

Date: 12-02-2025

Ref no. SLL/SE/9-2025

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|--|---|
| To, National Stock Exchange of India Limited ("NSE") Listing Department Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051 | To, BSE Limited ("BSE") Listing Department Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 |
| NSE Scrip Symbol: STANLEY | BSE Scrip Code: 544202 |
| ISIN: INE01A001028 | ISIN: INE01A001028 |

SUB.: Statement of Deviation / Variation in utilization of funds raised through IPO for the quarter ended 30th September 2024 under regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find enclosed herewith a statement of deviation(s) or variation(s) in the utilization of funds raised through Initial Public Offering (IPO) for the quarter ended 31st December 2024 in the prescribed format. The Statement was placed before the Audit Committee and was duly reviewed and taken on record by the Committee.

We hereby confirm that, as of 31st December 2024, there has not been any deviation(s) or variation(s) in the utilization of net proceeds from the Initial Public Offer ("IPO") as mentioned in the Objects clause stated in the Prospectus dated 25th June 2024.

The report received from the Monitoring Agency is enclosed herewith.

The Statement of deviation(s) and variation(s) is also available on the website of the Company.

We request you to kindly take this on your record.

Thanking You,

For Stanley Lifestyles Limited

Akash Shetty
Company Secretary and Compliance Officer
FCS No.:11314

Stanley Lifestyles Limited

Statement of Deviation/Variation for proceeds of public issue

| Statement (1) | |
|--|---------------|
| Mode of Fund Raising | Public Issues |
| Description of mode of fund raising (Applicable in case of others is selected) | |
| Date of Raising Funds | 21-06-2024 |
| Amount Raised (in Rs. Crores) | 537.024 |
| Report filed for Quarter ended | 31-12-2024 |
| Monitoring Agency | Applicable |
| Monitoring Agency Name, if applicable | ICRA Limited |
| Is there a Deviation / Variation in use of funds raised | No |
| If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders | |
| If Yes, Date of shareholder Approval | |
| Explanation for the Deviation / Variation | |
| Comments of the Audit Committee after review | No Comment |
| Comments of the auditors, if any | No Comment |

Stanley Lifestyles Limited

Registered Office: SY No. 16/2 and 16/3 Part, Hosur Road, Veerasandra Village, Attibele Hobli, Anekal Taluk, Bangalore, Karnataka-560100

CIN: L19116KA2007PLC044090 | Phone: 080 6895 7200 | E-mail: compliance@stanleylifestyles.com | Website: www.stanleylifestyles.com

Statement of Deviation/Variation for proceeds of public issue

| Objects for which funds have been raised and where there has been a deviation, in the following table: | | | | | | |
|--|---|-------------------------|---------------------|-----------------------------|----------------|--|
| Sr. | Original Object | Modified Object, if any | Original Allocation | Modified allocation, if any | Funds Utilised | Amount of Deviation/Variation for the quarter according to applicable object |
| 1 | Investment in certain Subsidiaries for: (a)Opening of New Stores by such Subsidiaries under the formats of “Stanley Level Next”, “Stanley Boutique” and “Sofas & More by Stanley” (New Stores) (b)Opening anchor stores (Anchor Stores) by such Subsidiaries (c)Renovation of the Existing Stores under the formats of “Stanley Level Next”, “Stanley Boutique” and “Sofas & More by Stanley” (Existing Stores) by such subsidiaries | NA | 140.157 | 0.000 | 1.610* | 0.000 |
| 2 | Funding the capital expenditure requirements for purchase of new machinery and equipment by Company and its Material Subsidiary, Stanley OEM Sofas Limited | NA | 6.659 | 0.000 | 0.000 | 0.000 |
| 3 | General corporate purposes | NA | 34.269 | 0.000 | 0.000 | 0.000 |

*The company has utilised the proceeds of INR 1.61 crore as a reimbursement for the issue related expenses which was funded through its internal accruals.

