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COMMITTED CARGO CARE LIMITED

# COMMITTED CARGO CARE LIMITED

Corporate Identification Number: U63090DL1998PLC096746

Our Company was originally incorporated as a Private Limited Company in name and style of "Committed Cargo Care Private Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation dated October 20, 1998 bearing Registration Number 55-96746 of 1998 issued by Asst. Registrar of Companies, N.C.T. of Delhi & Haryana. Subsequently, the name of the company was changed to "Committed Cargo Care Limited" pursuant to conversion into a public company vide shareholder's approval dated January 12, 2018 and vide fresh certificate of incorporation dated January 17, 2018 bearing Corporate Identity Number U63090DL1998PLC096746 issued by Registrar of Companies, Delhi. For further details, please refer to the chapter titled "History and Certain Corporate Matters" beginning on page 109 of this Prospectus

Registered Office: Khasra No. 406, Ground Floor, A - Block, Gali No. - 8, Mahipalpur Extn., New Delhi - 110037, India. | Tel No: 011-46151111; | Email id: hr@committedgroup.com; | Website: www.committedgroup.com | Contact Person: Charumita Bhutani, Company Secretary & Compliance Officer

**THE PROMOTERS OF THE COMPANY ARE RAJEEV SHARMA, NITIN BHARAL, NARENDRA SINGH BISHT, YASHPAL ARORA AND SONIA BHARAL**

## THE ISSUE

INITIAL PUBLIC ISSUE OF 32,40,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF COMMITTED CARGO CARE LIMITED ("THE COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 77/- PER EQUITY SHARE (THE "ISSUE PRICE"), (INCLUDING A PREMIUM OF ₹ 67/- PER EQUITY SHARE), AGGREGATING 2494.80 LAKHS ("THE ISSUE"), OF WHICH 1,64,800 EQUITY SHARES OF FACE VALUE OF ₹ 10/- FOR CASH AT A PRICE OF ₹ 77/- EACH AGGREGATING ₹ 126.90 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 30,75,200 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR CASH AT A PRICE OF ₹ 77/- PER EQUITY SHARE, AGGREGATING TO ₹ 2367.90 LAKHS IS HERE IN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 29.97 % AND 28.45 % RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE NO 244 OF THIS PROSPECTUS.

\*SUBJECT TO FINALISATION OF BASIS OF ALLOTMENT

**THE FACE VALUE OF THE EQUITY SHARES IS ₹10.00/- EACH AND THE ISSUE PRICE IS ₹77/- PER EQUITY SHARE**  
**THE ISSUE PRICE IS 7.7 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.**

THIS ISSUE IS BEING MADE THROUGH FIXED PRICE PROCESS IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 ("SEBI ICDR REGULATIONS") AS AMENDED AND RULE 19(2)(B)(I) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED (THE "SCRR"), THIS ISSUE HAS BEEN MADE FOR AT LEAST 25.00% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 253 OF THE PROSPECTUS. A COPY OF THE PROSPECTUS IS FILED WITH THE REGISTRAR OF COMPANIES IN ACCORDANCE WITH SECTION 26 OF THE COMPANIES ACT, 2013.

**FIXED PRICE ISSUE AT ₹77/- PER EQUITY SHARE**

**MINIMUM APPLICATION OF 1600 EQUITY SHARES AND IN MULTIPLES OF 1600 EQUITY SHARES THEREAFTER**

DISCLAIMER: IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST RELY ON THE INFORMATION INCLUDED IN THE PROSPECTUS AND THE TERMS OF ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.

## ISSUE PROGRAM

**OPENS ON: FRIDAY, OCTOBER 06, 2023**

**CLOSES ON: TUESDAY, OCTOBER 10, 2023**

**ASBA\***

Simple, Safe, Smart way of Application – Make use of it!!!

\*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the fund in the bank account. For details, check section on ASBA below.

**Mandatory in public issue. No cheque will be accepted**



UPI - Now Mandatory in ASBA for Retail Individual Investors (RIIs) Investors are required to ensure that the Bank Account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs and RTAs. RIIs also have option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. For details on ASBA and UPI process, please refer to the details given in Application Form, Abridged Prospectus, General Information Document for investing in the public issue and also please refer to Section "Issue Procedure" beginning on page 272 of the Prospectus. The process is also available on the website of Lead Manager to the Issue, and the website of National Stock Exchange of India Limited ("NSE") and in General Information Document for investing in the Public Issue ("GID"). ASBA Application Forms can be downloaded from the website of National Stock Exchange of India Limited ("NSE") and can be obtained from the list of banks that is displayed on the website of the Securities and Exchange Board of India ("SEBI") at [www.sebi.gov.in](http://www.sebi.gov.in). List of banks supporting UPI is also available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in). For the list of UPI Apps and Banks live on IPO, please refer to the link [www.sebi.gov.in](http://www.sebi.gov.in).

