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(Please scan this QR code to view the addendum to the DRHP.)



MASON INFRA TECH LIMITED

Corporate Identity Number: U43900MH2023PLC401571

Our company was originally formed as a partnership firm in the name and style of "M/s. Mason Infrastructure" through partnership deed dated February 06, 2020. The partnership firm was converted into Private Limited company under part I (Chapter XXI) of the Companies Act, 2013 and incorporated as 'Mason Infratech Private Limited' on April 24, 2023, pursuant to Certificate of Incorporation issued by Registrar of Companies, Central Registration Centre. The Company was converted into a public limited company pursuant to shareholders resolution passed at the General Meeting of our Company held on September 20, 2023, and the name of our Company was changed to 'Mason Infratech Limited' and a Fresh Certificate of Incorporation dated November 16, 2023 was issued by RoC, Mumbai. The Corporate Identification Number of our Company is U43900MH2023PLC401571. For details of incorporation, change of name and registered office of our Company, please refer to chapter titled "General Information" and "History and Certain Corporate Matters" beginning on page 57 and 130 respectively of the Draft Red Herring Prospectus.

Registered Office: Flat No. 103, Imperia, Mahavir Millenium, Vasant Vihar, Pokhran Road, No. 2, Thane- 400610, Maharashtra, India;
Telephone No: +91 8828824599; **Website:** info@masoninfra.com; **E-mail:** www.masoninfra.com;
Contact Person: Ravi Tiwari, Company Secretary and Compliance Officer

ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED FEBRUARY 1, 2024: NOTICE TO THE INVESTORS ("THE ADDENDUM")

INITIAL PUBLIC ISSUE OF UP TO 54,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF MASON INFRA TECH LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹ [●] LAKHS OF WHICH UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ [●] EACH FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF [●] PER EQUITY SHARE AGGREGATING TO ₹ [●] WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION i.e. NET ISSUE OF UPTO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT A PRICE OF ₹ [●] PER EQUITY SHARE AGGREGATING TO ₹ [●] IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●]% AND [●]% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF EQUITY SHARES IS ₹ 10 EACH. THE ISSUE PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER AND WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH NATIONAL NEWSPAPER I.E. [●], ALL EDITIONS OF THE HINDI NATIONAL NEWSPAPER I.E. [●] AND REGIONAL NEWSPAPER I.E. [●], EACH WITH WIDE CIRCULATION AT THE PLACE WHERE REGISTERED OFFICE OF THE ISSUER IS SITUATED, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE", "STOCK EXCHANGE") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITE.

Potential Bidders may note the following:

- In the sections "Risk Factors", "General Information", "Objects of the Issue", "Our Business", "Our Management", "Management's Discussion and analysis of financial position and results of operations", "Outstanding litigation and Materials Developments" and "Government and Other Approvals" provided herein below as part of Addendum, modifications have been updated.

The above is to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Red Herring Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchange.

The Equity Shares offered in the Issue have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any other applicable law of 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 being offered and sold (a) within the United States only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act and referred to in the Draft Red Herring Prospectus as "U.S. QIBs") in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act, and (ii) outside the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. 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 the 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.

All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

Place: Thane
Dated: May 24, 2024

For and on behalf of **Mason Infratech Limited**
Sd/-
Mr. Ravi Tiwari
Company Secretary and Compliance Officer

BOOK RUNNING LEAD MANAGER



Expert Global Consultants Private Limited
 1511, RG Trade Tower Netaji Subhash Place, Pitampura, New Delhi – 110034, India
Telephone: +91 11 4509 8234
Email: ipo@expertglobal.in
Website: www.expertglobal.in
Investor grievance email: compliance@expertglobal.in
Contact Person: Gaurav Jain
SEBI registration number: INM000012874
CIN: U74110DL2010PTC205995

REGISTRAR TO THE ISSUE



Kfin Technologies Limited
 Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India.
Telephone: +91 40 6716 2222
Email: masoninfra.ipo@kfintech.com
Investor grievance email: einward.ris@kfintech.com
Contact Person: M Murali Krishna
Website: www.kfintech.com
SEBI Registration Number: INR000000221
CIN: L72400TG2017PLC117649

BID/ISSUE PROGRAM

Anchor portion Opens/Closes on⁽¹⁾: [●]

Bid/Issue Opens on⁽¹⁾: [●]

Bid/Issue Closes on⁽²⁾: [●]*

- Our Company in consultation with the BRLM, may 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/Issue Opening Date.

- Our Company in consultation with the BRLM, may decide to close the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date, in accordance with the SEBI ICDR Regulations.

*The UPI mandate end time and date shall be at 5:00 p.m. on Bid/Issue Closing Day.

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SECTION III – RISK FACTORS

INTERNAL RISK FACTORS

a) Existing Risk Factor No. 1 has been updated as follows:

- 1. Projects awarded from certain clients/customers contribute a significant portion of our Order Book. As of November 30, 2023, projects awarded by our top five clients/customers, based on our Order Book represented 96.68 % of our Order Book and further significant reliance on repeated key suppliers and clients/customers for operations.***

Projects awarded by specific clients/customers constitute a significant portion of our Order Book. As of November 30, 2023, projects from our top five clients/customers accounted for 96.68% of our Order Book. However, we cannot guarantee the sustained receipt of project orders from these clients at historical levels or the acquisition of new clients/customers in case of client/customer attrition. External factors affecting our clients/customers, such as adverse market conditions, regulatory changes, adverse cash flows, change of management, and client mergers and acquisitions, could adversely impact our business. If any major client/customer becomes bankrupt or insolvent, we may lose some or all of our business from that client/customer, leading to potential write-offs of receivables and adversely impacting our cash flows and financial condition. The loss of significant clients/customers or adverse changes in project execution could harm our business, cash flows, and operations. While current projects may not contribute significantly to future revenues, losing clients/customers may still negatively impact us across various aspects, including reputation and financial condition.

Further, our top ten suppliers account for a significant portion of our total purchases, ranging from 71.68% to 98.26% across fiscal years. While we strive for consistent quality and quantity of supplies, we cannot guarantee this or the continuity of our relationships with these suppliers. The loss of supplies from one or more of them could adversely affect our stock purchases, revenue, and operations. However, we are actively seeking new suppliers to enhance product quality and pricing. Despite our confidence in managing these relationships, uncertainties remain regarding long-term stability with current suppliers or finding suitable replacements in time.

The loss of any significant clients/customers or adverse changes in our relationships with key suppliers could have a material adverse effect on our business, financial condition, and results of operations. It's essential to acknowledge that the continuity of long-term customer relationships and the timely acquisition of new clients and suppliers are not guaranteed, and uncertainties exist in this regard.

b) Existing Risk Factor No. 2 has been updated as follows:

- 2. An inability to complete our Ongoing Projects by their respective expected completion dates or at all could have a material adverse effect on our business, results of operations and financial condition.***

As of December 31, 2023, our ongoing Projects had an aggregate developable area of 38.43 Lakhs square feet. Our ability to complete our projects within the expected completion dates or at all is subject to several risks and unforeseen events, including, without limitation, clear title to the relevant plot of land, changes in applicable regulations, availability of adequate financing arrangements on commercially viable terms, as well as an inability or delay in securing necessary statutory or regulatory approvals for such projects. In addition, we may not receive the expected benefits of the development rights or the relevant land, and we may not be able to develop the estimated Developable Area resulting from a lack of knowledge of, or any inaccurate understanding or application of existing or proposed regulations and policies.