Stanley Lifestyles Limited

(i) Progress in the object(s)

| S.No | Item Head* | Source of information, certifications considered by the Monitoring Agency for the preparation of report | Amount as proposed in the offer document [Rs. Crore] | Amount utilized [Rs. Crore] | | | Total unutilized amount [Rs. Crore] | Comments of the Monitoring Agency | Comments of the Issuer's Board of Directors | |
|--|-------------------------------|---|--|------------------------------------|--------------------|---------------------------|-------------------------------------|--|---|---------------------------|
| | | | | As at the beginning of the quarter | During the quarter | At the end of the quarter | | | Reasons for idle funds | Proposed course of action |
| | Issue Related Expenses | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus | 18.915 | 10.9857 | 1.6100 | 12.5957 | 6.3193 | The issuer has utilized the proceeds of INR 1.61 crore as a reimbursement for the expenditure which was funded through its Internal Accruals | | |
| Objects for utilization of Net Proceeds | | | | | | | | | | |

Stanley Lifestyles Limited



| | | | | | | | | | | |
|----|---|--|--------|---|---|---|--------|-------------|--|--|
| 1 | Investment in certain Subsidiaries for: | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus -Bank statement of the proceeds account -Prospectus | - | - | - | - | - | No comments | | |
| a. | Opening of New Stores by such Subsidiaries under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (New Stores) | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus -Bank statement of the proceeds account -Prospectus | 90.127 | - | - | - | 90.127 | No comments | | |
| b. | Opening anchor stores (Anchor Stores) by such Subsidiaries | Same as above | 39.990 | - | - | - | 39.990 | No comments | | |

Stanley Lifestyles Limited

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| | | | | | | | | | | |
|--------------|---|----------------------|----------------|----------------|---------------|----------------|-----------------|--------------------|--|--|
| c. | <i>Renovation of the Existing Stores under the formats of “Stanley Level Next”, “Stanley Boutique” and “Sofas & More by Stanley” (Existing Stores) by such subsidiaries</i> | <i>Same as above</i> | <i>10.040</i> | <i>-</i> | <i>-</i> | <i>-</i> | <i>10.040</i> | <i>No comments</i> | | |
| 2 | <i>Funding the capital expenditure requirements for purchase of new machinery and equipment by Company and its Material Subsidiary, Stanley OEM Sofas Limited</i> | <i>Same as above</i> | <i>6.6590</i> | <i>6.6586</i> | <i>-</i> | <i>6.6586</i> | <i>0.0004</i> | <i>No comments</i> | | |
| 3 | <i>General corporate purposes</i> | <i>Same as above</i> | <i>34.269</i> | <i>24.4260</i> | <i>-</i> | <i>24.4260</i> | <i>9.843</i> | | | |
| Total | | | 200.000 | 42.0703 | 1.6100 | 43.6803 | 156.3197 | | | |

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For Stanley Lifestyles Limited

Akash Shetty
Company Secretary and Compliance Officer
FCS No.: 11314

Encl: ICRA report

Stanley Lifestyles Limited

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CIN: L19116KA2007PLC044090 | **Phone:** 080 6895 7200 | **E-mail:** compliance@stanleylifestyles.com | **Website:** www.stanleylifestyles.com

MONITORING AGENCY REPORT**Name of the Issuer:** Stanley Lifestyles Limited**For quarter ended:** December 31,2024**Name of the Monitoring Agency (MA):** ICRA Limited**(a) Deviation from the objects of the issue:**


No deviation - the utilization of the issuance proceeds is in line with the objects of the issue.

(b) Range of deviation:*Not Applicable***Declaration:**

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013. The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that we do not perceive any conflict of interest in such relationship/ interest while monitoring and reporting the utilization of the issue proceeds by the issuer. We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature:

**PARUL
GOYAL
NARANG**



Digitally signed by
PARUL GOYAL
NARANG
Date: 2025.02.11
16:11:30 +05'30'

Parul Goyal Narang

Vice President & Head- Process Excellence

Analyst: Sweety Shaw

QA: Parul Goyal Narang

1. Issuer Details

Name of the Issuer: Stanley Lifestyles Limited

Name(s) of the promoters:

| Promoters |
|--------------------------|
| <i>Mrs. Shubha Sunil</i> |
| <i>Mr. Sunil Suresh</i> |

Source: SEBI

Industry/ sector to which it belongs: Consumer Discretionary

2. Issue Details

Issue Period: Opening date- June 21, 2024

Closing date- June 25, 2024

Type of Issue: Initial Public Offer

Type of specified securities: Equity shares

IPO Grading, if any: No credit rating agency registered with SEBI has been appointed in respect of obtaining grading for the offer.

