu in all respects with the existing Equity Shares, including in respect of the right to receive dividend and voting. The Allottees, upon Allotment of Equity Shares under the Offer, will be entitled to dividend and other corporate benefits, if any, declared by our Company after the date of Allotment in accordance with the applicable law. For further details, see "*Dividend Policy*" and "*Description of Equity Shares and Terms of the Articles of Association*" beginning on page 303 and 452, respectively.

Mode of Payment of Dividend

Our Company shall pay dividends, if declared, to the Shareholders in accordance with the provisions of the Companies Act, 2013, the Memorandum of Association and Articles of Association and provisions of the SEBI Listing Regulations and any other guidelines or directions which may be issued by the Government in this regard. Dividends, if any, declared by our Company after the date of Allotment (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 Articles of Association*" beginning on pages 303 and 452, respectively.

Face Value, Offer Price, Floor Price and Price Band

The face value of each Equity Share is ₹ 5. At any given point of time there will be only one denomination for the Equity shares and the Offer Price at the lower end of the Price Band is ₹ [●] per Equity Share ("**Floor Price**") and at the higher end of the Price Band is ₹ [●] per Equity Share ("**Cap Price**"). The Offer Price is ₹ [●] per Equity Share. The Anchor Investor Offer Price is ₹ [●] per Equity Share.

The Price Band and the minimum Bid Lot for the Offer will be decided by our Company in consultation with the BRLM, as per applicable law and advertised in all editions of English national daily newspaper, [●] and all editions of Hindi national daily newspaper, [●], and all editions of [●] Telugu regional daily newspaper [●], (Telugu being the regional language of Andhra Pradesh, where our Registered 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 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 (acting through the IPO Committee) in consultation with the BRLM after the Bid/ Offer Closing Date, on the basis of assessment of market demand for the Equity Shares issued and offered by way of Book Building Process.

At any given point of time, there shall be only one denomination for the Equity Shares.

Rights of the Equity Shareholders

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, our equity 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, 2013;

- Right to receive offers for rights shares and be allotted bonus shares, if announced;

- Right to receive any surplus on liquidation, subject to any statutory and other preferential claim being satisfied;

- Right of free transferability, subject to applicable laws including any RBI rules and regulations and foreign exchange regulations; and

- Such other rights, as may be available to a Shareholder of a listed public company under the Companies Act 2013, the terms of the SEBI Listing Regulations and the Memorandum and Articles of Association of our Company.

For a detailed description of the main provisions of the Articles of Association of our Company relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/or consolidation/splitting, see "*Description of Equity Shares and Terms of Articles of Association*" on page 452.

Allotment only in dematerialised form

Pursuant to Section 29 of the Companies Act, 2013 and the SEBI ICDR Regulations, the Equity Shares shall be allotted only in dematerialized form. Bidders will not have the option of Allotment of the Equity Shares in physical form. As per the SEBI ICDR Regulations and the 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 September 6, 2024, among CDSL, our Company and the Registrar to the Offer

- Tripartite Agreement dated September 10, 2024 among NSDL, our Company and the Registrar to the Offer

Market Lot and Trading Lot

Since trading of the Equity Shares on the Stock Exchanges shall only be in dematerialized/electronic form, the tradable lot is one Equity Share. Allotment in this Offer will be only in dematerialized/electronic form in multiples of one Equity Share subject to a minimum Allotment of [●] Equity Shares. For further details, see "*Offer Procedure*" beginning on page 424.

Compliance with disclosure and accounting norms

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

Joint Holders

Subject to the provisions of the Articles of Association, where two or more persons are registered as the holders of any Equity Shares, they shall be deemed to hold such Equity Shares as joint tenants with benefits of survivorship.

Jurisdiction

The courts of Andhra Pradesh, India will have exclusive jurisdiction in relation to this Offer.

Period of operation of subscription list

See "*Offer Procedure - Bid/Offer Programme*" on page 424.

Nomination facility to Investors

In accordance with Section 72 of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014, the sole Bidder, or the first Bidder along with other joint Bidders, may nominate any one person in whom, in the event of the death of sole Bidder or in case of joint Bidders, death of all the Bidders, as the case may be, the Equity Shares Allotted, if any, shall vest to the exclusion of all other persons, unless the nomination is varied or cancelled in the prescribed manner. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall be entitled to the same advantages to which such person would be entitled if they were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale/transfer/alienation of Equity Share(s) by the person nominating. A nomination may be cancelled or varied by nominating any other person in place of the present nominee by the holder of the Equity Shares who has made the nomination by giving a notice of such cancellation. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered and Corporate Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act, 2013 shall upon the production of such evidence as may be required by the 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, the Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 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 dematerialized mode, there is no need to make a separate nomination with our Company. Nominations registered with respective Depository Participant of the Bidder would prevail. If the Bidder wants to change the nomination, they are requested to inform their respective Depository Participant.

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

Withdrawal of the Offer

Our Company in consultation with the BRLM, reserve the right to not proceed with the Offer, in whole or part thereof, to the extent of their respective portion of Offered Shares after the Bid/Offer Opening Date but before the Allotment. In the event that our Company in consultation with the BRLM, decide not to proceed with the Offer, our Company shall 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 the SEBI, providing reasons for not proceeding with the Offer. In such event, the BRLM through the Registrar to the Offer shall notify the SCSBs and the Sponsor Bank, 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. Our Company shall also inform the same to the Stock Exchanges on which the Equity Shares are proposed to be listed.

Notwithstanding the foregoing, the 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 (ii) the final RoC approval of the Prospectus after it is filed with the RoC. If our Company in consultation with the Book Running Lead Manager withdraw the Offer after the Bid/Offer Closing Date and thereafter determines that it will proceed with a public offering of Equity Shares, our Company shall file a fresh draft red herring prospectus with the SEBI and Stock Exchanges.

Bid/Offer Programme

BID/OFFER OPENS ON	[●][(1)]
BID/OFFER CLOSES ON	[●][(2)#]

1. *Our Company in consultation with the BRLM, may may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis,in accordance with SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date in accordance with the SEBI ICDR Regulations*
2. *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 5:00pm on Bid/Offer Closing Date, i.e., on [●]

For the avoidance of doubt, the provisions of the SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 and SEBI Master Circular no. SEBI/HO/MIRSD/POD1/P/CIR/2023/70 dated May 17, 2023 (to the extent applicable), SEBI Master Circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/00094 dated June 21, 2023 (to the extent applicable) and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 shall be deemed to be incorporated in the agreements to be entered into by and between the Company and the relevant intermediaries, to the extent applicable.

An indicative timeline in respect of the Offer is set out below:

Event	Indicative Date
Bid/ Offer Closing date	On or about [●]
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about [●]
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account*	On or about [●]
Credit of Equity Shares to demat 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 Bidder shall be compensated in the manner specified in the SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023, and the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 and 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 master circular no. SEBI/HO/CFD/PoD-2/P/CIR/ 2023/00094 dated June 21, 2023 in case of delays in resolving investor grievances in relation to blocking/unblocking of funds.which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable. The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022.*

The above timetable, other than the Bid/Offer Closing Date, is indicative and does not constitute any obligation or liability on our Company, our Promoter Selling Shareholder or the BRLM.

Whilst our Company and the Promoter Selling Shareholder 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 the time prescribed under applicable law, 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. In terms of the SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023, our Company shall within three days from the closure of the Offer, refund the subscription amount received in case of non – receipt of minimum subscription or in case our Company fails to obtain listing or trading permission from the Stock Exchanges for the Equity Shares. 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. The Promoter Selling Shareholder has specifically confirmed that it shall extend such reasonable support and co-operation 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 such time as prescribed by SEBI.

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 basis any revised SEBI circulars to this effect.

In terms of the UPI Circulars, in relation to the Offer, the Book Running Lead Manager 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, identifying non-adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered, may not be offered or sold within 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 in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in 'offshore transactions' in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sales are made.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

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. Indian Standard Time ("**IST**")
Bid/Offer Closing Date*	
Submission and Revision in Bids	Only between 10.00 a.m. and 3.00 p.m. IST
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts)–For Retail Individual Bidders	Only between 10.00 a.m. and up to 5.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications where Bid Amount is up to ₹ 0.50 million)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Retail, Non-Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Syndicate Non-Retail, Non-Individual Applications of QIBs and NIIs where Bid Amount is more than ₹ 0.50 million)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Investors categories#	Only between 10.00 a.m. on the Bid/Offer Opening Date and up to 5.00 p.m. IST on Bid/ Offer Closing Date
Upward or downward Revision of Bids or cancellation of Bids by RIIs	Only between 10.00 a.m. on the Bid/Offer Opening Date and up to 5.00 p.m. on Bid/ Offer Closing Date

***UPI mandate end time and date shall be at 5:00 p.m. on 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:

a) In case of Bids by QIBs and Non-Institutional Bidders, the Bids and the revisions in Bids shall be accepted only between 10.00 a.m. and 3.00 p.m. (IST) and uploaded by 4.00 p.m. IST;

b) In case of Bids by Retail Individual Bidders, the Bids and the revisions in Bids shall be accepted only between 10.00 a.m. and 3.00 p.m. (IST) and uploaded until 5.00 p.m. IST or such extended time as permitted by the Stock Exchanges, in case of Bids by RIBs.

On Bid/Offer Closing Date, extension of time may be granted by Stock Exchanges only for uploading Bids received by Retail Individual Bidders, after taking into account the total number of Bids received and as reported by the BRLM to the Stock Exchanges.

The Registrar to the Offer shall submit the details of cancelled/withdrawn/deleted applications to the SCSB's 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 SCSB's shall unblock such applications by the closing hours of the Working Day and submit a confirmation in respect thereof to the BRLM and the Registrar to the Offer not later than next working day from the finalization of the basis of allotment by the Registrar to the Offer as per the format prescribed in SEBI Circular Number SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022.

To avoid duplication, the facility of re-initiation provided to Syndicate Member shall preferably be allowed only once per bid/batch and as deemed fit by the Stock Exchanges, after closure of the time for uploading Bids.