Our business faced several challenges leading to cost overruns and delays in various projects. Firstly, the onset of the COVID-19 pandemic significantly impacted our operations, causing disruptions in the supply chain, labour shortages and delays in obtaining necessary permits. The strict lockdown measures imposed to curb the virus spread hampered construction activities, resulting in increased project timelines. Additionally, the monsoon season in India posed a recurrent challenge, causing weather-related disruptions, site inundation and difficulties in executing construction work. These unforeseen weather events led to increased construction time and additional costs for project modifications. Furthermore, extensions requested by clients, often due to changes in project requirements or external factors beyond our control, contributed to delays and additional expenses. Despite meticulous planning, these external factors underscore the need for agile project management strategies to navigate unforeseen challenges and minimize the impact on project timelines and budgets.

c) Existing Risk Factor No. 9 has been updated as follows:

- 9. We have incurred borrowings from a commercial bank and our inability to comply with repayment and other covenants in our financing agreements could adversely affect our business and financial condition.***

As of November 30, 2023, we had a Secured Long-Term Vehicle and Term Loan of ₹ 500.10 Lakhs and Secured Short Term Cash Credit of ₹ 207.74 against Hypothecation of stocks and book debt. Any failure to service such indebtedness, or otherwise perform any obligations under such financing facility may lead to termination our credit facility or incur penalties and acceleration of payments under such credit facility, foreclosure on our assets, trigger cross-default provisions under certain of our other financing agreements which may adversely affect our financial condition and our ability to conduct and implement our business plans.

We have received consent/NOC from our lenders HDFC Bank Limited, Union Bank of India, Federal Bank, Yes Bank Mercedes-Benz Financial Services Limited and Punjab National Bank. The restrictive covenants may affect some of the rights of our Shareholders.

Further, any fluctuations in the interest rates may directly impact the interest costs of such loans and affect our business, financial condition, results of operations and prospects. Our ability to make repayments and refinance our indebtedness will depend on our continued ability to generate cash from our future operations. We may not be able to generate enough cash flow from operations or obtain enough capital to service our debt. For further information, please see “*Financial Indebtedness*” beginning on page 173 of this Draft Red Herring Prospectus.

d) Existing Risk Factor No. 21 has been updated as follows:

21. *There have been some instances of delays in filing of statutory and regulatory dues in the past with the various government authorities.*

In the past, there have been certain instances of delays in filling statutory & regulatory dues with respect to GST, ESIC, PF and EPF. These delays were majorly due to majorly due to public holidays and authorized person travelling for business meetings. As result, the Company has filed returns and payment with delay penalty. However, the Board of Directors of our Company has taken note of these delays in fulfilling our statutory and regulatory obligations. There can be no assurance that delays or default with respect to payment of statutory and regulatory dues will not occur in the future which in turn may affect our reputation and financial results.

Here are instances of delayed filings:

Provident Fund

Sr no	Month	Due date	Filling date	Late Fees (In Rs.)
1	23-Apr	May 15, 2023	October 16, 2023	1,312.00
2	23-May	June 15, 2023	October 16, 2023	1,048.00
3	23-Jun	July 15, 2023	October 16, 2023	648.00
4	23-Jul	August 15, 2023	October 16, 2023	431.00
5	23-Aug	September 15, 2023	October 16, 2023	166.00
6	23-Sep	October 15, 2023	October 16, 2023	5.00
7	23-Oct	November 15, 2023	November 30, 2023	79.00

GST

Sr no	Month	GSTR1 due date	GSRT1 filling date	GSTR3B due date	GSTR3B filling date	Late Fees (In Rs.)
1	June-21	July 11, 2021	July 28, 2021	July 20, 2021	July 28, 2021	570.00
2	July-22	August 11, 2022	August 10, 2022	August 20, 2022	August 21, 2022	798.00
3	January-23	February 11, 2023	February 11, 2023	February 20, 2023	February 23, 2023	167.58
4	April-23	May 11, 2023	June 20, 2023	May 20, 2023	June 20, 2023	2,391.04
5	May-23	June 11, 2023	July 01, 2023	June 20, 2023	July 1, 2023	220.00
6	October-23	November 11, 2023	November, 2023	November 20, 2023	November 25, 2023	100.00
7	August-23	September 11, 2023	September 21, 2023	September 20, 2023	September 21, 2023	66.28

RoC

Sr No.	Form Name	Date of event	Date of Payment	Late fees (in Rs.)
1.	MGT-14	May 19, 2023	September 8, 2023	3600.00
2.	PAS-3`	May 19, 2023	September 15, 2023	3600.00
3.	ADT-1	April 25, 2023	November 8, 2023	7,200.00
4.	MGT-14	April 24, 2023	November 6, 2023	6,000.00
5.	INC-27	September 20, 2023	November 09, 2023	2,700.00
6.	MGT-14	December 3, 2024	January 10, 2024	1,200.00

Professional Tax

Sr No.	Month	Due date	Date of payment	Late Fees (In Rs.)
1.	May-23	May31, 2023	August 25, 2023	1,692.00
2.	June-23	June 30, 2023	August 25, 2023	1,461.00
3.	July-23	July 31 2023	August 25, 2023	1,224.00
4.	April-20	April 30, 2020	November 26, 2020	1,000.00
5.	May-20	May 31, 2020	November 26, 2020	1,015.00
6.	June-20	June 30, 2020	November 26, 2020	1,038.00
7.	July-20	July 31, 2020	November 26, 2020	1,050.00
8.	August-20	August 31, 2020	November 26, 2020	1,060.00
9.	September-20	September 30, 2020	November 26, 2020	1,050.00
10.	October-20	October 31, 2020	November 26, 2020	1,035.00
11.	November-20	November 30, 2020	November 26, 2020	245.00

e) Existing Risk Factor No. 31 has been updated as follows:**31. *We face competition from various regional real estate developers.***

We compete for residential and commercial projects, manpower resources and skilled personnel with other private developers. We face competition from various regional property developers. Moreover, as we seek to diversify into new geographies, we face the risk that some of our competitors have a pan-India presence while our other competitors have a strong presence in certain regional markets. We compete with these developers for the projects as well as entering joint development and joint venture opportunities. Our success in the future will depend significantly on our ability to maintain and increase market share in the face of such competition. Our inability to compete successfully with the existing players in the industry, may affect our business prospects and financial condition.

Our Company, although not primarily focused on real estate development, may find itself competing for residential and commercial projects. These projects involve collaboration among various stakeholders, including developers, construction companies, architects, and service providers. In this context, competition with regional developers for similar projects is a possibility, even with our main focus in a different industry. The construction landscape's dynamic nature necessitates engagement in competitive processes and negotiations, not only with fellow subcontractors but also with developers, to secure projects. Expansion into new geographies adds risk due to the presence of competitors with pan-India reach and strong regional players. Successfully navigating this competition is crucial for maintaining and growing our market share. Challenges in competing effectively may impact our business prospects and financial condition.