Issue Size (Rs. Crore): 537.024

With Offer for sale (OFS) portion: 537.024 Crore; Excluding Offer for sale (OFS) portion: INR 200 Crore.

Gross proceeds: INR 200 Crore (Including Issue Related Expenses of INR 18.915 Crore)

3. Details of the arrangement made to ensure the monitoring of issue proceeds.

| Particulars | Reply | Source of information, certifications considered by the Monitoring Agency for the preparation of report | Comments of the Monitoring Agency | Comments of the Issuer's Board of Directors |
|---|-----------------------|--|--|---|
| Whether all utilization is as per the disclosures in the Offer Document? | Yes | -Peer Reviewed CA-Certificate -Confirmation from management -Bank statement of the proceeds account/Corresponding Bank Statement | No deviation observed | No Comments |
| Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer Document? | Not Applicable | As confirmed by the Issuer's management | No comments | No Comments |
| Whether the means of finance for the disclosed objects of the issue has changed? | No | As confirmed by the Issuer's management | No comments | No Comments |
| Is there any major deviation observed over the earlier monitoring agency reports? | No | No deviation observed | No comments | No Comments |
| Whether all Government/ statutory approvals related to the object(s) have been obtained? | Not Applicable | As confirmed by the Issuer's management | No comments | No Comments |
| Whether all arrangements pertaining to technical assistance/ collaboration are in operation? | Not Applicable | As confirmed by the Issuer's management | No comments | No Comments |
| Are there any favorable events improving the viability of these object(s)? | No | As confirmed by the Issuer's management | As understood from the Issuer's management | No Comments |
| Are there any unfavorable events affecting the viability of the object(s)? | No | As confirmed by the Issuer's management | As understood from the Issuer's management | No Comments |
| Is there any other relevant information that may materially affect the decision making of the investors? | No | As confirmed by the Issuer's management | As understood from the Issuer's management | No Comments |

Where material deviation is defined to mean:

(a) Deviation in the objects or purposes for which the funds had been raised.

(b) Deviation in the amount of funds utilized by more than 10% of the amount specified in the offer document.

4. Details of the object(s) to be monitored.

(i) Cost of object(s)

| S.N. | Item Head | Source of information, certifications considered by the Monitoring Agency for the preparation of report | Original cost (as per the offer document) [Rs. Crore] | Revised cost [Rs. Crore] | Comments of the Monitoring Agency | Comments of the Issuer's Board of Directors | | |
|--------------|---|---|---|--------------------------|-----------------------------------|---|---------------------------|---------------------------------------|
| | | | | | | Reason for cost revision | Proposed financing option | Particulars of firm arrangements made |
| 1 | Investment in certain Subsidiaries for: | <i>Prospectus</i> | - | - | - | N.A. | N.A. | N.A. |
| a. | <i>Opening of New Stores by such Subsidiaries under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (New Stores)</i> | <i>Prospectus</i> | 90.127 | - | <i>No Comments</i> | | | |
| b. | <i>Opening anchor stores (Anchor Stores) by such Subsidiaries</i> | <i>Prospectus</i> | 39.990 | - | <i>No Comments</i> | | | |
| c. | <i>Renovation of the Existing Stores under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (Existing Stores) by such subsidiaries</i> | <i>Prospectus</i> | 10.040 | - | <i>No Comments</i> | | | |
| 2 | <i>Funding the capital expenditure requirements for purchase of new machinery and equipment by Company and its Material Subsidiary, Stanley OEM Sofas Limited</i> | <i>Prospectus</i> | 6.659 | - | <i>No Comments</i> | N.A. | N.A. | N.A. |
| 3 | <i>General corporate purposes</i> | <i>Prospectus</i> | 34.269 | - | <i>No Comments</i> | N.A. | N.A. | N.A. |
| Total | | | 181.085 | - | | | | |