It is clarified that Bids shall be processed only after the application monies are blocked in the ASBA Account and Bids not uploaded on the electronic bidding system or in respect of which the full Bid Amount is not blocked by SCSBs or not blocked under the UPI Mechanism in the relevant ASBA Account, as the case may be, would be rejected.

Due to limitation of time available for uploading the Bids on the Bid/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 1 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 on the electronic bidding system will not be considered for allocation under this Offer. Bids and any revision in Bids will be accepted only during Working Days during the Bid / Offer Period, during the Bid/ Offer Period and revisions shall not be accepted on Saturdays and Public Holidays.

Investors may please note that as per letter no. List/SMD/SM/2006 dated July 3, 2006, and letter no. NSE/IPO/25101- 6 dated July 6, 2006, issued by BSE and NSE respectively, Bids and any revision in Bids shall not be accepted on Saturdays and public holidays as declared by the Stock Exchanges. Bids and revisions 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, Promoter Selling Shareholder 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(s) 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, provided that: (i) the Cap Price will be less than or equal to 120% of the Floor Price, (ii) the Cap Price will be at least 105% of the Floor Price, and (iii) the Floor Price will not be less than the face value of the Equity Shares. Subject to compliance with the foregoing, the Floor Price may move up or down to the extent of 20% of the Floor Price and the Cap Price will be revised accordingly.

In case of revision in the Price Band, the Bid/Offer Period shall be extended for at least three additional Working Days after such revision, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of one Working Days, 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 press release and also by indicating the change on the terminals of the Syndicate Member 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.

None among our Company and the Promoter Selling Shareholder or any member of the Syndicate is liable for any failure in uploading the Bids due to faults in any software/ hardware system or the blocking of Bid Amount in the ASBA Account on receipt of instructions from the Sponsor Bank(s) 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.

In case of discrepancy in data entered in the electronic book *vis-a-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 may be taken as the final data for the purpose of Allotment.

Minimum Subscription

If (i) our Company does not make the minimum Allotment in the Offer as specified under Rule 19(2)(b) of the SCRR or does not achieve the minimum subscription of 90% of the Fresh Issue on the Bid/ Offer Closing Date; or (ii) subscription level falls below the aforesaid minimum subscription after the Bid/ Offer Closing Date due to withdrawal of Bids, or after technical rejections, or any other reason; or (iii) in case of devolvement of Underwriting, aforesaid minimum subscription is not received within 60 days from the date of Bid/ Offer Closing Date; or (iv) if the listing or trading permission is not obtained from the Stock Exchanges for the Equity Shares in the Offer, the Promoter Selling Shareholder, to the extent of its portion of the Offered Shares and our Company shall forthwith refund the entire subscription amount in accordance with applicable law. If there is a delay beyond four days, our Company, and every Director of our Company, who are officers in default, shall pay interest at the rate of 15% per annum in accordance with the SEBI ICDR Regulations and any other applicable law. The Promoter Selling Shareholder shall reimburse, in proportion to its respective portion of the Offered Shares, any expenses and interest incurred by our Company on behalf of Promoter Selling Shareholder for any delays in making refunds as required under the Companies Act and any other applicable law, provided that the Promoter Selling Shareholder shall be responsible or liable for payment of such interest, unless such delay is solely and directly attributable to an act or omission of the respective the Promoter Selling Shareholder in relation to its respective portion of the Offered Shares. All refunds made, interest borne, and expenses incurred (with regard to payment of refunds) by our Company on behalf of any of the Promoter Selling Shareholder will be adjusted or reimbursed by the Promoter Selling Shareholder (only to the extent of its respective portion of the Offered Shares), to our Company as agreed among our Company and each of the Promoter Selling Shareholder in writing, in accordance with Applicable Law.

The requirement for minimum subscription is not applicable for the Offer for Sale.

In the event of under-subscription in the Offer, subject to receiving minimum subscription for 90% of the Fresh Issue and in compliance with Rule 19(2)(b) of the SCRR, the Allotment for the valid Bids will be made in the first instance towards subscription for 100% of the Fresh Issue. If there remain any balance valid Bids in the Offer, first made on a pro-rata basis in a manner proportionate to the Offered Shares of the Promoter Selling Shareholder through the sale of the Offered Shares being offered by the Promoter Selling Shareholder; and followed by allocation of the balance part of the Fresh Issue.

In terms of the SEBI master circular bearing no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023, our Company shall within two days from the closure of the Offer, refund the subscription amount received in case of non –receipt of minimum subscription or in case our Company fails to obtain listing or trading permission from the Stock Exchanges for the Equity Shares. If there is a delay beyond such time period as prescribed under applicable law, interest at the rate of 15% per annum shall be paid.

Further our Company shall ensure that the number of prospective Allottees to whom the Equity Shares will be allotted shall not be less than 1,000 in compliance with Regulation 49(1) of the SEBI ICDR Regulations, 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.

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.

New Financial Instruments

Our Company is not issuing any new financial instruments through this Offer.

Restrictions, if any on Transfer and Transmission of Equity Shares

Except for lock-in of the pre-Offer capital of our Company, lock-in of the Promoters' minimum contribution under the SEBI ICDR Regulations and the Anchor Investor lock-in as provided in "*Capital Structure*" on page 85 and except as provided under the Articles of Association, 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 Articles of Association*" beginning on page 452.

Option to receive Equity Shares in dematerialized form

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialised form. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.

Withdrawal of the Offer

The Offer shall be withdrawn in the event that 90% of the Offer is not subscribed.

Our Company, in consultation with the Book Running Lead Manager, reserves the right not to proceed with the Offer, in whole or in part thereof, 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 Book Running Lead Manager, through the Registrar to the Offer, shall notify the SCSBs and the Sponsor Banks, 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.

If our Company in consultation with the BRLM withdraw 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 final RoC approval of the Prospectus after it is filed and/ or submitted with the RoC and the Stock Exchanges. 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

Initial public Offer of up to [●] Equity Shares for cash at a price of ₹ [●] per Equity Share (including a premium of ₹[●] per Equity Share) aggregating to ₹ 6,000 million comprising of a Fresh Issue of up to [●] Equity Shares aggregating up to ₹ 5,200 million and offer for sale of up to [●] equity shares by Unimark Business Solutions Private Limited aggregating up to ₹ 800 million.

The face value of the Equity Share is ₹ 5 each.

Our Company in consultation with the Book Running Lead Manager, may consider a Pre-IPO Placement aggregating up to ₹ 900 million 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 Book Running Lead Manager. 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. Prior to the completion of the Offer, 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 Regulation 6(1) and Regulation 31 of the SEBI ICDR Regulations:

Particulars	QIBs(1)	Non-Institutional Bidders	Retail Individual Bidders
Number of Equity Shares available for Allotment/allocation(2)	Not more than [●] Equity Shares	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Retail Individual Bidders	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Bidders
Percentage of Offer size available for Allotment/allocation	Not more than 50% of the Offer shall be available for allocation to QIBs. However, upto 5% of the Net QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining balance QIB Portion (excluding the Anchor Investor Portion). The unsubscribed portion in the Mutual Fund Portion	Not less than 15% of the Offer or the Offer less allocation to QIBs and Retail Individual Bidders will be available for allocation subject to the following: Further, one-third of the Non-Institutional Portion will be made available for allocation to Bidders with a Bid size of more than ₹0.20 million and up to ₹1.00 million and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with a Bid size of	Not less than 35% of the Offer or the Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation

Particulars	QIBs[1]	Non-Institutional Bidders	Retail Individual Bidders
	will be available for allocation to other QIBs	more than ₹1.00 million and under-subscription in either of these two subcategories of the Non-Institutional Portion may be allocated to Bidders in the other subcategory of the Non-Institutional Portion in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price.	
Basis of Allotment/allocation if respective category is oversubscribed*	Proportionate as follows (excluding the Anchor Investor Portion): (a) up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Up to 60% of the QIB Portion (of up to [●] Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to Mutual Funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price	The allotment to each Non-Institutional Bidders shall not be less than the minimum application size, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares if any, shall be Allotted on a proportionate basis, in accordance with the conditions specified in the SEBI ICDR Regulations subject to: a. one third of the portion available to Non-Institutional Bidders being [●] Equity Shares are reserved for Bidders Biddings more than ₹ 0.20 million and up to ₹1.00 million; b. two third of the portion available to Non-Institutional Bidders being [●] Equity Shares 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	Allotment to each Retail Individual Bidder shall not be less than the minimum Bid lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details see, "*Offer Procedure*" on page 424.

Particulars	QIBs[1]	Non-Institutional Bidders	Retail Individual Bidders
		Bidders in the other category.	
Minimum Bid	Such number of Equity Shares and in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹0.20 million	Such number of Equity Shares and in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹0.20 million	[●] Equity Shares and in multiples of [●] Equity Shares
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer (excluding the Anchor portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer (excluding the QIB Portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹0.20 million
Mode of Allotment	Compulsorily in dematerialised form		
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		
Allotment Lot	[●] Equity Shares and in multiples of one Equity Share thereafter	[●] Equity Shares and in multiples of one Equity Share thereafter	[●] Equity Shares and in multiples of one Equity Share thereafter
Trading Lot	One Equity Share		
Who can apply [3]	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, mutual funds registered with SEBI, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, state industrial development corporation, insurance company registered with IRDAI, provident fund with minimum corpus of ₹250 million, pension fund with minimum corpus of ₹250 million National Investment Fund set up by the Government, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs	Resident Indian individuals, Eligible NRIs on a non-repatriable basis, HUFs (in the name of Karta), companies, corporate bodies, scientific institutions, societies, trusts and FPIs who are individuals, corporate bodies and family offices which are recategorized as category II FPIs and registered with SEBI	Resident Indian individuals, Eligible NRIs and HUFs (in the name of Karta) applying for Equity Shares such that the Bid amount does not exceed ₹ 0.20 million in value.