SECTION IV- INTRODUCTION

GENERAL INFORMATION

- a) **The following table has been updated on page no. 57 of Draft Red Herring Prospectus under heading under “Board of Directors of our Company”. We have removed the details of Ms. Mamta Shah due to her resignation and added the details of Ms. Chandni Sarvaiya due to her appointment as an Independent Director:**

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

Sr No	Name	Designation	DIN	Address
1.	Asit Thakkar Dattani	Managing Director	01382453	A-402, Krushal Tower, G M Road Next to Shoppers Stop Chembur, Tilak Nagar, Mumbai - 400089, Maharashtra, India
2.	Ashutosh Juthani	Executive Director	10131832	1306, Satyam Springs B S D Marg, Deonar (East), Mumbai - 400088, Maharashtra, India
3.	Chandni Sarvaiya	Non-Executive and Independent Director	10555203	Ram Narayan Narkar Marg 314/204 Shree Sudershan, Ghatkopar East, Rajawadi S.O, Mumbai - 400077
4.	Hiral Gandhi	Non-Executive and Independent Director	10385986	A/304, Parimal Apartment, R.B. Mehta Marg, Near Vikrant Circle Ghatkopar East, Mumbai - 400077, Maharashtra, India.
5.	Vishwa Deo Sharma	Non-Executive and Independent Director	02255589	302, Bliss Hsg Society, Plot No 34, Sector 29, Vashi, Navi Mumbai – 400703, Thane, India.

For further details of our directors, see “Our Management” on page 134 of this Draft Red Herring Prospectus.

- b) **The following table has been updated on page no. 60 of Draft Red Herring Prospectus under heading under “Changes in Auditors during last three Financial Years”:**

Name of the Auditor	V. N. Mehta and Associates*	CA Pooja J Shah*	Geeta Gajra & Co.	Gada Chheda & Co LLP
FRN	127073W	0142793W	133278W	W100059
Peer Review No.	NA	NA	NA	013770
Email ID	caviren@gmail.com	pbpooja965@gmail.com	gsgajra@gmail.com	gadachhedallp@gmail.com
Address	201/A, Gopal Buwan CHS, Above Pallavi Restaurant, Junction of M.V. Road & Azad Road, Andheri (E), Mumbai-400069, Maharashtra, India.	B/703, Sai Darshan Building Garden Lane, Ghatkopar West, Mumbai – 400086	Row House no. 85, Hill Garden Rows Chs Ltd, Manpada Road, Thane West - 400607	605-A, A wing, 6th Floor, O2 Commercial Complex, Opp Asha Nagar, Mulund West, Mumbai – 400080, India.
Reason for Change	Pre-Occupation	Statutory requirements	Pre-Occupation	First Auditor appointment in the Company
Date of Appointment	February 6, 2020	September 29, 2021	October 1, 2022	April 25, 2023
Date of resignation	September 29, 2021	October 1, 2022	September 23, 2023	NA
Date of Re-appointment	NA	NA	NA	NA

*Appointed as Statutory auditor in the M/s Mason Infrastructure

OBJECTS OF THE ISSUE

- a) **Following details has been added on page no 83 of DRHP under the heading “Basis of estimation of working capital requirement”**

Working Capital comparison between FY21 and FY22

Our business, which was established in February 2020, faced unprecedented challenges due to the COVID-19 pandemic. The restrictions imposed during this period significantly impacted our operations, particularly in accessing our construction sites. This situation persisted until November 2020, leading to an unavoidable disruption in our business activities. FY 2021 was the first year after the incorporation of Mason Infrastructure Partnership firm and during this year the company entered into a contract with Vinayak Developers for developing of Mahavir Springs project and received a mobilization advance of Rs 4,67,81,970/- as per terms of work order. This advance is recorded as current liability in FY 2021 which forms the major chunk of the Current Liabilities. This advance is to be knocked off on milestone basis, however it is received at the start of the contract to facilitate smooth functioning of the site. It was only toward the end of CY 2020 that we regained full access. During the year under consideration, Mason Infrastructure achieved a turnover of Rs. 3,48,91,749/- against which the year-end receivables were 23,08,242/-. Mobilization Advance coupled with good receivables collection led to a situation whereby the current liabilities are this higher than current assets and phase involves significant time and capital expenditure, leading to negative working capital during this period.

Further, trade receivables surged by Rs. 601.25 lakhs between FY21 and FY22. Larger projects inherently involve longer construction timelines due to their complexity and scale. As a result, the time between invoicing and receiving payments extended, leading to a notable increase in trade receivables. The complexity of these larger projects often entails more intricate regulatory procedures, further delaying payments and contributing to the increase in trade receivables.

Inventory levels increased by Rs. 1,037.45 lakhs from FY21 to FY22. Larger-scale projects require a significant amount of materials, equipment, and resources for construction activities. As we expanded our operations to accommodate larger projects, there was a corresponding need to procure and stockpile more inventory to meet the increased demand.

The trade payables increased by Rs. 514.63 lakhs. The Company strategically adjusted payment schedules to suppliers during this period. This intentional decision influenced the working capital dynamics, allowing for better management of financial resources. The deliberate adjustment of payment schedules was aimed at accommodating the increased financial requirements stemming from the company's scale-up phase. Engagement in larger and more intricate construction projects demanded higher levels of financial resources to support operations.

Working Capital comparison between FY22 and FY23

In the FY22 and FY23, our Company predominantly acquired projects in their foundational or initial phases. This stage of construction necessitates a higher consumption of steel and other raw materials, particularly at the foundation level, compared to subsequent floors. As a result, our Trade Payables surged by approximately 97%. Additionally, the foundational phase demands the procurement of various machineries such as tower cranes, concrete pumps, man material hoists, cutting and bending machinery, as well as threading and forging machinery. These machineries are primarily utilized during the foundational stages, thereby amplifying our working capital requirement.

Between fiscal years 2022 and 2023, our company strategically shifted its focus towards larger and more complex construction projects. This strategic decision aimed to capitalize on opportunities presented by larger projects, which often offer higher returns and greater market visibility which in turn led to the increase in working capital.

The decrease in inventories for FY23 is mainly because the Company started working on projects worth Rs. 8,472.15 lakhs during the year. However, by the end of FY23, the Company only completed about 7.19% of these projects. This slowdown in project completion directly impacted the Company's inventory levels. It's important to note that this decrease in inventory is a one-time occurrence. Looking ahead, the Company anticipates inventory levels to increase. This is because subcontracting for new property developments requires a significant amount of materials, equipment, and resources. Despite delays inherent in subcontracting, the Company expects inventory levels to expand in the future. This reflects the Company's strategic response to the extended lead times and construction cycles associated with these specialized projects. By focusing on larger and more intricate projects, we aim to position ourselves as a key player in the subcontracting construction industry, capitalizing on opportunities for strategic growth and expansion.

Our subcontracting activities typically entail projects with extended construction and development phases. Consequently, the time between procuring materials and completing work often lengthens, resulting in increased trade payables. This is evident in the payables days, which escalated from 118 days in FY22 to 130 days in FY23.

Furthermore, the Company's undertaking of numerous projects throughout the year resulted in an increase in revenue, consequently driving our Trade Receivables up by Rs. 1,066.1 lakhs. However, in the FY25 we would have existing projects above the plinth level but we would add number of new projects as well. Therefore, the blended working capital requirement in terms of completing the existing projects, their % completion, new projects that are to be added and all the preparatory work requirements would lead to enhancing the revenue of the Company and consequently would lead to the additional requirement of working capital.