IN TERMS OF THE CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015 DATED NOVEMBER 10, 2015 AND ALL POTENTIAL INVESTORS PARTICIPATE IN THE ISSUE ONLY THROUGH APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA) PROCESS PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS (SCSBs) FOR THE ISSUE. FURTHER PURSUANT TO CIRCULAR BEARING NO. SEBI/HO/CFD/DIL2/CIR/P/2019/76 DATED JUNE 28, 2019 FOR IMPLEMENTATION OF PHASE II FOR UPI FACILITY, WHICH IS EFFECTIVE FROM JULY 01, 2019. ALL POTENTIAL APPLICANTS ARE REQUIRED TO MANDATORILY UTILIZE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA) PROCESS PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNT OR UPI ID (IN CASE OF RIIS), IN WHICH THE CORRESPONDING APPLICATION AMOUNT WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR MORE DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO THE "ISSUE PROCEDURE" ON PAGE NO 253 OF THE PROSPECTUS

### PROPOSED LISTING

The Equity Shares Issued through the Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. Our Company has received an In-Principle Approval Letter dated July 06, 2023 from National Stock Exchange of India Limited for using its name in the Prospectus for listing of our shares on the EMERGE Platform of National Stock Exchange of India Limited. For the purpose of this Issue, the Designated Stock Exchange will be the National Stock Exchange of India Limited ("NSE").

### DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI")

Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Issue Document was not filed with SEBI. In terms of the SEBI ICDR Regulations, SEBI shall not issue any observations on the Issue Document. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire "SEBI Disclaimer Clause" on page 234 of the Prospectus.

### DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") (DESIGNATED STOCK EXCHANGE)

It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the "Disclaimer Clause of NSE" on page 235 of the Prospectus.

### RISK TO INVESTORS

- Our Company, its Promoters and its Directors are involved in litigation proceedings that may have a material adverse outcome.
- Our Company requires certain statutory and regulatory approvals for conducting our business and our failure to obtain, retain or renew them in a timely manner, or at all, may adversely affect our operations.
- We may be unable to sufficiently obtain, maintain, protect, or enforce our intellectual property and other proprietary rights.
- Our top 10 customers contribute approximately 46.99%, 46.79% and 54.76% of our revenues for financial year ended March 31, 2023, financial year ended March 31, 2022 and financial year ended March 31, 2021 respectively. Any loss of business from one or more of them may adversely affect our revenues and Profitability.
- We may face competition from a number of international and domestic third-party logistics companies, which may adversely affect our market position and business.
- Our profitability and results of operations may be adversely affected in the event of increases in the carrier cost, labour or other costs.
- We deal in clearance and transportation of hazardous goods, in case of any accident involving hazardous goods; we may be liable for damages and subsequent litigations.
- Our Company does not have any long-term contracts with any of shipping lines, transporters, custom clearance agents etc. which may adversely affect our results of operations.

For further details, please refer chapter titled "Risk Factors" on page no. 21 of the Prospectus.

### RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of our company, there has been no formal market for the securities of our company. The face value of the shares is ₹ 10.00/- per equity share and the Issue Price is 7.7 times of the face value.

### AVERAGE COST OF ACQUISITION

The average cost of acquisition per Equity Share to our Promoters as at the date of this Prospectus is:

Name	Average Cost of Acquisition per Equity Share (in ₹)
Rajeev Sharma	0.85
Narendra Singh Bisht	0.61
Yashpal Arora	0.85
Nitin Bharal	Nil
Sonia Bharal	0.85

\*As certified by M/S Gupta Vijay K & Co., Chartered Accountants, pursuant to their certificate dated September 27, 2023

The Issue Price is Rs. 77.00/- per Equity Share

### WEIGHTED AVERAGE PRICE AT WHICH THE EQUITY SHARES WERE ACQUIRED BY OUR PROMOTER IN THE ONE YEAR PRECEDING THE DATE OF THIS PROSPECTUS

The weighted average price at which the equity shares were acquired by our Promoters in the one year preceding the date of this Prospectus.

Name	Number of Shares	Weighted Average Cost of Acquisition per Equity Share (in ₹)
Rajeev Sharma	Nil	Nil
Narendra Singh Bisht	Nil	Nil
Yashpal Arora	Nil	Nil
Nitin Bharal	Nil	Nil
Sonia Bharal	Nil	Nil

\*As certified by M/S Gupta Vijay K & Co., Chartered Accountants, pursuant to their certificate dated September 27, 2023

The Issue Price is Rs. 77.00/- per Equity Share

The Issue Price (is determined by our Company in consultation with the Lead Manager) as stated in the chapter titled on "Basis for Issue Price" beginning on page 71 of the Prospectus should not be taken to be indicative of the market price of the equity shares after the equity shares are listed. No assurance can be given regarding an active and/or sustained trading in the equity shares of our company nor regarding the price at which the equity shares will be traded after listing.