Particulars	QIBs(1)	Non-Institutional Bidders	Retail Individual Bidders
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 Bidders, or by the Sponsor Bank(s) through the UPI Mechanism (other than Anchor Investors) that is specified in the Bid cum Application Form at the time of the submission of the Bid cum Application Form.		
Mode of Bidding(5)	Through ASBA process only except for Anchor Investors	Through ASBA process only (including the UPI Mechanism for an application size of up to ₹0.50 million)	Through ASBA process only (including the UPI Mechanism)

**Assuming full subscription in the Offer*

1. *Our Company, in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price Anchor Investor Allocation Price. In the event of under-subscription or non-Allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion. For details, see "Offer Procedure" on page 424.*
2. *This is an Offer in terms of Rule 19(2)(b) of the SCRR, through the Book Building Process in compliance with Regulation 6(1) of the SEBI ICDR Regulations For further details, please see "Terms of the Offer" on page 411.*
3. *In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids, except as otherwise permitted, in any or all categories.*
4. *Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Offer Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN. Bidders will be required to confirm and will be deemed to have represented to our Company, the Promoter Selling Shareholder, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.The Bids by FPIs with certain structures as described under "Offer Procedure - Bids by FPIs" on page 432 and having 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 same PAN) may be proportionately distributed.*
5. *SEBI vide its circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, has mandated that ASBA applications in public issues shall be processed only after the application monies are blocked in the investor's bank accounts. Accordingly, Stock Exchanges shall, for all categories of investors viz. Retail, QIB, NII and other reserved categories and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.*

OFFER PROCEDURE

*All Bidders should read the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020, and the UPI Circulars (the "**General Information Document**") which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, 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 especially in relation to the process for Bids by UPI Bidders, through the UPI Mechanism. The investors should note that the details and process provided in the General Information Document should be read along with this section.*

Additionally, all Bidders may refer to the General Information Document for information in relation to (i) Category of investors eligible to participate in the Offer; (ii) maximum and minimum Bid size; (iii) price discovery and allocation; (iv) Payment Instructions for ASBA Bidders/Applicants; (v)Issuance of Confirmation of Allocation Note ("CAN") and allotment in the Offer; (vi) General instructions (limited to instructions for completing the Bid cum Application Form); (vii) Submission of Bid cum Application Form; (viii) Other Instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds); (ix) applicable provisions of the Companies Act, 2013 relating to punishment for fictitious applications; (x) mode of making refunds; (xi) Designated Date; (xii) interest in case of delay in allotment or refund; and (xiii) disposal of applications and electronic registration of bids.

*SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, has introduced an alternate payment mechanism using Unified Payments Interface ("**UPI**") and consequent reduction in timelines for listing in a phased manner. From January 1, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("**UPI Phase I**"). The UPI Phase I was effective till June 30, 2019. Pursuant to its circular SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, the SEBI has increased the UPI limit from ₹ 0.20 million to ₹ 0.50 million for all the individual investors applying in public issues.*

*With effect from July 1, 2019, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, read with circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 with respect to Bids by RIBs through Designated Intermediaries (other than SCSBs), the existing process of physical movement of forms from such Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism for such Bids with existing timeline of T+6 days was mandated for a period of six months or launch of five main board public Offers, whichever is later ("**UPI Phase II**"). Subsequently, however, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 extended the timeline for implementation of UPI Phase II until further notice. However, given the prevailing uncertainty due to the COVID-19 pandemic, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, had decided to continue with the UPI Phase II till further notice. The final reduced timeline of T+3 days for the UPI Mechanism for applications by UPI Bidders ("**UPI Phase III**") and modalities of the implementation of UPI Phase III was notified by SEBI vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 and made effective on a voluntary basis for all Offers opening on or after September 1, 2023 and on a mandatory basis for all Offers opening on or after December 1, 2023.The Offer will be undertaken pursuant to the processes and procedures under UPI Phase III on a mandatory basis, subject to any circulars, clarification or notification Offered by the SEBI from time to time. Further, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, SEBI circular no.*

SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 has introduced certain additional measures for streamlining the process of initial public offers and redressing investor grievances. Subsequently, vide the SEBI RTA Master Circular, consolidated the aforementioned circulars (excluding SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023) to the extent relevant for RTAs, and rescinded these circulars (excluding SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023) to extent applicable to RTAs. The provisions of these circulars are deemed to form part of the Draft Red Herring Prospectus. Furthermore, pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all individual bidders in initial public offerings (opening on or after May 1, 2022) whose application sizes are up to ₹0.50 million shall use the UPI Mechanism and shall also provide their UPI ID in the Bid cum Application Form submitted with Syndicate Member, Registered Brokers, Collecting Depository Participants and Registrar. This circular has come into force for initial public offers opening on or after May 1, 2022 and the provisions of these circular are deemed to form part of the Draft Red Herring Prospectus.

Pursuant to SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, the board of directors of the SEBI, have approved the proposal to reduce the time period for listing of equity shares pursuant to a public Offer from six Working Days to three Working Days. The above timeline will be applicable on a voluntary basis for public Offers opening on or after September 1, 2023 and on a mandatory basis for public offers opening on or after December 1, 2023. Therefore, the time period for listing of equity shares pursuant to this Offer will be undertaken mandatorily on T+3 basis.

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 by the Registrar along with the SCSBs only after application monies are blocked in the bank accounts of investors (all categories). Accordingly, Stock Exchanges shall, for all categories of investors and other reserved categories and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.

In terms of Regulation 23(5) and Regulation 52 of SEBI ICDR Regulations, the timelines and processes mentioned in SEBI circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019 shall continue to form part of the agreements being signed between the intermediaries involved in the public issuance process and lead manager shall continue to coordinate with intermediaries involved in the said process. In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/ Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the application amount for the entire duration of delay exceeding four Working Days from the Bid/ Offer Closing Date by the intermediary responsible for causing such delay in unblocking.

Our Company, the Promoter Selling Shareholder and the BRLM do not accept any responsibility for the completeness and accuracy of the information stated in this section and the General Information Document and are not liable for any amendment, modification or change in the applicable law which may occur after the date of the 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.

Further, our Company, the Promoter Selling Shareholder and the BRLM and the members of the Syndicate are not liable for any adverse occurrences consequent to the implementation of the UPI Mechanism for application in this Offer.

Book Building Procedure

The Offer is being made in terms of Rule 19(2)(b) of the SCRR, read with Regulation 31 of the SEBI ICDR Regulations, through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR

Regulations wherein not more than 50% of the Offer shall be allocated on a proportionate basis to QIBs, provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-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 theNet QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer shallbe available for allocation to Non-Institutional Bidders out of which (a) one third of such portion shall be reserved for Non-Institutional Bidders with Bid size exceeding ₹0.20 million and up to ₹1.00 million; and (b) two third of such portion shall be reserved for Non-Institutional Bidders with Bid size of more than ₹1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to Non-Institutional Bidders in the other sub-category of Non-Institutional Bidders and not less than 35% of the 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.

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 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.

The Equity Shares, on Allotment, shall be traded only in the dematerialized segment of the Stock Exchanges.

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialized form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, PAN and UPI ID, for RIBs using the UPI Mechanism, shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, in compliance with applicable laws.

Investors 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 and September 17, 2021, read with CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023**.**

Phased implementation of Unified Payments Interface

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, a 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 has become applicable from July 1, 2019, and was to initially continue for a period of six 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, 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 till further notice. Under this phase, submission of the ASBA Form by RIBs through Designated Intermediaries (other than SCSBs) to SCSBs for blocking of funds has been discontinued and replaced by the UPI Mechanism. However, the time duration from public issue closure to listing continues to be six Working Days during this phase.

Phase III: This phase has become applicable on a voluntary basis for all Offers opening on or after September 1, 2023 and on a mandatory basis for all Offers opening on or after December 1, 2023, vide SEBI circular bearing number SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 ("T+3 Notification"). In this phase, the time duration from public Offer closure to listing has been reduced to three Working Days.

The Offer is made under UPI Phase III of the UPI Circular on mandatory basis. The same shall be advertised in all editions of the English national daily newspaper [●], all editions of the Hindi national daily newspaper, [●] and regional editions of the Telugu[●] daily newspaper, [●] (Telugu being the regional language of Andhra Pradesh, 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 Exchanges for the purpose of uploading on their websites.

All SCSBs offering the facility of making application in public Offers shall also provide facility to make application using UPI. Our Company will be required to appoint one of the SCSBs as a sponsor bank to act as a conduit between the Stock Exchanges and NPCI in order to facilitate collection of requests and/or payment instructions of the UPI Bidders using the UPI.

Pursuant to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 issued by SEBI, as amended by the SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 ("**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 Streaming 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 day from the date on which the Basis of Allotment is finalised. Failure to unblock the accounts within the timeline would result in the SCSBs being penalised under the relevant securities law. Additionally, if there is any delay in the redressal of investors' complaints, the relevant SCSB as well as the post – Offer BRLM will be required to compensate the concerned investor.

The processing fees for application made by UPI Bidders using the UPI mechanism may be released to the remitter banks (SCSBs) only after such banks make an application to the BRLM with a copy to the Registrar, and such application shall be made only after (i) unblocking of application amounts in the bank accounts 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 in accordance with SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2022/51) dated April 20, 2022 vide circular reference no. NPCI/UPI/OC No. 127/ 2021-22 dated December 09, 2021, inter alia, has enhanced the per transaction limit in UPI from more than ₹200,000 to ₹500,000 for UPI based ASBA in initial public offerings.

For further details, refer to the General Information Document available on the websites of the Stock Exchanges and the BRLM.

Bid cum Application Form

Copies of the Bid cum Application Form (other than for Anchor Investors) and the abridged prospectus will be available with the Designated Intermediaries at 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 NSE (www.nseindia.com) and BSE (www.bseindia.com) at least one day prior to the Bid/Offer Opening Date.

Copies of the Anchor Investor Application Form will be available at the office of with the BRLM.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Offer only through the ASBA process.