As on the date of DRHP, following are the on-going Projects:

Sr. No .	Name of the Projects	Location	Type of Projects	Scope of Work Allotted	Year of Commencement	Estimated Area (in Sq. Ft.)	Total Order Book Value (In Lakhs)	% of total work order completed
1.	Mahavir Springs (Tower Tulip and Tower Daffodil)	Thane, Maharashtra	Basement+Ground+Podium+2 Towers 42 and 50 Floors Building	RCC, Block Work and Plaster	2020	11,98,000	₹4,392.22	33%
2.	Rehab Building	Andheri, Mumbai, Maharashtra	Basement+Ground+Podium+22 Floors Residential Building	Lock and Key	2021	5,18,000	₹5,827.50	50%
3.	Satra One	Goregaon, Mumbai	Ground + 21 Floors	RCC, Block Work and Plaster	2021	1,13,000	₹459.03	50%
4.	Soni Arcade	Borivali, Mumbai, Maharashtra	Ground + 22 Floors	Lock & Key	2021	64,000	₹1,166.40	45%
5.	T4 Sale Building	Andheri West, Maharashtra	Basement + Ground + 6 Podiums + 31 Floors.	RCC, Block Work and Plaster	2023	2,50,000	₹134.00	5%
6.	Foresta C & D	Dombivali, Maharashtra	Ground + 21 Floors	RCC, Block Work and Plaster	2022	3,10,000	₹1096.20	100%*
7.	Satra Harmony	Chembur, Mumbai	Ground + 17 Floors	RCC, Block Work and Plaster	2022	47,000	₹155.10	100%*
8.	Bella vista	Thane, Maharashtra	2 Basement + Ground + 3 Podiums + 35 Floors	PMFL - Part Material Full Labor - RCC Block work, plaster, safety etc	2023	7,67,380	₹78.23	3%
9.	Raj Tattva	Thane, Maharashtra	Ramp-Work (Basement+Ground+P1+P2)	RCC, Block Work and Plaster	2023	14,512	₹39.73	66%
10.	Sterling G	Thane, Maharashtra	Ground + 7 Floors	RCC, Block Work and	2023	2,23,695	₹274.29	30%

Sr. No.	Name of the Projects	Location	Type of Projects	Scope of Work Allotted	Year of Commencement	Estimated Area (in Sq. Ft.)	Total Order Book Value (In Lakhs)	% of total work order completed
				Plaster				
11.	Signet B	Thane, Maharashtra	Lower Ground + 2 Podiums + Ground + 21 Floors	RCC, Block Work and Plaster	2023	3,16,000	-	0%
12.	Signet B	Thane, Maharashtra	Lower Ground + 2 Podiums	RCC, Block Work and Plaster	2023	20,000	₹83.20	100%**
Total						37,94,587	₹13,705.91	

The total Contract value of the all the Projects till date from inception is Rs. 38,202.49 lakhs out of which the Company has booked order of worth Rs. 13,705.90 lakhs which is 35.88% of the total contract value of all the projects. The Company is yet to complete 64.12% of the work which has the value of worth Rs. 24,496.59 lakhs.

Working Capital for the projected FY24 and FY25

The total order booked by the Company is Rs.13,705.90 lakhs which indicates that the company has completed 35.88% of the work. The remaining 64.12% of the work, valued at Rs. 24,496.59 lakhs, is yet to be completed. As the company progresses through these projects, the anticipated increases in trade receivables, inventory, and payables are expected outcomes, reflecting our proactive stance in pursuing strategic growth opportunities and ensuring robust working capital management tailored to the unique challenges of the subcontracting construction industry.

Looking ahead to fiscal years 2024 to 2025, our company foresees a continuation of the upward trend in trade receivables and inventories. This projection reflects our strategic foresight and adaptability in addressing the extended construction and development phases inherent in subcontracting for new property developments. These projects are characterized by their detailed processes, the necessity for various regulatory approvals, and specific project milestones, all contributing to extended timelines.

Trade Receivables

- The anticipated increase in trade receivables is primarily attributed to ongoing projects where the company is yet to complete work.
- As we continue subcontracting for new property developments, project milestones, regulatory approvals, and detailed processes contribute to extended timelines, resulting in delayed payments and an increase in trade receivables.

Inventory

- The expected rise in inventory is also linked to the projects the company is yet to complete.
- Subcontracting for new property developments demands a significant amount of materials, equipment, and resources, which contribute to the expansion of inventory levels.

Trade Payables

- Looking forward, trade payables are expected to increase as part of our commitment to astute financial management.
- Adjustments in payment schedules will remain instrumental in managing working capital effectively, especially considering the extended construction and development phases of ongoing projects.

Active involvement in contracting for new property developments necessitates flexible financial strategies to accommodate the complexity and extended timelines. Consequently, the company plans to support these financial needs through a mix of borrowings, internal accruals, and a portion of net proceeds.

SECTION V – ABOUT THE COMPANY

OUR BUSINESS

a) The following details has been modified under the heading “Business Overview” on page 107 of the DRHP.

Our primary operational focus lies within the Mumbai Metropolitan Region (MMR). As a construction Company, we establish long-term partnerships with our clients. We leverage our technical expertise, staying up to date with the industry trends and best practices. Our team of professionals is skilled in implementing solutions that address the challenges of each project. We strive for continuous improvement in every aspect of our operations, from project planning and execution to quality control and safety measures. By maintaining a standard of workmanship, we ensure that our clients receive the desired outcomes. We are committed to fulfil our client expectations, embracing new technologies.

b) The following details has been updated under the heading “Our Business Operations” on page 108 of the DRHP.

(Rs in lakhs)				
Type of Project	Period ended November 30, 2024	FY23	FY22	FY21
Reinforced Cement Concrete (RCC)	1,661.10	3,964.22	1,909.96	348.92
Lock & Key	2,523.13	2,416.71	1,099.43	-
Total	4,184.23	6,380.93	3,009.39	348.92

The Revenue is entirely generated from subcontracting and there are no operations which are carried by the Company on its own.

c) The following details has been modified under the heading “Our Competitive Strengths” on page 114 of the DRHP.

OUR COMPETITIVE STRENGTHS

1. Experienced Promoters and access to skilled workforce:

Our promoters, Asit Thakkar Dattani, Ashutosh Juthani, and Smeet Thakkar, are experienced in our line of business, aiding in its consistent growth. The knowledge and experience of our promoter and management will enables us to identify new opportunities, respond to market conditions, adapt to changes in the business landscape and growth of the business. As of December 31, 2023, our organization employed 141 skilled staff members and engaged various contract labourers for project support. We prioritize process quality training to enhance operational efficiency and project success.

We emphasize the safety of our workmen for a secure work environment. To support employee welfare, reduce attrition rates, and foster a dependable workforce, we provide essential benefits, including accommodations, food arrangements or allowances, transportation, and access to medical facilities. This approach aims to create a supportive environment that enhances job satisfaction and productivity.

2. Customer-Centric Approach:

The Company focuses on understanding the specific requirements of each client and tailoring its services accordingly. Through personalized attention and clear communication channels, our Company aims to build enduring partnerships with clients. Our commitment is to deliver projects meeting the required standards of quality. The Company implements strict quality control measures and utilizes construction technologies and materials to ensure that every project meets or surpasses client expectations.