(ii) Progress in the object(s)

| S.N. | Item Head* | Source of information, certifications considered by the Monitoring Agency for the preparation of report | Amount as proposed in the offer document [Rs. Crore] | Amount utilized [Rs. Crore] | | | Total unutilized amount [Rs. Crore] | Comments of the Monitoring Agency | Comments of the Issuer's Board of Directors | |
|--|--|--|--|------------------------------------|--------------------|---------------------------|-------------------------------------|--|---|---------------------------|
| | | | | As at the beginning of the quarter | During the quarter | At the end of the quarter | | | Reasons for idle funds | Proposed course of action |
| | Issue Related Expenses | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus | 18.915 | 10.9857 | 1.6100 | 12.5957 | 6.3193 | The issuer has utilized the proceeds of INR 1.61 crore as a reimbursement for the expenditure which was funded through its Internal Accruals | No comments | No comments |
| Objects for utilization of Net Proceeds | | | | | | | | | | |
| 1 | Investment in certain Subsidiaries for: | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus -Bank statement of the proceeds account -Prospectus | - | - | - | - | - | No comments | No comments | No comments |
| a. | Opening of New Stores by such Subsidiaries under the formats of "Stanley Level Next", "Stanley Boutique" and | -Peer Review Auditor Certificate -Bank statement of the proceeds account -Prospectus -Bank statement of the proceeds account | 90.127 | - | - | - | 90.127 | | | |

| | | | | | | | | | | |
|-----------|---|----------------------|---------------|---------------|----------|---------------|---------------|--------------------|--------------------|--------------------|
| | <i>"Sofas & More by Stanley" (New Stores)</i> | <i>-Prospectus</i> | | | | | | | | |
| b. | <i>Opening anchor stores (Anchor Stores) by such Subsidiaries</i> | <i>Same as above</i> | <i>39.990</i> | <i>-</i> | <i>-</i> | <i>-</i> | <i>39.990</i> | | | |
| c. | <i>Renovation of the Existing Stores under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (Existing Stores) by such subsidiaries</i> | <i>Same as above</i> | <i>10.040</i> | <i>-</i> | <i>-</i> | <i>-</i> | <i>10.040</i> | | | |
| 2 | <i>Funding the capital expenditure requirements for purchase of new machinery and equipment by Company and its Material Subsidiary, Stanley OEM Sofas Limited</i> | <i>Same as above</i> | <i>6.6590</i> | <i>6.6586</i> | <i>-</i> | <i>6.6586</i> | <i>0.0004</i> | <i>No comments</i> | <i>No comments</i> | <i>No comments</i> |

| | | | | | | | | | | |
|--------------|-----------------------------------|----------------------|----------------|----------------|---------------|----------------|-----------------|--------------------|--------------------|--------------------|
| 3 | <i>General corporate purposes</i> | <i>Same as above</i> | 34.269 | 24.4260 | - | 24.4260 | 9.843 | <i>No comments</i> | <i>No comments</i> | <i>No comments</i> |
| Total | | | 200.000 | 42.0703 | 1.6100 | 43.6803 | 156.3197 | | | |