Bidders (other than Anchor Investors and UPI Bidders) must provide bank account details and authorisation by the ASBA account holder to block funds in their respective ASBA Accounts in the relevant space provided in the ASBA Form and the ASBA Form that does not contain such detail are liable to be rejected.

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 Form that does not contain the UPI ID are liable to be rejected. UPI Bidders may also apply through the SCSBs and mobile applications using the UPI handles as provided on the website of SEBI.

Anchor Investors are not permitted to participate in the Offer through the ASBA process. The RIBs can additionally Bid through the UPI Mechanism. RIBs 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 Form that does not contain the UPI ID are liable to be rejected. Retail Individual Investors Bidding using the UPI Mechanism may also apply through the SCSBs and mobile applications using the UPI handles as provided on the website of SEBI ASBA Bidders (other than Retail Individual Investors using UPI Mechanism) must provide bank account details and authorisation to block funds in their respective ASBA Accounts in the relevant space provided in the ASBA Form and the ASBA Forms that do not contain such details are liable to be rejected or the UPI ID, as applicable, in the relevant space provided in the ASBA 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. RIBs using UPI Mechanism, may submit their ASBA Forms, including details of their UPI IDs, with the Syndicate, Sub-Syndicate Member, Registered Brokers, RTAs or CDPs. RIBs authorising an SCSB to block the Bid Amount in the ASBA Account. RIBs may also submit their ASBA Forms with the SCSBs (except RIBs using the UPI Mechanism). 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, as applicable at the time of submitting the Bid. In order to ensure timely information to Bidders, SCSBs are required to send SMS alerts to investors intimating them about Bid Amounts blocked/ unblocked.

The Sponsor Bank shall host a web portal 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.

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 (1)	[●]
Non-Residents including Eligible NRIs, their sub-accounts (other than sub-accounts which are foreign corporates or foreign individuals under the QIB Portion), FVCIs, FPIs and registered bilateral and multilateral development financial institutions applying on a non-repatriation basis (1)	[●]
Anchor Investors (2)	[●]

**Excluding electronic Bid cum Application Forms*

Notes:

(1) *Electronic Bid cum Application forms and the abridged prospectus will also be available for download on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com)*

(2) *Bid cum Application Forms for Anchor Investors shall be available at the offices of the BRLM*

In case of ASBA forms, the relevant Designated Intermediaries shall upload the relevant bid details in the electronic bidding system of the Stock Exchanges. For UPI Bidders using UPI Mechanism, the Stock Exchanges shall share the Bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request to UPI Bidders for blocking of funds. For ASBA Forms (other than UPI Bidders using UPI Mechanism) Designated Intermediaries (other than SCSBs) shall submit/ deliver the ASBA Forms to the respective SCSB where the Bidder has an ASBA bank account and shall not submit it to any non-SCSB bank or any Escrow Collection Bank. Stock Exchanges shall 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. 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.

The Sponsor Bank shall initiate request for blocking of funds through NPCI to UPI Bidders, who shall accept the UPI Mandate Request for blocking of funds on their respective mobile applications associated with UPI ID linked bank account. The NPCI shall maintain an audit trail for every Bid entered in the Stock Exchanges bidding platform, and the liability to compensate UPI Bidders (Bidding through UPI Mechanism) in case of failed transactions shall be with the concerned entity (i.e. the Sponsor Bank, NPCI or the issuer bank) at whose end the lifecycle of the transaction has come to a halt. The NPCI shall share the audit trail of all disputed transactions/ investor complaints to the Sponsor Banks and the issuer bank. The Sponsor Banks and the Bankers to the Issue 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 for mandate block and unblock including details specified in 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. For all pending UPI Mandate Requests, the Sponsor Bank shall initiate requests for blocking of funds in the ASBA Accounts of relevant Bidders with a confirmation cut-off time of 5:00 pm on the Bid/Issue Closing Date ("**Cut-Off Time**"). Accordingly, UPI Bidders Bidding using through the UPI Mechanism should accept UPI Mandate Requests for blocking off funds prior to the Cut-Off Time and all pending UPI Mandate Requests at the Cut-Off Time shall lapse.

The Sponsor Bank will undertake a reconciliation of Bid responses received from Stock Exchanges and sent to NPCI and will also ensure that all the responses received from NPCI are sent to the Stock Exchanges platform with detailed error code and description, if any. Further, the Sponsor Bank will undertake reconciliation of all Bid requests and responses throughout their lifecycle on daily basis and share reports with the BRLM in the format and within the timelines as specified under the UPI Circulars. Sponsor Bank and issuer banks shall download UPI settlement files and raw data files from the NPCI portal after every settlement cycle and do a three way reconciliation with UPI switch data, CBS data and UPI raw data. NPCI is to coordinate with issuer banks and Sponsor Banks on a continuous basis.

Pursuant to NSE circular dated August 3, 2022 with reference no. 25/2022, 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 p.m. on the initial public offer closure date and existing process of UPI bid entry by Syndicate Member, registrars 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 4.00 p.m. for QIBs and Non-Institutional Bidders categories and up to 5.00 p.m. for Retail Individual on the initial public offer closure day;
d. QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids;
e. The Stock Exchanges shall display Offer demand details on its website and for UPI bids the demand shall include/consider UPI bids only with latest status as RC 100–black request accepted by Investor/ client, based on responses/status received from the Sponsor Bank(s).

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.

b) On the Bid/Offer Closing Date, the Designated Intermediaries may upload the Bids till such time as may be permitted by the Stock Exchanges and as disclosed in this Draft Red Herring Prospectus.

c) 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.

d) QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids.

The Equity Shares offered in the Issue have not been and will not be registered under 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 are being offered and sold only outside the United States in reliance on Regulation S and the applicable laws of the jurisdictions where such offers and sales occurs.

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.

Participation by Promoters and members of the Promoter Group of the Company, the BRLM and the Syndicate Member and the persons related to Promoter, Promoter Group, BRLM and the Syndicate Member

The BRLM and the Syndicate Member 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 Member 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 and such subscription may be on their own account or on behalf of their clients. All categories of investors, including associates or affiliates of the BRLM and Syndicate Member, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

Neither (i) 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 sponsored by the entities which are associates of the BRLM, Pension funds sponsored by entities which are associate of BRLM) nor (ii) any "person related to the Promoters/ Promoter Group" shall apply in the Offer under the Anchor Investor Portion.

For the purposes of this section, a QIB who has any of the following rights shall be deemed to be a "person related to the Promoters/ Promoter Group": (a) rights under a shareholders' agreement or voting agreement entered into with the Promoters or Promoter Group; (b) veto rights; or (c) right to appoint any nominee director on our Board.

Further, an Anchor Investor shall be deemed to be an associate of the BRLM, if: (a) either of them controls, directly or indirectly through its subsidiary or holding company, not less than 15% of the voting rights in the other; or (b) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other; or (c) there is a common director, excluding a nominee director, amongst the Anchor Investor and the BRLM.

The Promoters and members of the Promoter Group will not participate in the Offer, except to the extent of participation by our Promoters and members of the Promoter Group in the Offer for Sale.

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. 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.

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 invest more than 10% of its NAV in equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in case of index funds or sector or industry specific schemes. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

Bids by Eligible NRIs

Eligible NRIs may obtain copies of Bid cum Application Form from the Designated Intermediaries. Only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment. Eligible NRIs bidding on a repatriation basis by using the Non-Resident forms should authorise their SCSB to block their Non-Resident External ("**NRE**") accounts (including UPI ID, if activated), or Foreign

Currency Non- Resident ("**FCNR**") accounts, and Eligible NRI Bidders bidding on a non-repatriation basis by using Resident Forms should authorize their respective SCSB to block their Non-Resident Ordinary ("**NRO**") accounts or accept the UPI mandate request (in case of UPI Bidders using the UPI Mechanism) for the full Bid Amount, at the time of the submission of the Bid cum Application Form. NRIs applying in the Offer through the UPI Mechanism are advised to enquire with the relevant bank, whether their account is UPI linked, prior to submitting a Bid cum Application Form. Participation of Eligible NRIs in the Offer shall be subject to the FEMA Rules.

In accordance with the FEMA Rules, the total holding by any individual NRI, on a repatriation basis, shall not exceed 5% of the total paid-up equity capital on a fully diluted basis 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. Provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the members of the Indian company in a general meeting.

Eligible NRIs will be permitted to apply in the Offer through Channel I or Channel II (as specified in the UPI Circular). Further, subject to applicable law, Eligible NRIs may use Channel IV (as specified in the UPI Circular) to apply in the Offer, provided the UPI facility is enabled for their NRE/ NRO accounts.

Eligible NRIs Bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents ([●] in colour).

For details of investment by NRIs, see "*Restrictions on Foreign Ownership of Indian Securities*" on page 450. Participation of Eligible NRIs shall be subject to the FEMA Non-debt Rules.

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 will be considered at par with Bids/Applications from individuals.

Bids by FPIs

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 in consultation with BRLM, 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).

To ensure compliance with the above requirement, SEBI, pursuant to its circular dated July 13, 2018, 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 invested in the Offer to ensure there is no breach of the investment limit, within the timelines for issue procedure, as prescribed by SEBI 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 post-Offer Equity Share capital on a fully diluted basis. Further, in terms of the FEMA Non-debt 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%). In terms of the FEMA Non-Debt Rules, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

A FPI may purchase or sell equity shares of an Indian company which is listed or to be listed on a recognized 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 FEMA Non-debt Rules, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

SEBI, pursuant to its circular dated July 13, 2018, 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 invested 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 as specified by SEBI; and (iv) such other conditions as may be specified by SEBI from time to time. 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 investor will be required to comply with applicable reporting requirements.

An FPI issuing offshore derivative instruments is also required to ensure that any transfer of derivative instrument is made by, or on behalf of it subject to, inter alia, the following conditions:

a) each offshore derivative instruments are transferred to persons subject to fulfilment of 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.