3. Ownership of modern system formworks and other Core Assets:

Our construction capabilities involve the use of various technologies, such as temperature-controlled concrete for large-scale pours, self-compacting free-flow concrete for heavily reinforced structures, and specialized concrete for vertical pumping in skyscrapers and high-rise buildings. In project execution, we rely on core assets like formwork, tower cranes, passenger and material hoists, concrete pumps, threading and forging machinery, as well as cutting and bending machines. Additionally, we use rack and pinion lift externals to enhance project efficiency. Ownership of diverse system formwork further sets us apart, including automatic climbing system formwork, aluminium formwork, table formwork, and composite panel formwork with both vertical and horizontal systems. This range allows us to tailor our approach to the specific construction requirements of different building types. The completion of each building, irrespective of its nature, requires a high level of skill, scalability, and speed. We believe that a variety

of technological options in construction enables us to reduce project timelines significantly. This commitment to technological diversity aligns with our overarching goal of delivering projects with enhanced efficiency and precision in today's dynamic construction landscape.

4. Optimal Utilization of Resources:

Our Company consistently works on enhancing our service process and plans to enhance its procurement process to optimize resource utilization. We have allocated significant resources and intend to further invest in our existing Supplier Relationship, Experienced Management Team, Existing Client Base, Optimal Utilization of Resources activities to develop customized systems and processes for effective management control. We regularly review our existing policies for operations of our Company to identify the areas of bottlenecks, aiding in improved efficiency and optimal resource utilization.

d) The following details has been modified under the heading “Business Strategy” on page 115 of the DRHP.

BUSINESS STRATEGY

1. Focus on Construction and Development of High-Rise & Sky Scrapper Buildings:

As a real estate construction contractor, our primary focus is on the construction of high-rise and skyscraper buildings. Constructing such structures demands precision, innovation, and a deep understanding of structural dynamics. The process involves selecting materials like high-strength concrete, advanced steel alloys, cutting-edge facade materials, aluminium form shuttering, MS safety screens, and specialized tools. Our team possesses experience in navigating the intricacies of vertical construction. From project inception to completion, we bring forth a comprehensive skill set, ensuring that each high-rise structure meets the required standards.

Below is the list of our ongoing High rise and Sky Scrapper buildings:

Name of the Project	Type Of Building	Height (In mtr.)	Area in Sq Ft	Type of Work
Mahavir Springs (Tower Tulip and Tower Daffodil)	Sky Scrapper	Tulip - 155.00 Daffodil –180.00	11,98,000.00	RCC, Block Work and Plaster
Rehab Building	High rise	69.50	5,18,000.00	Lock & Key
Soni Arcade	High rise	69.50	64,000.00	Lock & Key
T4 Sale Building	Sky Scrapper	114.00	2,50,000.00	RCC, Block Work and Plaster
Foresta C & D	High rise	69.50	3,15,000.00	RCC, Block Work and Plaster
Bella Vista	Sky Scrapper	115.00	7,67,000.00	PMFL - Part Material Full Labor - RCC Block work, plaster, safety etc
Signet B	High rise	69.90	3,16,000.00	RCC, Block Work and Plaster
Signet B	High rise	69.90	20,000.00	RCC, Block Work and Plaster

2. Market Penetration

Emphasize the expansion of the Company's presence in current micro markets and explore opportunities in new geographical areas with growth potential. Undertake detailed market research to identify underserved regions and formulate specific strategies for effective market penetration. Establish a robust marketing and branding approach to enhance visibility and distinguish our Company in the targeted markets. Showcase the Company's expertise, track record, and distinct value proposition to position it as a preferred choice among customers.

3. Focus on Redevelopment and Institutional Construction Projects

Specializing in redevelopment structures allows professionals to rejuvenate existing structures, bringing new life to them. Focusing on institutional projects provides a steady workload and enhances expertise, creating opportunities in construction. Prioritize redevelopment by consistently improving skills, knowledge, and techniques in the construction field. This includes staying updated with industry trends, learning new construction methods, and adopting innovative technologies and materials. Investing in professional development positions individuals as experts, enabling them to deliver high-quality craftsmanship to clients. Institutionalization involves establishing formal structures and processes within the profession to enhance credibility and professionalism.

4. Strategic Partnerships and Alliances:

Establish strategic collaborations with key stakeholders, including suppliers, subcontractors, and technology providers. Build alliances with reputable companies and industry experts to leverage their expertise, access new markets, and enhance capabilities. This encourages knowledge sharing, resource pooling, and mutual growth.

e) The following texts has been added under the heading “Human Resources” on page 117 of the DRHP.

As of December 31, 2023, we had 161 employees and 18 contract labour agency who hires contract labourers on our behalf across all our projects.

f) The following details has been added under the heading “Approach To Marketing” on page 119 of the DRHP.

APPROACH TO MARKETING

The efficiency of the marketing network is critical to the success of our business. Our success lies in the strength of our relationship with the customers who have been associated with our Company. Our team through their relevant experience and under the guidance of an experienced management able to provide best services to the customers within the stipulated time. Our top management enjoy the confidence of our clients. We interact with our customers to get the feedback on the quality of our construction and improve the same as well.

The Company primarily relies on client referrals and the networks of friends and family for business acquisition. Our promoters utilize their extensive industry experience and contacts to secure new contracts. In the subcontracting construction sector, word-of-mouth endorsements play a crucial role, as clients assess a Company's capabilities based on its current and past projects. Our focus is on showcasing the Company through the quality of our work, ensuring that each project reflects our expertise and commitment to excellence.

g) The following details with respect to the Top 10 Customers and Top 10 Suppliers has been added on page no. 122 of Draft Red Herring Prospectus under heading “Top 10 customers”:

Top 10 Customers

(In Lakhs)

Types of customers*	For the period ended November 30, 2023		FY 2022-2023		FY 2021-2022		FY 2020- 2021	
	Amount of total sales	% of total sales	Amount of total sales	% of total sales	Amount of total sales	% of total sales	Amount of total sales	% of total sales
Top 10 Customers	4,184.23	100%	6,380.30	100%	3,009.39	100%	348.91	100%

* Our Company does not have 10 customers in any of the financial years hence we have mentioned the details of all the customers.

OUR MANAGEMENT

- a) The following table has been updated on page no. 134 of Draft Red Herring Prospectus under heading under “Board of Directors”. We have removed the details of Ms. Mamta Shah due to her resignation as Non-Executive Director and added the details of Ms. Chandni Sarvaiya due to her appointment as an Independent Director:

Name, Father Name, Designation, DIN, Date of Birth, Occupation, Address, Nationality, Original Date of Appointment and Current Term	Age (years)	Other directorships
Ms. Chandni Sarvaiya Father Name: Kamlesh Babulal Shah Designation: Independent Director DIN: 10555203 Date of Birth: July 4, 1980 Occupation: Professional Address: Ram Narayan Narkar Marg 314/204 Shree Sudershan, Ghatkopar East, Rajawadi S.O, Mumbai - 400077 Nationality: Indian Original Date of Appointment: Appointed as an Independent Director w.e.f. March 18, 2024 Current Term: Independent Director of the Company for a period of 5 years w.e.f. March 18, 2024	43	Public Limited Companies: <i>Nil</i> Private Limited Companies: <i>Nil</i> Foreign Companies: <i>Nil</i> Limited Liability Partnerships: <i>Nil</i>

- b) The following write up with respect to Ms. Chandni Sarvaiya has been updated on page no. 136 of Draft Red Herring Prospectus under heading under “Brief Profile of Our Directors” and removed the write-up of Ms. Mamta Shah:

Chandni Sarvaiya, aged 43, is an Independent Director of our company. She has been associated with our company since March 18, 2024. She holds a Diploma in Nail Art Design, Ikebana Design, Floral Design and Fashion Design. She is a seasoned florist and fashion designer with 12+ years of experience running successful businesses. As the Sole Proprietor of IN BLOOM FLOWER STUDIO, she caters to corporate and retail clients like Godrej, Taj Lands End, Tata Group of companies among others. She is also a partner at ALMARI, that caters to the wedding / bridal segment. She combines creativity with business skills, ready to drive progress and enhance governance in our company.