(iii) Deployment of unutilized proceeds

| S.N. | Type of instrument and name of the entity invested in | Amount invested [Rs. Crore] | Maturity date | Earning [Rs. Crore] | Return on Investment [%] | Market Value as at the end of quarter [Rs. Crore] |
|-------------|---|------------------------------------|----------------------|----------------------------|---------------------------------|--|
| 1 | <i>Fixed Deposit - IndusInd Bank- Account Number-000410551888</i> | 25.00 | 26-Jan-25 | 0.34 | 7.25% | 25.72 |
| 2 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008588401</i> | 10.00 | 25-Jul-26 | 0.34 | 7.70% | 10.30 |
| 3 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008588895</i> | 9.90 | 25-Jul-26 | 0.33 | 7.70% | 10.20 |
| 4 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008589255</i> | 9.80 | 25-Jul-26 | 0.33 | 7.70% | 10.10 |
| 5 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008589672</i> | 9.70 | 25-Jul-26 | 0.33 | 7.70% | 9.99 |
| 6 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008589931</i> | 9.93 | 25-Jul-26 | 0.34 | 7.70% | 10.23 |
| 7 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008590302</i> | 9.85 | 25-Jul-26 | 0.33 | 7.70% | 10.15 |
| 8 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008590436</i> | 9.82 | 25-Jul-26 | 0.33 | 7.70% | 10.12 |
| 9 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008590559</i> | 6.00 | 25-Jul-26 | 0.20 | 7.70% | 6.18 |
| 10 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008590706</i> | 10.00 | 26-Jul-25 | 0.34 | 7.75% | 10.31 |
| 11 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008590998</i> | 10.00 | 26-Jul-25 | 0.34 | 7.75% | 10.31 |
| 12 | <i>Fixed Deposit - IndusInd Bank- Account Number-301008591189</i> | 10.00 | 26-Jul-25 | 0.34 | 7.75% | 10.31 |

| | | | | | | |
|--------------|--|---------------|-----------|-------------|--------------|---------------|
| 13 | <i>Fixed Deposit - IndusInd Bank- Account Number- 301008591371</i> | 10.00 | 26-Jul-25 | 0.34 | 7.75% | 10.31 |
| 14 | <i>Fixed Deposit – IndusInd Bank- Account Number- 301008591696</i> | 10.00 | 26-Jul-25 | 0.34 | 7.75% | 10.31 |
| 15 | <i>Balance parked in IPO Account- Account Number- 000405157298</i> | 16.93* | - | - | - | 16.93 |
| Total | | 166.93 | - | 4.57 | | 171.47 |

Source: As certified by Raghavan, Chaudhuri & Narayanan (ICA)

*Balance in IPO account include INR 6.32 Crore of unutilized IPO expenses related to the company while the rest relates to unpaid portion of OFS proceeds.

(iv) Delay in the implementation of the object(s)

| Object(s) | Completion date | | Delay [Number of days or months] | Comments of the Issuer's Board of Directors | |
|---|---|---------------------|--|---|---------------------------|
| | As per the offer document | Actual [^] | | Reason for delay | Proposed course of action |
| Investment in certain Subsidiaries for: | | | | <i>No Comments</i> | <i>No Comments</i> |
| a) Opening of New Stores by such Subsidiaries under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (New Stores) | Fiscal 2025-2027 | On Schedule | NA | | |
| b) Opening anchor stores (Anchor Stores) by such Subsidiaries | Fiscal 2026-2027 | On Schedule | NA | | |
| c) Renovation of the Existing Stores under the formats of "Stanley Level Next", "Stanley Boutique" and "Sofas & More by Stanley" (Existing Stores) by such subsidiaries | Fiscal 2025-2027 | On Schedule | NA | | |
| Funding the capital expenditure requirements for purchase of new machinery and equipment by Company and its Material Subsidiary, Stanley OEM Sofas Limited | Fiscal 2025 | On Schedule | NA | <i>No Comments</i> | <i>No Comments</i> |
| General corporate purposes | Over a period of three fiscals from the date of listing of the Equity shares | On Schedule | NA | <i>No Comments</i> | <i>No Comments</i> |

Source: As confirmed by the Issuer's management

[^]Refers to the latest estimate of the completion date

5. Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document

| S.N. | Item Head | Amount [Rs. Crore] | Source of information, certifications considered by the Monitoring Agency for the preparation of report | Comments of the Monitoring Agency | Comments of the Issuer's Board of Directors |
|--------------|---------------------------------|-----------------------|---|---|--|
| 1 | Working Capital requirements | 24.426* | - Bank statement of the proceeds account - Peer Reviewed CA- Certificate | No Comments | No Comments |
| Total | | 24.426 | - | | |

* The said utilization was made in Q2 FY2025