The FPIs who wish to participate in the Offer are advised to use the Bid cum Application Form for non-residents. ([●] in colour). Further, Bids received from FPIs bearing the same PAN will 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 which were issued in November 2019 to facilitate implementation of SEBI (Foreign Portfolio Investors) Regulations, 2019 (such structure "**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, were 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 names of their respective investment managers in such confirmation. In the absence of such confirmation from the relevant FPIs, such multiple Bids will be rejected. Further, in the following cases, the bids by FPIs will not be considered as multiple Bids involving (i) the MIM Structure and indicating the name of their respective investment managers in such confirmation; (ii) offshore derivative instruments ("**ODI**") which have obtained separate FPI registration for ODI and proprietary derivative investments; (iii) sub funds or separate class of investors with segregated portfolio who obtain separate FPI registration; (iv) FPI registrations granted at investment strategy level/sub fund level where a collective investment scheme or fund has multiple investment strategies/sub-funds with identifiable differences and managed by a single investment manager; (v) multiple branches in different jurisdictions of foreign bank registered as FPIs; (vi) Government and Government related investors registered as Category I FPIs; and (vii) Entities registered as Collective Investment Scheme having multiple share classes.

Bids by SEBI registered VCFs, AIFs and FVCIs

The SEBI FVCI Regulations and the SEBI AIF Regulations, inter-alia, prescribe the respective investment restrictions on the FVCIs, VCFs and AIFs registered with SEBI.

Accordingly, the holding in any company by any individual VCF or FVCIs (under Schedule I of the FEMA Non-Debt Rules) registered with SEBI in one venture capital undertaking should not exceed 25% of the corpus of the VCF or FVCI. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds in various prescribed instruments, including in public offering.

Category I and II AIFs cannot invest more than 25% of the investible funds in one investee company. A Category III AIF cannot invest more than 10% of the investible funds in one investee company. 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 whose shares are proposed to be listed. Additionally, post the repeal of the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 ("**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 funds shall not launch any new scheme after the notification of the SEBI AIF Regulations.

Further, the shareholding of VCFs, category I AIFs or category II AIFs and FVCIs holding equity shares of a company prior to an initial public offering being undertaken by such company, shall be exempt from lock-in requirements, provided that such equity shares shall be locked in for a period of at least one year from the date of purchase by the venture capital fund or alternative investment fund or foreign venture capital investor.

There is no reservation for Eligible NRI Bidders, AIFs and FPIs. All Bidders will be treated on the same basis with other categories for the purpose of allocation.

All non-resident investors should note that refunds (in case of Anchor Investors), dividends and other distributions, if any, will be payable in Indian Rupees only and net of bank charges and commission.

Our Company, the Promoter Selling Shareholder or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

Participation of AIFs, VCFs and FVCIs shall be subject to the FEMA Rules.

Bids by limited liability partnerships

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company in consultation with the BRLM reserves the right to reject any Bid without assigning any reason thereof.

Bids by banking companies

In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company in consultation with the BRLM reserve 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, (the "**Banking Regulation Act**"), and the Master Directions – RBI (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 bank's own paid-up share capital and reserves, whichever is lower. Further, the aggregate investment by a banking company in subsidiaries and other entities engaged in financial services company cannot exceed 20% of the investee company'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 if (i) the investee company is engaged in non-financial activities permitted for banks in terms of Section 6(1) of the Banking Regulation Act, or (ii) the additional acquisition is through restructuring of debt/corporate debt restructuring/strategic debt restructuring, or to protect the bank's interest on investment made to a company. The bank is required to submit a time-bound action plan for disposal of such shares within a specified period to the RBI. A banking company would require a prior approval of the RBI to make (i) investment in excess of 30% of the paid-up share capital of the investee company, (ii) investment in a subsidiary and a financial services company that is not a subsidiary (with certain exceptions prescribed), and (iii) investment in a non-financial services company in excess of 10% of such investee company's paid-up share capital as stated in 5(a)(v)(c)(i) of the RBI (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 circulars (Nos. CIR/CFD/DIL/12/2012 and CIR/CFD/DIL/1/2013) dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for such 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 reserve the right to reject any Bid without assigning any reason thereof.

The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016, as amended, are broadly set forth below:

a) 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;

b) 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

c) 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 ₹2,50,000 crore or more or the above limit of 10% shall stand substituted as 12% of outstanding equity shares (face value) for insurers with investment assets of ₹50,000 crore or more but less than ₹2,50,000 crore.*

Insurance companies participating in this Offer 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, subject to applicable laws, with minimum corpus of ₹250 million registered with the Pension Fund Regulatory and Development Authority established under Section 3(1) 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.

Bidders are advised to make their independent investigations and ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of the Equity Shares that can be held by them under applicable laws or regulations and as specified in this Draft Red Herring Prospectus, when filed. Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than in accordance with applicable laws.

In accordance with RBI regulations, OCBs cannot participate in the Offer

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, Mutual Funds, insurance companies, NBFC-SI, insurance funds set up by the army, navy or air force of the India, insurance funds set up by the Department of Posts, India or the National Investment Fund and provident funds with a minimum corpus of ₹250 million (subject to applicable law) and pension funds with a minimum corpus of ₹250 million registered with the Pension Fund Regulatory and Development Authority 483established under Section 3 (1) of the Pension Fund Regulatory and Development Authority Act, 2013, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Bid cum Application Form. Failing this, our Company in consultation with the BRLM reserve the right to accept or reject any Bid in whole or in part, in either case, without assigning any reason thereof.

Our Company in consultation with the BRLM in 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 the terms and conditions that our Company in consultation with the BRLM may deem fit.

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 and a net worth certificate from its statutory auditors, and (iii) such other approval as may be required by the Systemically Important NBFCs, are required to be attached to the Bid cum Application Form. Failing this, our Company in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof. Systemically Important NBFCs participating in the 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 Book Running Lead Manager.

2) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount exceeds ₹100 million. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of ₹100 million.

3) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds subject to valid Bids being received from domestic Mutual Funds at or above Anchor Investor Allocation Price.

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 Book Running Lead Manager 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) maximum of two Anchor Investors, where allocation under the Anchor Investor Portion is up to ₹100 million; (b) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹100 million but up to ₹2,500 million, subject to a minimum Allotment of ₹50 million per Anchor Investor; and (c) in case of allocation above ₹2,500 million under the Anchor Investor Portion, a minimum of five such investors and a maximum of 15 Anchor Investors for allocation up to ₹2,500 million, and an additional 10 Anchor Investors for every additional ₹2,500 million, subject to minimum Allotment of ₹50 million per Anchor Investor.

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 Book Running Lead Manager 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 and the remaining 50% of the Equity Shares Allotted to Anchor Investors will be locked in for a period of 30 days from the date of Allotment.

10) Neither the Book Running Lead Manager or any associate of the Book Running Lead Manager (other than Mutual Funds sponsored by entities which are associates of the BRLM or AIFs sponsored by entities which are associates of the BRLM or FPIs (other than individuals, corporate bodies and family offices) which are associates of the BRLM or insurance companies promoted by entities which are associates of the BRLM or pension funds sponsored by entities which are associates of the BRLM) shall apply in the Offer under the Anchor Investors Portion. For details, see "*Offer Procedure – Participation by the Promoter, Promoter Group, the BRLM, associates and affiliates of the BRLM and the Syndicate Member and the persons related to Promoter, Promoter Group, BRLM and the Syndicate Member*" on page 424. Further, no person related to the Promoters or Promoter Group shall apply under the Anchor Investors category.

11) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

If the aggregate demand in this portion is greater than [●] Equity Shares 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 424.

For the method of proportionate basis of Allotment, see "*Offer Procedure*" beginning on page 424.

In accordance with existing regulations issued by the RBI, OCBs cannot participate in this Offer.

The above information is given for the benefit of the Bidders. Our Company, the Promoter Selling Shareholder and the BRLM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that 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 regulation or as specified in the Draft Red Herring Prospectus, 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 Promoter Selling Shareholder and/or the BRLM are cleared or approved by the Stock Exchanges; nor does it in any manner warrant, certify or endorse the correctness or completeness of compliance with the statutory and other requirements, nor does it take any responsibility for the financial or other soundness of our Company, the management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the 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

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, as the case may be, in the prescribed form;

4. Ensure that you (other than the Anchor Investors) have mentioned the correct details of ASBA Account (i.e. bank account number or UPI ID, as applicable) in the Bid cum Application Form if you are not an UPI Bidder bidding using the UPI Mechanism in the Bid cum Application Form and if you are an UPI Bidder using the UPI Mechanism ensure that you have mentioned the correct UPI ID (with maximum length of 45 characters including the handle) in the Bid cum Application Form;

5. UPI Bidders using UPI Mechanism shall make Bids only through the SCSBs, mobile applications and UPI handles 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. An application made using incorrect UPI handle or using a bank account of an SCSB or bank which is not mentioned on the SEBI website is liable to be rejected;

6. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre (except in case of electronic Bids) within the prescribed time. Bidders (other than Anchor Investors) shall submit the Bid cum Application Form in the manner set out in the General Information Document;

7. Ensure that you have funds equal to the Bid Amount in the ASBA Account maintained with the SCSB, before submitting the ASBA Form to any of the Designated Intermediaries;

8. If the first applicant is not the bank account holder, ensure that the Bid cum Application Form is signed by the account holder. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;

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 of the Bid cum Application Form for all your Bid options from the concerned Designated Intermediary;

11. Ensure that the name(s) given in the Bid cum Application Form is/are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form should contain 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;

12. 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 (only for UPI Bidders using the UPI Mechanism) to make an application in the Offer and not ASBA Account or bank account linked UPI ID of any third party;

13. Ensure that you submit the revised Bids to the same Designated Intermediary, through whom the original Bid was placed and obtain a revised acknowledgment;