- c) The following table has been updated on page no. 137 of Draft Red Herring Prospectus under heading under “Family Relationship between the Directors”.

Except as stated below, none of the Directors of our Company are related to each other as per section 2(77) of the Companies Act, 2013.

Name	Relationship
NA	NA

- d) The following table has been updated on page no. 140 of Draft Red Herring Prospectus under heading under “Shareholding of directors in our Company”

The details of the shareholding of our directors as on the date of this Draft Red Herring Prospectus are as follows

Sr. No.	Name of the Director	No. of Equity Shares	Percentage of Pre- Issue Capital (%)	Percentage of Post- Issue Capital (%) *
1.	Asit Thakkar Dattani	20,57,923	16.06%	[●]
2.	Ashutosh Juthani	46,30,326	36.14%	[●]
3.	Hiral Gandhi	Nil	Nil	[●]
4.	Vishwa Deo Sharma	Nil	Nil	[●]
	Total	66,88,249	52.22%	[●]

* Subject to finalisation of Basis of Allotment.

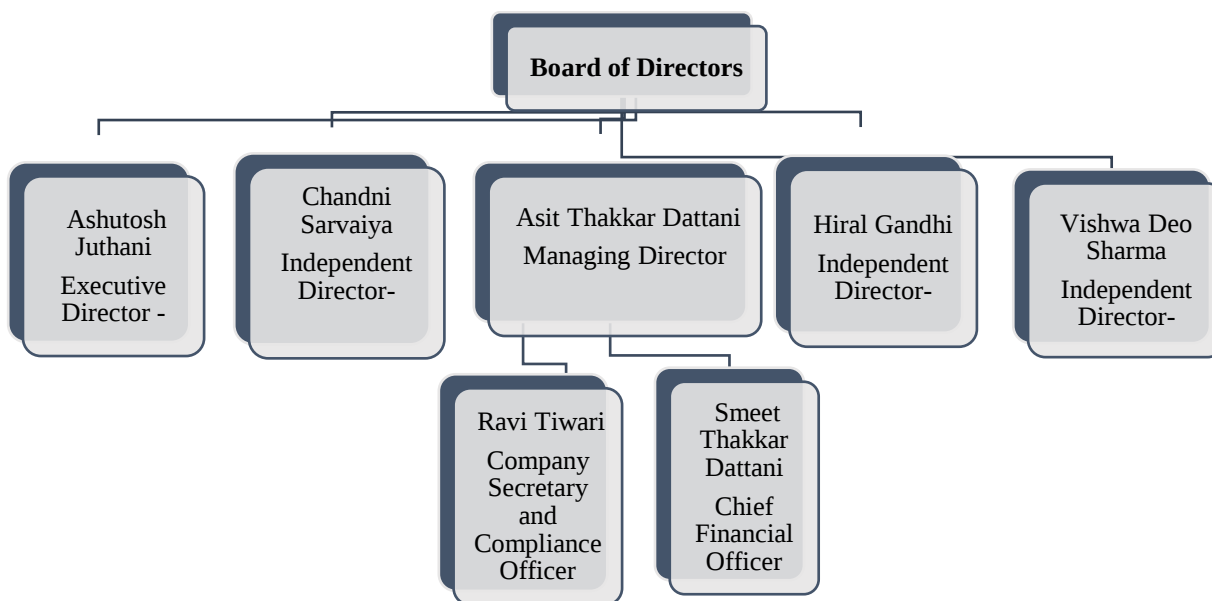
e) The following table has been updated on page no. 141 of Draft Red Herring Prospectus under heading under “Changes in our Company’s Board Of Directors during the last three (3) years”

Following are the changes in the Board of Directors during the last three (3) years:

Name of Directors	Date of Appointment	Date of Change in designation	Date of cessation	Reasons for changes in the Board
Mamta Bhavik Shah	-	-	March 18, 2024	Resignation as a Non-Executive Director.
Chandni Sarvaiya	March 18, 2024	-	-	Appointment as Independent Director

f) The following details has been updated on page no. 141 of Draft Red Herring Prospectus under heading under “Management Organization Structure”

The following chart depicts our Management Organization Structure



g) The following details has been updated on page no. 142 of Draft Red Herring Prospectus under heading under “Compliance With Corporate Governance”

Constitutions of Committees

Our Company has constituted the following committees:

1. Audit Committee:

Our Company has formed the Audit Committee vide resolution passed in the meeting of Board of Directors held on January 10, 2024 and subsequently re-constitute on May 13, 2024, as per the applicable provisions of the Section 177 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended). The Audit Committee comprises of following members.

Name of the Member	Nature of Directorship	Designation in Committee
Mr. Vishwa Deo Sharma	Independent Director	Chairman
Mrs. Chandni Parag Sarvaiya	Independent Director	Member
Mr. Ashutosh Juthani	Executive Director	Member

The Company Secretary of our Company shall act as a Secretary of the Audit Committee. The Chairman of the Audit Committee shall attend the Annual General Meeting of our Company to furnish clarifications to the shareholders in any matter relating to financial statements. The scope and function of the Audit Committee and its terms of reference shall include the following.

Terms of reference:

Role of Audit Committee

The scope of audit committee shall include, but shall not be restricted to, the following:

1. The recommendation for the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor, their remuneration and fixation of terms of appointment of the Auditors of the Company;
2. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
3. Examination of financial statement and auditors' report thereon including interim financial result before submission to the Board of Directors for approval, particularly with respect to;
 - a. Changes, if any, in accounting policies and practices and reasons for the same,
 - b. Major accounting entries involving estimates based on the exercise of judgment by management,
 - c. Significant adjustments made in the financial statements arising out of audit findings,
 - d. Compliance with listing and other legal requirements relating to financial statements,
 - e. Disclosure of any related party transactions,
 - f. Modified opinion(s) / Qualifications in the draft audit report.
4. Approval or any subsequent modification of transactions of the Company with related party, subject following conditions;
 - The Audit Committee may make omnibus approval for related party transactions proposed to be entered in to by the Company subject to such conditions provided under the Companies Act, 2013 or any subsequent modification(s) or amendment(s) thereof;
 - In case of transaction, other than transactions referred to in section 188 of Companies Act 2013 or any subsequent modification(s) or amendment(s) thereof, and where Audit Committee does not approve the transaction, it shall make its recommendations to the Board;
 - In case any transaction involving any amount not exceeding one crore rupees is entered into by a director or officer of the company without obtaining the approval of the Audit Committee and it is not ratified by the Audit Committee within three months from the date of the transaction, such transaction shall be voidable at the option of the Audit Committee;
5. Reviewing, with the management, and monitoring 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, and making appropriate recommendations to the Board to take up steps in this matter;
6. Scrutiny of Inter-corporate loans and investments;
7. Reviewing and discussing 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;
8. To review the functioning of the Whistle Blower mechanism, in case the same is existing;
9. Valuation of undertakings or assets of the company, where ever it is necessary;
10. Evaluation of internal financial controls and risk management systems and reviewing, with the management, performance of internal auditors, and adequacy of the internal control systems; and
11. 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;
12. To monitor the end use of fund invested or given by the Company to Subsidiary Companies;
13. Carrying out any other function as assigned by the Board of Directors from time to time.