### BASIS FOR ISSUE PRICE

#### 1. Basic and Diluted Earnings per Share (EPS)

Year / Period ended	Basic EPS and Diluted EPS	Weights
March 31, 2021	3.07	1
March 31, 2022	4.08	2
March 31, 2023	7.04	3
<b>Weighted Average EPS</b>	<b>5.39</b>	
For the period ended April 30, 2023 (Not annualized)		Negligible

Note: i. The face value of each Equity Share is ₹ 10.

ii. Basic Earnings per share = Profit for the period / Weighted average number of equity shares outstanding during the period/year.

iii. Diluted Earnings per share = Profit for the period / Weighted average number of potential equity shares outstanding during the period/year.

iv. Weighted average is aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. {(EPS x Weight) for each year} / {Total of weights}

v. Weighted average number of Equity Shares are the number of Equity Shares outstanding at the beginning of the period/year adjusted by the number of Equity Shares issued during the period/year multiplied by the time weighing factor. The time weighing factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the period/year.

### 2. Price to Earnings (P/E) ratio in relation to Issue Price ₹ 77 per Equity Share of ₹ 10 each fully paid up

Particulars	P/E ratio
P/E ratio based on Basic & Diluted EPS as at March 31, 2023	10.94
P/E ratio based on Weighted Average Basic & Diluted EPS	14.28
<b>Industry Peer Group P/E ratio</b>	
Highest	980.00
Lowest	16.53
Average	338.46

Note: The highest and lowest industry P/E has been considered from the industry peer set provided later in this chapter. The industry average has been calculated as the arithmetic average P/E of the industry peer set disclosed in this chapter. For further details, see below "Comparison of Accounting Ratios with Peer Companies beginning on page 74 of this Prospectus."

### 3. Return on Net worth (RoNW)

Return on Net Worth (RoNW) as per restated financial statements-

Year Ended	RONW (%)	Weight
March 31, 2021	11.37%	1
March 31, 2022	13.13%	2
March 31, 2023	18.48%	3
<b>Weighted Average EPS</b>		<b>15.51%</b>
For the period ended April 30, 2023 (Not annualized)		<b>1.84%</b>

Note: Return on Net worth has been calculated as per the following formula:

1) Return on Net Worth (%) = Net Profit after tax attributable to owners of the Company, as restated / Average total equity as restated as at year/period end.

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

3) Net worth is aggregate value of the paid-up share capital of the Company and other equity, excluding revaluation reserves if any, as per Restated Financial Information.

### 4) Net Asset Value (NAV)

Particulars	(₹ Per Share)
Net Asset Value per Equity Share as of March 31, 2021	26.99
Net Asset Value per Equity Share as of March 31, 2022	31.07
Net Asset Value per Equity Share as of March 31, 2023	38.11
Net Asset Value per Equity Share as of April 30, 2023	38.82
Net Asset Value per Equity Share after IPO	49.77
Issue Price per equity share	77.00

Note: The figures disclosed above are based on the Restated Financial Statement of our Company

Net Asset Value has been calculated as per the following formula:

NAV = Net Worth excluding revaluation reserve (if any)

Outstanding number of Equity shares outstanding during the year / period

### 5) Key financial and operational performance indicators ("KPIs")

The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help us in analyzing the business growth of comparison to our peer.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 27, 2023 and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this Prospectus. Further, the KPIs herein have been certified by Gupta Vijay K & Co., Chartered Accountants, by their certificate dated September 27, 2023.

We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 2 of this Prospectus.

Our Company confirms that it shall continue to disclose all the KPIs included in this chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Chapter "Objects of the Issue" on page 72, whichever is later or for such other duration as may be required under the SEBI (ICDR) Regulations, 2018.

(₹ In Lakhs except percentages and ratios)

Particulars	For the period ended April 30, 2023	For the Financial Year ended		
		March 31, 2023	March 31, 2022	March 31, 2021
Share Capital	756.96	756.96	756.96	756.96
Networth	2,938.86	2,884.79	2,351.63	2,042.90
Revenue	959.24	12,221.96	14,597.12	11,377.48
Profit after Tax	54.07	533.17	308.72	232.20
Earnings per share (Basic & diluted)	0.00	7.04	4.08	3.07
(₹) Net Asset Value per Equity Share (Basic & diluted) (₹)	38.82	38.11	31.07	26.99
Total borrowing	16.25	67.34	14.69	31.42
Total no. of outstanding equity shares	75,69,600	75,69,600	75,69,600	75,69,600
Growth in Revenue from Operations	NA	16.27%	28.30%	35.41%
EBITDA	74.91	753.63	455.08	356.22
EBITDA Margin	7.81%	6.17%	3.12%	3.13%
PAT	54.07	533.17	308.72	232.20
PAT Margin	5.64	4.36%	2.11%	2.04%
Capital Employed	3,014.56	2,952.13	2,366.31	2,074.32
ROE	1.84%	18.48%	13.13%	11.37%
EBIT + Other Income	73.26	710.20	414.65	327.83
ROCE	2.43%	24.06%	17.52%	15.80%

Notes: 1. Revenue from Operations means the Revenue from Operations as appearing in the Restated Financial Statements.

2. Growth in Revenue from Operations (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.

3. EBITDA is calculated as Profit before tax + Depreciation + Finance Cost - Other Income

4. EBITDA Margin is calculated as EBITDA divided by Revenue from Operations

5. PAT Margin is calculated as PAT for the period/year divided by revenue from operations.

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