14. Ensure that you have correctly signed the authorisation/undertaking box in the Bid cum Application Form, or have otherwise provided an authorisation to the SCSB or Sponsor Bank, as applicable, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form, as the case may be, at the time of submission of the Bid. In case of UPI Bidders submitting their Bids and participating in the Offer through the UPI Mechanism, ensure that you authorise the UPI Mandate Request raised by the Sponsor Bank for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment;

15. 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 investors who are exempt from the requirement of obtaining/specifying their PAN for transacting in the securities market, and (iii) Bids by persons resident in the state of Sikkim, who, in terms of a SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, all Bidders should mention their PAN allotted under the IT Act. The exemption for the Central or the State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the Demographic Details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in “active status”; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same. All other applications in which PAN is not mentioned will be rejected;

16. Ensure that the Demographic Details are updated, true and correct in all respects;

17. Ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;

18. Ensure that the category and the investor status is indicated in the Bid cum Application Form;

19. Ensure that in case of Bids under power of attorney or by limited companies, corporates, trust, etc., relevant documents are submitted;

20. Ensure that Bids submitted by any person resident outside India is in compliance with applicable foreign and Indian laws;

21. 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;

22. 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 Bank to authorise blocking of funds equivalent to the revised Bid Amount in the RIB’s ASBA Account;

23. In case of QIBs and NII bidders, ensure that while Bidding through a Designated Intermediary, the ASBA Form is submitted to a Designated Intermediary in a Bidding Centre and that the SCSB where the ASBA Account, as specified in the ASBA Form, is maintained has named at least one branch at that location for

the Designated Intermediary to deposit ASBA Forms (a list of such branches is available on the website of SEBI at http://www.sebi.gov.in);

24. Ensure that you have accepted the UPI Mandate Request received from the Sponsor Bank prior to 5:00 p.m. of the Bid/ Offer Closing Date;

25. 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;

26. 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 authorize the UPI Mandate Request using his/her UPI PIN. Upon the authorization 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 authorized the Sponsor Bank to block the Bid Amount mentioned in the Bid Cum Application Form; and

27. Ensure that Anchor Investors submit their Bid cum Application Forms only to the BRLM. Bids by Eligible NRIs for a Bid Amount of less than ₹0.20 million would be considered under the Retail Category for the purposes of allocation and Bids for a Bid Amount exceeding ₹0.20 million would be considered under the Non- Institutional Category for allocation in the Offer.

28. Investors 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, September 17, 2021, March 30, 2022 and March 28, 2023.

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 Bid/revise Bid Amount to less than the Floor Price or higher than the Cap Price;

3. Do not Bid for a Bid Amount exceeding ₹0.20 million (for Bids by Retail Individual Bidders);

4. Do not pay the Bid Amount in cheques, demand drafts or by cash, money order, postal order or by stock invest;

5. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;

6. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);

7. Do not instruct your respective banks to release the funds blocked in the ASBA Account under the ASBA process;

8. Do not submit the Bid for an amount more than funds available in your ASBA account.

9. 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;

10. In case of ASBA Bidders, do not submit more than one ASBA Forms per ASBA Account;

11. If you are a UPI Bidders and are using UPI mechanism, do not submit more than one ASBA Form for each UPI ID;

12. Anchor Investors should not Bid through the ASBA process;

13. Do not submit the ASBA Forms to any Designated Intermediary that is not authorised to collect the relevant ASBA Forms or to our Company;

14. Do not Bid on a Bid cum Application Form that does not have the stamp of the relevant Designated Intermediary;

15. Do not submit the General Index Register (GIR) number instead of the PAN;

16. 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;

17. 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;

18. 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);

19. Do not submit a Bid using UPI ID, if you are not a RIB;

20. Do not Bid on another ASBA Form or the Anchor Investor Application Form, as the case may be, after you have submitted a Bid to any of the Designated Intermediaries;

21. Do not Bid for Equity Shares in excess of what is specified for each category;

22. Do not fill up the Bid cum Application Form such that the Equity Shares Bid for, 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;

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. Retail Individual Bidders 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;

25. If you are an RIB 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 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 RIBs using the UPI Mechanism;

27. If you are a QIB, do not submit your Bid after 12:00 p.m. on the Bid/ Offer Closing Date (for Physical Applications) and after 3 p.m. on the QIB Bid / Offer Closing Date (for online applications);

28. UPI Bidders Bidding through the UPI Mechanism using the incorrect UPI handle or using a bank account of an SCSB or bank which is not mentioned in the list provided on the SEBI website is liable to be rejected; and

29. Do not Bid if you are an OCB.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Grounds for Technical Rejection

In addition to the grounds for rejection of Bids on technical grounds as provided in the GID, Bidders were requested to note that Bids could be rejected on the following additional technical grounds:

1. Bids submitted without instruction to the SCSBs to block the entire Bid Amount;

2. Bids which do not contain details of the Bid Amount and the bank account details or UPI ID (for UPI Bidders) in the ASBA Form;

3. Bids submitted on a plain paper;

4. Bids submitted by UPI Bidders using the UPI Mechanism through an SCSBs and/or using a mobile application or UPI handle, not listed on the website of SEBI;

5. Bids under the UPI Mechanism submitted by UPI Bidders using third party bank accounts or using a third party linked bank account UPI ID (subject to availability of information regarding third party account from Sponsor Bank);

6. ASBA Form submitted to a Designated Intermediary does not bear the stamp of the Designated Intermediary;

7. Bids submitted without the signature of the first Bidder or sole Bidder;

8. The ASBA Form not being signed by the account holders, if the account holder is different from the Bidder;

9. ASBA Form by the RIBs by using third party bank accounts or using third party linked bank account UPI IDs;

10. Bids by persons for whom PAN details have not been verified and whose beneficiary accounts are "suspended for credit" in terms of SEBI circular CIR/MRD/DP/ 22 /2010 dated July 29, 2010;

11. GIR number furnished instead of PAN;

12. Bids by RIBs with Bid Amount of a value of more than ₹0.20 million;

13. Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals;

14. Bids accompanied by stock invest, money order, postal order or cash; and

15. Bids 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 uploaded after 5.00 p.m. on the Bid/ Offer Closing Date, unless extended by the Stock Exchanges.

Further, in case of any pre-Offer or post Offer related issues regarding share certificates/demat credit/refund orders/unblocking etc., investors shall reach out to the Company Secretary and Compliance Officer. For details of our Company Secretary and Compliance Officer, see "*General Information*" on page 77.

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 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, Investors shall be entitled to compensation in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 in case of delays in resolving investor grievances in relation to blocking/unblocking of funds. For the avoidance of doubt, the provisions of the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs to the extent applicable.

For helpline details of the BRLM pursuant to the SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, please see "*General Information*" on page 77.

Names of entities responsible for finalising the basis of allotment in a fair and proper manner

The authorised employees of the Designated Stock Exchange, along with the BRLM and the Registrar, shall ensure that the Basis of Allotment is finalised in a fair and proper manner in accordance with the procedure specified in SEBI ICDR Regulations.

Method of allotment as may be prescribed by SEBI from time to time

Our Company will not make any allotment in excess of the Equity Shares through the Red Herring Prospectus and the Prospectus except in case of oversubscription for the purpose of rounding off to make allotment, in consultation with the Designated Stock Exchange. Further, upon oversubscription, an allotment of not more than one per cent of the Offer may be made for the purpose of making allotment in minimum lots.

The allotment of Equity Shares to applicants other than to the Retail Individual Bidders, Non Institutional Bidders and Anchor Investors shall be on a proportionate basis within the respective investor categories and the number of securities allotted shall be rounded off to the nearest integer, subject to minimum allotment being equal to the minimum application size as determined and disclosed.

The allotment of Equity Shares to Retail Individual Bidders shall not be less than the minimum bid lot, subject to the availability of shares in Retail Individual Bidders Portion, 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 Non-Institutional Bidders. The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: (i) one-third of the portion available to Non-Institutional

Bidders shall be reserved for applicants with an application size of more than ₹ 0.20 million and up to ₹ 1.00 million, and (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders. The allotment to Non-Institutional Bidder shall not be less than the minimum NII Application Size, subject to the availability of Equity Shares in the Non-Institutional Portion, and the remaining Equity Shares.

Payment into Escrow Account(s) for Anchor Investors

Our Company, in consultation with the BRLM, in their absolute discretion, will decide the list of Anchor Investors to whom the CAN will be sent, pursuant to which the details of the Equity Shares allocated to them in their respective names will be notified to such Anchor Investors. Anchor Investors are not permitted to Bid through the ASBA process. Instead, Anchor Investors should transfer the Bid Amount (through direct credit, RTGS or NEFT). For Anchor Investors, the payment instruments for payment into the Escrow Account(s) 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 Promoter Selling Shareholder and the Syndicate, the Escrow Collection Bank and the Registrar to the Offer to facilitate collections of Bid amounts from Anchor Investors.

Pre-Offer Advertisement

Subject to Section 30 of the Companies Act, 2013, our Company shall, after filing the Red Herring Prospectus with the RoC, publish a pre- Offer advertisement, in the form prescribed by the SEBI ICDR Regulations, in: (i) all editions of [●] an English national daily newspaper, and (ii) all editions of [●] a Hindi national daily newspaper and (iii) all editions of [●] Telugu regional daily newspaper [●], (Telugu being the regional language of Andhra Pradesh, where our Registered Office is located), each with wide circulation.

In the pre-Offer 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, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI ICDR Regulations.

The above information is given for the benefit of the Bidders/applicants. Our Company, the Promoter Selling Shareholder and the members of the Syndicate 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 the RoC Filing

a) Our Company, the Promoter Selling Shareholder and the Underwriters intend to enter into an Underwriting Agreement on or immediately after the finalisation of the Offer Price but prior to the filing of Prospectus.

b) After signing the Underwriting Agreement, an updated Red Herring Prospectus will be filed with the RoC in accordance with applicable law, which then would be termed as the 'Prospectus'. The Prospectus will contain details of the Offer Price, the Anchor Investor Offer Price, Offer size, and underwriting arrangements and will be complete in all material respects.