Review of information by Audit Committee

The audit committee shall mandatorily review the following information:

1. Statement of significant related party transactions (as defined by the audit committee), submitted by management;

2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses; and
4. The appointment, removal and terms of remuneration of the Internal Auditor.
5. Quarterly / half yearly statement of deviation(s), if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
6. Annual statement of funds utilized for purposes other than those stated in the issue document/ prospectus.

Powers of the Audit Committee:

The audit committee shall have the powers, which should include the following:

1. To investigate any activity within its terms of reference;
2. To seek information from any employees;
3. To obtain outside legal or other professional advice; and
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. Call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company.

To investigate into any matter in relation to the items specified in sub-section (4) of Section 177 of the Companies Act, 2013 or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

2. Stakeholders Relationship Committee

Our Company has formed the Stakeholders Relationship Committee as per Section 178 of the Companies Act, 2013 and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) vide board resolution dated January 10, 2024 and subsequently re-constitute on May 13, 2024. The constituted Stakeholders Relationship Committee comprises of following members:

Name of the Member	Nature of Directorship	Designation in Committee
Mr. Vishwa Deo Sharma	Independent Director	Chairman
Ms. Hiral Gandhi	Independent Director	Member
Mr. Ashutosh Juthani	Executive Director	Member

The Company Secretary of our Company shall act as a Secretary to the Stakeholders Relationship Committee.

The scope and function of the Stakeholders Relationship Committee and its terms of reference shall include the following:

Terms of Reference

1. Efficient transfer of shares; including review of cases for refusal of transfer / transmission of shares;
2. Redressal of shareholder and investor complaints like transfer of Shares, non-receipt of balance sheet, non-receipt of declared dividends etc.;
3. Issue duplicate/split/consolidated share certificates;
4. Dematerialization/Rematerialization of Share;
5. Review of cases for refusal of transfer / transmission of shares and debentures;
6. Reference to statutory and regulatory authorities regarding investor grievances and to otherwise ensure proper and timely attendance and redressal of investor queries and grievances; Provided that inability to resolve or consider any grievance by the Stakeholders Relationship Committee in good faith shall not constitute a contravention of Section 178 of Companies Act, 2013 or any subsequent modification(s) or amendment(s) thereof.
7. Such other matters as may be required by any statutory, contractual or other regulatory requirements to be attended to by such committee from time to time.

3. Nomination and Remuneration Committee

Our Company has formed the Nomination and Remuneration Committee as per Section 178 of the Companies Act, 2013 and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) vide board resolution dated January 10, 2024 and subsequently re-constitute on May 13, 2024. The Nomination and Remuneration Committee comprises of following members:

Name of the Member	Nature of Directorship	Designation in Committee
Mr. Vishwa Deo Sharma	Independent Director	Chairman
Mrs. Chandni Parag Sarvaiya	Independent Director	Member

Name of the Member	Nature of Directorship	Designation in Committee
Mr. Ashutosh Juthani	Executive Director	Member

The Company Secretary of our Company shall act as a Secretary to the Nomination and Remuneration Committee. The scope and function of the Committee and its terms of reference shall include the following:

The terms of reference:

1. Formulation of 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. Formulation of criteria for evaluation of Independent Directors and the Board;
3. To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal and shall carry out evaluation of every Director's performance.
5. To specify the manner for effective evaluation of performance of 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.

h) The following table has been updated on page no. 146 of Draft Red Herring Prospectus under heading under "Nature of any family relationship between any of the directors or any of the directors and key managerial personnel of our company"

None of our directors and Key Managerial Personnel of our Company are related to each other, Except as stated below:

Name of Person	Designation	Name of Related Person	Designation of Related Person	Nature of Relationship
Asit Thakkar Dattani	Managing Director	Smeet Thakkar	Chief Financial Officer	Father - Son

SECTION VI – FINANCIAL INFORMATION

MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

- a) **The following details has been updated under the heading “Key Factors Affecting The Results Of Operation” on page 165 of the DRHP.**

KEY FACTORS AFFECTING THE RESULTS OF OPERATION:

Our Company’s future results of operations could be affected potentially by the following factors:

1. General economic conditions in India, changes in laws and regulations
2. Changes in Fiscal, Economic or Political conditions in India
3. Increased market fragmentation
4. Dependency on key clients for project awards could have negative effects on our business and financial stability.
5. Lack of long-term agreements with suppliers poses risks to raw material procurement and quality.
6. Timely completion of projects is crucial for our business, and failure may have serious consequences.
7. Shortage of contract labour, strikes, or regulatory changes may impact cash flows and operations.
8. Non-compliance with loan repayment terms could adversely affect our business and financial condition.

- b) **The following details has been updated under the heading “Results Of Key Operations” on page 166 of the DRHP.**

AVERAGE SQ FT OF PROJECTS CONSTRUCTED BY THE COMPANY

The Company has constructed on an average ~ 6,55,029 Sq. Ft., 4,77,713 Sq. Ft., 1,54,856 Sq. Ft. and 50,000 Sq. Ft. during the period ended December 31, 2023, Fiscal 2023, Fiscal 2022 and Fiscal 2021 respectively.

REVIEW OF OPERATION FOR THE PERIOD ENDED NOVEMBER 30, 2023

Revenue from Operations

For the period concluding on November 30, 2023, our operations generated a revenue of ₹4,184.23 lakhs, derived entirely from Contract Revenue. The revenue contributions were notably diversified, with ₹1,661.10 lakhs coming from our Reinforced Cement Concrete (RCC) project, and ₹2,523.13 lakhs from the Lock and Key project. This total revenue accounts for 99.58% of our overall income, underscoring the effectiveness of our project execution and strategic focus.

Profit after Tax

From April 2023 to November 2023 the major reason for the increase in PAT is because almost all the projects in hand were above plinth level that is foundation work was over and either projects were on ground floor or typical floor slab so the revenue has increased plus the PAT has gone up.

Since significant expenses were incurred for foundational requirements, particularly for conventional shuttering, the associated capital expenditure was notably high, so it is directly affecting the PAT. Moreover, as construction progresses to typical floors, the aluminium form shuttering offers increased repetitions and retains salvage value even after 100-150 repetitions. Even the labour charges also are less as we go on a typical floor and revenues are more.

The increase in PAT from March 2023 to November 2023 can be attributed to two primary factors: (1) all the foundation except one project were over, and majority projects were on the typical floors. (2) couple of projects were taken from the client where already client had finished the foundation work, so we did not do the foundation and typical floors were started, these two projects did not have basement. Also, the work started from the day one from the ground floor.

COMPARISON OF F.Y. 2023 WITH F.Y. 2022:

Revenue from Operations

The fiscal year 2023 marked a significant milestone with a revenue of ₹6,380.93 lakhs, reflecting an increase of ₹3,371.53 lakhs or 112.03% over the previous fiscal year. This remarkable growth is attributed to our expansion in constructed area—from 1,79,138.85 square feet to 5,28,889.89 square feet—demonstrating our capacity to undertake and successfully execute larger construction projects. The achievement of new contracts and partnerships within the construction industry has further fuelled our revenue growth, bolstered

by our unwavering commitment to quality and timely project delivery. The substantial expansion in the constructed area doesn't automatically translate into a rise in revenue, primarily because in FY22 and FY23, the majority of the projects that were acquired were in foundation / initial phase. Generally, per square feet consumption of the steel is double in quantity for foundation / initial phase of the project and later it decreases as the project moves upward i.e. on the typical floors the steel quantity decreases. This type of work, while crucial for the stability and longevity of the structure, does not immediately contribute to revenue generation as it lays the groundwork for future development of the project. In the initial phase, labour payment also increases for foundation work and later it decreases, but in select contracts if you observe the payment terms, those are adverse, so the revenue generation at the upper floors are more and in the foundation it is less. The first two projects had progressed to the typical floor work, which involves constructing the habitable floors above the plinth. This allowed us to accelerate our work. In FY22 and FY23, the Company acquired numerous projects, including one from Lodha, resulting in the ongoing foundation work. The significant increase in revenue during FY22 compared to FY23 can be attributed to the doubling of projects undertaken during this period.

Profit after Tax (PAT)

Our PAT saw a significant upswing, climbing to ₹337.01 lakhs in FY23 from ₹152.11 lakhs in FY22. This uplift was primarily due to the increase in revenue and a strategic reduction in the cost of materials consumed relative to revenue, from 54.60% in FY22 to 46.13% in FY23. Additionally, the slight improvement in the PAT margin from 5.05% in FY22 to 5.28% in FY23, despite the rise in employee benefit expenses, showcases our adeptness in managing expansion costs.

At the foundation level, steel consumption is 11kg per square foot, but as construction progresses upwards, this usage decreases to 6-8kg per square foot. The major machineries, likewise tower Crane, Concrete pumps, Man Material Hoist, Cutting Bending machinery, and Threading and forging machinery is a capital expenditure, plus the financial cost of the capital expenditure is heavy on the initial stage of the project, compare to the later stage of the project. The initial cost of setting up a labour camp, mobilisation of the site, site set up is one-time expenditure but it is more in starting up the project and it is a one-time expense during the project life cycle. This increased expenditure subsequently impacted the PAT margin, resulting in a marginal increase.

COMPARISON OF F.Y. 2022 WITH F.Y. 2021:

Revenue from Operations

Our company commenced business operations in the fiscal year 2021, during the said year the Company has achieved a total revenue of ₹348.92 lakhs. Due to the COVID-19 pandemic, our business operations were significantly affected, particularly in accessing our construction sites and the shortage of labor. The said situation persisted until November 2020. Hence, effectively for the fiscal year 2021, our site was fully operational only for four months. Hence, the revenue of the fiscal year 2022 of ₹3,009.39 lakhs which was for the entire year is not comparable with the revenue of Fiscal 2021 which was effective for only four months.

FY 2021 is the first year of operations and also due to the adverse impact of Covid 19 on our business. Due to COVID-19 restrictions, our access to the site was limited, preventing us from achieving the planned milestones. Consequently, the bulk of the work was carried out once full access was restored towards the end of CY 2020, resulting in most of the billing being deferred to the following financial year. A significant factor in this delay was the time required to construct the plinth of the building, which includes the footing and foundation. Major billing typically occurs only after this foundational work is complete, so the billing for these and subsequent tasks took place in FY 2022. We had also added another project by then so that other project also led to further increase in revenue.

The surge was also due to our capability to scale our construction activities, as evident from the expansion of our total constructed area. The year was marked by an enhanced project portfolio, driven by strategic business development and effective client relationship management.

Profit after Tax (PAT)

The PAT for FY22 witnessed an impressive rise to ₹151.11 lakhs from just ₹7.85 lakhs in FY21, propelled by a significant revenue increase and a more efficient management of employee benefits and other expenses. The strategic reduction in these expenses, despite an increase in the cost of materials, underscores our focus on cost management and operational efficiency, resulting in a healthy increase in our PAT margin.

SECTION VII – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

- a) **The following table has been updated under the heading “Outstanding Dues To Creditors Of Our Company” on page 180 of the DRHP.**

As per the Materiality Policy, As of January 10, 2024, our Company owes the following amounts 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:

Types of creditors	Number of Creditors	Amount Outstanding (₹ in lakhs)
Material Creditors	03	754.62
Micro, Small and Medium Enterprises	18	68.66
Other creditors	199	567.51
Total	220	1,390.79

For further details please refer to the chapter titled “Restated Financial Statements” beginning on page 157 of this Draft Red Herring Prospectus.

GOVERNMENT AND OTHER KEY APPROVALS

- a) **The following details has been added on page 183 of Draft Red Herring Prospectus under the heading “Business and labour related approvals/registration/ certificates”:**

BUSINESS AND LABOUR RELATED APPROVALS/REGISTRATION/ CERTIFICATES

Sr. No.	Description	Authority	Registration No. /License No./ Certificate No.	Date of Issue	Date of Expiry
1	Maharashtra Labour Welfare Fund Act, 1963	Maharashtra Labour Welfare Board	THTHAM000552	March 1, 2024	Valid until cancel

Following are the details with respect to Contract Labour (Regulation and Abolition) Act, 1970:

Sr. No.	Name	Status of Application	License No	Date of Application	Date of Issue	Date of Expiry
1	Transcon Triumph phase 2 Private Limited	Issued	License No.- 2113600110037079	February 23, 2024	February 23, 2024	September 14, 2024
2	Soni and Associates	Not Applicable*	-	-	-	-
3	Lodha Acme Ozone	Applied	2410200110047096	March 18, 2024	May 14, 2024	December 31, 2024
4	Lodha Amara	Applied	2410200110047095	March 18, 2024	May 14, 2024	December 31, 2024
5	Mahavir Springs	Applied	2410200110047097	April 8, 2024	May 14, 2024	December 31, 2024

* The labor license is not required for this site as it does not meet the minimum threshold for the number of laborers.

- b) **The following details has been removed on page 183 of Draft Red Herring Prospectus under the heading “Key approvals required but not obtained or applied for by our company”:**

There are no such key approvals required but not obtained or applied for as on the date of this Draft Red Herring Prospectus except below mentioned.

Sr. No.	Description	Authority	Registration No. /License No./ Certificate No.	Date of Issue	Date of Expiry
1	Contract Labour (Regulation and Abolition) Act, 1970	Government Of Maharashtra Office Of Licensing Officer Thane	2310200110042810	April 27, 2023	December 31, 2023
2	Maharashtra Labour Welfare Fund Act, 1963	Maharashtra Labour Welfare Board	-	-	-

- a) **We have added the declaration of Ms. Chandni Sarvaiya due to her appointment as an Independent Director:**

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE NON- EXECUTIVE INDEPENDENT DIRECTOR

Sd/-

Chandni Sarvaiya

Non- Executive Independent Director

Place: Thane