Allotment Advertisement

Our Company, the Book Running Lead Manager 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, [●] and all editions of Hindi national daily newspaper and all editions of [●] Telugu regional daily newspaper (Telugu being the regional language of Andhra Pradesh, where our Registered Office is located), each with wide circulation.

The information set out above is given for the benefit of the Bidders. Our Company, the Promoter Selling Shareholder, 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 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.

Undertakings by our Company

Our Company undertakes the following:

- adequate arrangements shall be made to collect all Bid cum Application Forms submitted by Bidders and Anchor Investor Application Form from Anchor Investors;

- the complaints received in respect of the Offer shall be attended to by our Company expeditiously and satisfactorily;

- all steps for completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges where the Equity Shares are proposed to be listed shall be taken within three Working Days of the Bid/Offer Closing Date or such other period as may be prescribed by the SEBI;

- if Allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be refunded/unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the SEBI ICDR Regulations and applicable law for the delayed period;

- the funds required for making refunds to unsuccessful Bidders as per the mode(s) disclosed shall be made available to the Registrar to the Offer by our Company;

- where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within the time prescribed under applicable law, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

- No further issue of the 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

- Promoter’s contribution, if any, shall be brought in advance before the Bid/ Offer Opening Date and the balance, if any, shall be brought in on a pro rata basis before calls are made on the Allottees.

- Our Company, in consultation with the BRLM, reserves the right not to proceed with the Fresh Issue, 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.

- 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.

- that our Company shall not have recourse to the Net Proceeds until the final approval for listing and trading of the Equity Shares from all the Stock Exchanges where listing is sought has been received.

- It shall not offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to the Bidder for making a Bid in the Offer, and shall not make any payment, direct or indirect, in the nature of discounts, commission, allowance or otherwise to any person who makes a Bid in the Offer.

Undertakings by the Promoter Selling Shareholder

The Promoter Selling Shareholder specifically undertakes in respect of itself as a 'selling shareholder' and its portion of the Equity Shares offered by it in the Offer for Sale that:

- it is the legal and beneficial owner of, and has a valid and marketable title to such Offered Shares have been acquired and are held by the Promoter Selling Shareholder in compliance with Applicable Law, the Equity Shares which are offered by it pursuant to the Offer for Sale;

- the Offered Shares, other than equity shares received through bonus issue have been held by it for a period of at least one year prior to the date of filing of the Draft Red Herring Prospectus with SEBI

- the Equity Shares offered for sale by the Promoter Selling Shareholder in the Offer are eligible for being offered in the Offer for Sale in terms of Regulation 8 of the SEBI ICDR Regulations;

- it shall not offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to the Bidder for making a Bid in the Offer, and shall not make any payment, direct or indirect, in the nature of discounts, commission, allowance or otherwise to any person who makes a Bid in the Offer;

- the Equity Shares being offered for sale by the Promoter Selling Shareholder pursuant to the Offer are free and clear of any pre-emptive rights, liens, mortgages, charges, pledges or any other encumbrances and shall be in dematerialized form at the time of transfer;

- it shall deposit its Equity Shares offered for sale in the Offer in an escrow demat in accordance with the share escrow agreement to be executed between the parties to such share escrow agreement;

- that it shall provide such reasonable assistance to our Company and the BRLM in redressal of such investor grievances that pertain to the Equity Shares held by it and being offered pursuant to the Offer;

- it shall provide such reasonable cooperation to our Company in relation to the Equity Shares offered by it in the Offer for Sale for the completion of the necessary formalities for listing and commencement of trading at the Stock Exchanges; and

- it shall not have recourse to the proceeds of the Offer until final approval for trading of the Equity Shares from the Stock Exchanges has been received.

The decisions with respect to the Price Band, the minimum Bid lot, revision of Price Band, Offer Price, will be taken by our Company in consultation with the Book Running Lead Manager, in accordance with applicable law.

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). In this context, tripartite agreements had been signed among our Company, the respective Depositories and the Registrar to the Offer:

- Tripartite Agreement dated September 6, 2024, among CDSL, our Company and the Registrar to the Offer

- Tripartite Agreement dated September 10, 2024, among NSDL, our Company and the Registrar to the Offer.

Impersonation

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, which is reproduced below:

"Any person who—

a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name

d) 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 ₹ 0.1 crore 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 ₹0.1 crore or one per cent of the turnover of the company, whichever is lower, and does not involve public interest, any person guilty of such fraud shall be punishable with imprisonment for a term which may extend to five years or with fine which may extend to ₹0.5 crore or with both.

Utilisation of Offer Proceeds

Our Board of Directors certifies and declares that:

- all monies received out of the Fresh Issue shall be credited/transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013;

- details of all monies utilised out of the Offer shall be disclosed, and continue to be disclosed till the time any part of the Fresh Issue proceeds remains unutilised, under an appropriate head in the balance sheet of our Company indicating the purpose for which such monies have been utilised; and

- details of all unutilised monies out of the Fresh Issue, if any shall be disclosed under an appropriate separate head in the balance sheet indicating the form in which such unutilised monies have been invested.

The Company and the Promoter Selling Shareholder, specifically confirm and declare that all monies received out of the Offer shall be transferred to a separate bank account other than the bank account referred to in sub-section 3 of Section 40 of the Companies Act, 2013.

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 has from time to time made policy pronouncements on foreign direct investment ("**FDI**") through press notes and press releases. The Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India (earlier known as the Department of Industrial Policy and Promotion) ("**DPIIT**"), issued the FDI Policy Circular of 2020 ("**FDI Policy**") by way of circular bearing number DPIIT file number 5(2)/2020-FDI Policy, which, with effect from October 15, 2020 consolidated, subsumed and superseded all previous press notes, press releases and clarifications on FDI issued by the DPIIT that were in force and effect prior to October 15, 2020. FDI in companies engaged in sectors/ activities which are not listed in the FDI Policy is permitted up to 100% of the paid up share capital of such company under the automatic route, subject to compliance with certain prescribed conditions. The FDI Policy will be valid and remain in force until superseded in totality or in part thereof.

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.

As per the existing policy of the Government of India, OCBs cannot participate in this Offer. For details, see "*Offer Procedure*" on page 424.

Further, in accordance with Press Note No. 3 (2020 Series), dated April 17, 2020 issued by the DPIIT and the Foreign Exchange Management (Non-debt Instruments) Amendment Rules, 2020 which came into effect from April 22, 2020, any investment, subscription, purchase or sale of equity instruments by entities of a country which shares land border with India or where the beneficial owner of an investment into India is situated in or is a citizen of any such country, will require prior approval of the Government of India, as prescribed in the FDI Policy and the FEMA Non-Debt Rules. Pursuant to the Foreign Exchange Management (Non-debt Instruments) (Fourth Amendment) Rules, 2020, a multilateral bank or fund, of which India is a member, shall not be treated as an entity of a particular country nor shall any country be treated as the beneficial owner of the investments of such bank of fund in India. 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. Furthermore, on April 22, 2020, the Ministry of Finance, Government of India has also made a similar amendment to the FEMA Rules. Pursuant to the Foreign Exchange Management (Non-debt Instruments) (Fourth Amendment) Rules, 2020, a multilateral bank or fund, of which India is a member, shall not be treated as an entity of a particular country nor shall any country be treated as the beneficial owner of the investments of such bank of fund in India. 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 in writing about such approval along with a copy thereof within the Offer Period. 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 Circular 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 Circular; and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI/RBI.

As per the existing policy of the Government of India, OCBs cannot participate in this Offer.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States and, unless so registered, may not be offered or sold within 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. Accordingly, the Equity Shares are only being offered and sold (i) within the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act and referred to in this Draft Red Herring Prospectus as "U.S. QIBs") pursuant to Section 4(a) of the U.S. Securities Act, or (ii) outside the United States in "offshore transactions" as defined in and in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made. For the avoidance of doubt, the term "U.S. QIBs" does not refer to a category of institutional investors defined under applicable Indian regulations and referred to in this Draft Red Herring Prospectus as "QIBs". 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.

SECTION VIII – DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION

INCORPORATED UNDER THE COMPANIES ACT, 1956
(1 OF 1956)
AMENDED UNDER THE COMPANIES ACT, 2013 (18 of 2013)
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
 # PARAMESU BIOTECH LIMITED

CONSTITUTION OF THE COMPANY

I. *Interpretation*

1. In these regulations –

   (a) "the Act" means the Companies Act, 2013,

   (b) "the seal" means the common seal of the company.

2. Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.

3. The Company is a Public Company within the meaning of section 2(71) of the Companies Act 2013.

II. *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. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided, --

   (a) one certificate for all his shares without payment of any charges; or

   (b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

   (ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

   (iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders

3. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a

new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.

4. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made there under.

   (ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

   (iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

   (ii) To every such separate meeting, the provisions of these regulations relating 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.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.

8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

Lien

9. (i) The company shall have a first and paramount lien --

   (a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and

   (b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

   Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.

   (ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made -

(a) unless a sum in respect of which the lien exists is presently payable; or

(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof

(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.

(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.

(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.

(iii) A call may be revoked or postponed at the discretion of the Board.

14. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.

(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board --

(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and

(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of shares

19. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.

(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register --

(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or

(b) any transfer of shares on which the company has a lien.

21. The Board may decline to recognise any instrument of transfer unless --

(a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;

(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and

(c) the instrument of transfer is in respect of only one class of shares.

22. On giving not less than seven days' previous notice in accordance with section 91 and rules made there under, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of shares

23. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a 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.

24. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either --

(a) to be registered himself as holder of the share; or

(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

Forfeiture of shares

27. If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, 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.

28. 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.

29. 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.

30. (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.

31. (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.

32. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration,

shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

33. The provisions of these regulations as to forfeiture shall apply in the case of non payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

34. 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.

35. Subject to the provisions of section 61, the company may, by ordinary resolution, --

(a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

36. Where shares are converted into stock, --

(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:
Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the 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.

37. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, --

(a) its share capital;
(b) any capital redemption reserve account; or
(c) any share premium account.

Capitalisation of profits

38. (i) The company in general meeting may, upon the recommendation of the Board, resolve --

(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and

(b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards --

(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;

(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);

(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

39. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall --

(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and

(b) generally do all acts and things required to give effect thereto.

(ii) The Board shall have power --

(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

40. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

41. All general meetings other than annual general meeting shall be called extraordinary general meeting.

42. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

43. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

44. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

45. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

46. 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

47. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so, directed by the meeting, adjourn the meeting from time to time and from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(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

48. 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.

49. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

50. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

51. 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.

52. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

53. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid

54. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

55. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 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.

56. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

57. 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.

Board of Directors

58. (i) The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

(ii) The following are the First Directors of the Company:

1. Tetali Upendra Reddy
2. Tetali Krishna Reddy
3. Tetali Rajasekhar
4. Ananda Swaroop Adavani
5. Tetali Satish Kumar

59. (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.

60. The Board may pay all expenses incurred in getting up and registering the company.

61. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register.

62. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine

63. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

64. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

    (ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

65. (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.

66. (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.

67. 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.

68. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

    (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their numbers to be Chairperson of the meeting.

69. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

    (ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

70. (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.

71. (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.

72. 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.

73. 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.

Powers of the Board of Directors

74. The following powers are entitled with the Board:

    a. The Directors subject to the provisions section 179 of the Companies Act, 2013 and or any statutory amendment thereof for the time being in force may, from time to time, raise or borrow any sum of money for and borrow on behalf of the Company from the members, or other persons, Company's financial institutions or they may themselves advance money to the Company on such interest as may be approved by them.

    b. The Directors subject to the provisions section 179 of the Companies Act, 2013 and or any statutory amendment thereof for the time being in force may, from time to time, secure the payment of the money in such manner and upon such terms and conditions in all respects as they think fit and particularly in the issue of debentures or bonds of the Company and its uncalled capital for the time being

75. The Board of Directors have the power to remove the director for his actions against interest of the company, for involving in the same line of business which is detrimental to the interest of the company, for diverting the funds of the company or any other restricting as the Board of Directors pass or passed by the shareholders in the general meeting of the company.

76. The Board of Directors of the Company is allowed with a power to give and take any guarantee or corporate guarantee for and on behalf of the Company subject to the provisions Section 179 of the Companies Act, 2013 or any amendments thereto for the time being in force.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

77. 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

78. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied

by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

The Seal

79. (i) The Board shall provide for the safe custody of the seal.

(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserve

80. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

81. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

82. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time 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

83. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on 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.

84. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

85. (i) Any dividend, interest or other monies payable in cash in respect of shares 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.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

86. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

87. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

88. No dividend shall bear interest against the company.

Accounts

89. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, 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

90. 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

91. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

**** The Articles of Associations has been Amended vide special resolution at the EGM of the company held on 14th May, 2024.***

SECTION IX – OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the following documents and subsisting contracts which have been entered or are to be entered into by our Company (not being contracts entered into in the ordinary course of business carried on by our Company) which are or may be deemed material, will be attached to the copy of the Draft Red Herring Prospectus, Red Herring Prospectus and the Prospectus which will be delivered to the RoC for filing and are also available at the following weblink of the Company which can be accessed at www.paramesu.com. Copies of the abovementioned contracts and also the documents for inspection referred to hereunder, may be inspected at our Registered Office at RS No. 972, 3rd KM on Gopalapuram Road, West Godavari District, Devarapalli - 534313, Andhra Pradesh, India between 10:00 a.m. to 05:00 p.m. on all Working Days from the date of the Red Herring Prospectus until the Bid / Offer Closing Date (except for such agreements executed after the Bid / Offer Closing Date).

A. Material Contracts for the Offer

1. Offer Agreement dated October 30, 2024, entered amongst our Company, the Promoter Selling Shareholder and the Book Running Lead Manager.

2. Registrar Agreement dated October 25, 2024, entered amongst our Company, the Promoter Selling Shareholder, and the Registrar to the Offer.

3. Escrow and Sponsor Bank Agreement dated [●], entered amongst our Company, Promoter Selling Shareholder, the Registrar to the Offer, the Book Running Lead Manager, the Syndicate Member, and the Banker(s) to the Offer.

4. Share Escrow Agreement dated [●], entered amongst our Company, Promoter Selling Shareholder, and the Share Escrow Agent.

5. Syndicate Agreement dated [●], entered amongst our Company, the Promoter Selling Shareholder, the Book Running Lead Manager, the Syndicate Member, and the Registrar to the Offer.

6. Underwriting Agreement dated [●], entered amongst our Company, the Promoter Selling Shareholder, and the Underwriter(s).

7. Monitoring Agency Agreement dated [●], entered amongst our Company and the Monitoring Agency.

B. Material Documents

1. Certified copies of updated MoA and AoA, updated from time to time.

2. Certificate of incorporation dated September 7, 2011, issued to our Company by the Registrar of Companies, Andhra Pradesh in the name of '*Paramesu Biotech Private Limited*'.

3. Fresh certificate of incorporation dated July 12, 2024, issued to our Company by the Registrar of Companies, Central Processing Centre pursuant to conversion of our Company from a private limited company to a public limited company and consequential change in our name from '*Paramesu Biotech Private Limited*' to '*Paramesu Biotech Limited'*.

4. Resolutions of the Board of Directors and Shareholders dated October 21, 2024 and October 23, 2024, respectively in relation to authorising the Offer and other related matters.

5. Resolution of the Board of Directors dated November 7, 2024 approving this DRHP.

6. Consent letter dated October 5, 2024 and authorisations from the Promoter Selling Shareholder consenting to participate in the Offer for Sale.

7. Consent dated September 10, 2024 from our Statutory Auditors, namely, Kunda and Associates, Chartered Accountants, to include their names as required under section 26(1) of the Companies Act, 2013 read with

SEBI ICDR Regulations, in this DRHP, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 in in respect of their (a) examination report dated October 21, 2024 on the Restated Financial Statement, (b) report dated November 7, 2024 on the statement of special tax benefits; and such consents has not been withdrawn as on the date of this DRHP.

8. The examination report dated October 21, 2024 of our Statutory Auditor on the Restated Financial Statements, included in this Draft Red Herring Prospectus.

9. The statement of possible special tax benefits on direct taxes and indirect taxes each dated November 7, 2024 from our Statutory Auditor.

10. Consents of our Directors, our Company Secretary and Compliance Officer and the Chief Financial Officer, Legal Counsel to the Company and Legal Counsel to the Book Running Lead Manager, Bankers to our Company, Banker(s) to the Offer, the Book Running Lead Manager, Syndicate Member, and the Registrar to the Offer, Monitoring Agency, Escrow Collection Bank(s), Public Offer Account Bank(s), Refund Bank(s) and Sponsor Bank(s)

11. Consent letter dated August 31, 2024 from the independent chartered engineer, Gudiseva Prabhakara Rao, 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 as an "expert" as defined under Section 2(38) of the Companies Act, 2013, to the extent and in his capacity as a chartered engineer; and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus.

12. Consent letter dated October 30, 2024 from Frost & Sullivan (India) Private Limited with respect to Industry Report titled "*Industry Report on Maize Based Speciality Products*" dated October 30, 2024.

13. Industry Report titled "Industry *Report on Maize Based Speciality Products*" dated October 30, 2024, prepared and issued by Frost & Sullivan (India) Private Limited and commissioned for an agreed fee pursuant to an engagement letter dated March 12, 2024, exclusively for the purpose of this Offer.

14. Certificate on KPIs issued by our Statutory Auditors namely, Kunda and Associates, Chartered Accountants dated November 7, 2024.

15. Resolution dated October 21, 2024 passed by the Audit Committee approving the KPI's.

16. Copies of annual reports and financial statements of our Company for the preceding three Fiscals i.e., Fiscals 2024, 2023 and 2022.

17. Company Commissioned TEV Report dated October 30, 2024, issued by Dun & Bradstreet Information Services (India) Private Limited

18. Due Diligence Certificate dated November 7, 2024, addressed to SEBI from the Book Running Lead Manager.

19. In principle listing approvals dated [●] and [●] issued by BSE and NSE, respectively.

20. Tripartite agreement dated September 6, 2024, amongst our Company, CDSL and the Registrar to the Offer.

21. Tripartite agreement dated September 10, 2024 amongst our Company, NSDL and the Registrar to the Offer.

22. SEBI final observation letter bearing reference number [●] dated [●].

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 notice to the Shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Ananda Swaroop Adavani
Designation: Managing Director
Date: November 7, 2024
Place: Rajahmundry

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Mani Swetha Tetali
Designation: Whole-time Director
Date: November 7, 2024
Place: Rajahmundry

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Satya Suresh Veeravilli
Designation: Whole Time Director and Chief Financial Officer
Date: November 7, 2024
Place: Rajahmundry

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Lakshmipathi Reddy Garachetla
Designation: Independent Director
Date: November 7, 2024
Place: Bangalore

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Venkateswarlu Usurupati
Designation: Independent Director
Date: November, 7, 2024
Place: Hyderabad

DECLARATION

I hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India 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 made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-

Maithri Yedla
Designation: Independent Director
Date: November 7, 2024
Place: Hyderabad

DECLARATION BY THE PROMOTER SELLING SHAREHOLDER

Unimark Business Solutions Private Limited, the Promoter Selling Shareholder, hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in this Draft Red Herring Prospectus in relation to me, as the Promoter Selling Shareholder and the Offered Shares, are true and correct. I assume no responsibility for any other statements, disclosures and undertakings, including, those made or confirmed by or relating to the Company or any other person(s) in this Draft Red Herring Prospectus.

FOR AND ON BEHALF OF UNIMARK BUSINESS SOLUTIONS PRIVATE LIMITED

Sd/-
Mani Swetha Tetali (Director)
Authorised Signatory
Date: November 7, 2024
Place: Rajahmundry