

(Continued from previous page...)

- Notes:**
- (1) Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights
  - (2) Basic Earnings per Equity Share (₹) = Restated profit for the period/year divided by Weighted average number of equity shares outstanding during the period/year, read with note 1 above
  - (3) Diluted Earnings per Equity Share (₹) = Restated profit for the period/year divided by Weighted average number of diluted equity shares outstanding during the period/year, read with note 1 above
  - (4) Earnings per Share calculations are in accordance with the notified Accounting Standard 20 'Earnings per share'. The face value of equity shares of the Company is ₹10/-.
  - (5) The figures disclosed above are based on the Restated Financial Statements.

**2. Price / Earning (P/E) Ratio in relation to Issue Price of ₹ 220 to ₹ 227 per Equity Share:**

Particulars	P/E at the lower end of the price band (no. of times)	P/E at the higher end of the price band (no. of times)
a) P/E ratio based on Basic and Diluted EPS of ₹ 11.10 as at March 31, 2023	19.82	20.45
b) P/E ratio based on Weighted Average EPS of ₹25.27	8.71	8.98

**3. Industry Price / Earning (P/E) Ratio**

Particulars	P/E Ratio*
Highest	NA
Lowest	NA
Average Industry P/E	NA

\* We believe there is no listed company specifically comparable in the similar line of segments in which our Company operates and whose business segment in part or full may be comparable with that of our business. Thus the Industry PE Ratio is not available.

**4. Return on Network ("RoNW")**

Year ended	RoNW (%)	Weight
March 31, 2023	21.34%	3
March 31, 2022	38.96%	2
March 31, 2021	22.87%	1
<b>Weighted Average</b>	<b>27.46%</b>	
Eight months period ended November 30, 2023*	42.56%	

\*Not Annualised

Notes:  
(1) Return on net worth (%) = Net profit after tax as restated, attributable to the owners of the company

Net worth as restated, including share capital and reserves and surplus, as stated at the end of the year

(2) Net worth = Equity share capital + Reserves and surplus (including, Securities Premium, General Reserve and surplus in statement of profit and loss).

RoNW for the four months period ended November 30, 2023, are not annualised

**5. Net Asset Value\* (NAV) per Equity Share**

Particulars	₹
As on November 30, 2023	36.77
As on March 31, 2023	260.22
<b>NAV post issue:</b>	
At the lower end of the price band of ₹ 220.00	85.27
At the upper end of the price band of ₹ 227.00	87.13
Issue price per share	●*

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

**(Net Asset Value\* (NAV) calculated Post Dilution & Bonus Shares)**

(1) Net Asset Value per Equity Share = Net worth as restated, including share capital and reserves and surplus, as restated at the end of the year

No. of equity shares outstanding at the end of the year

Net profit after tax as restated for calculating basic EPS

Weighted average number of equity shares outstanding at the end of the period or year

(2) Basic earnings per share (₹) =

**6. Comparison of Accounting Ratios with Industry Peers**

Name of the company	Consolidated/ Standalone	Face value (₹ per share) ^	Closing price on December 12, 2023 (₹ per share)	Revenue from Operations (₹ in Lakhs)	EPS (₹)		NAV (₹ per share)	P/E Ratio	RoNW (%)	PAT margin (%)	Market cap to Revenue from operation
					Basic	Diluted					
Shree Karni Fabcom Limited *	Consolidated	10	N.A.	12,694.65	11.10	11.10	260.22	N.A.	21.34%	4.37%	●*
<b>PEER GROUP</b>											
Nobletex Industries Limited	Standalone	10	N.A.	17,828.68	19.17	19.17	88.94	N.A.	24.16%	4.64%	N.A.

\*Financial information for our Company is derived from the Restated Financial Statements as at and for the Fiscal 2023.

#Will be updated in the Prospectus.

Source: All the financial information for unlisted industry peer mentioned above is sourced from the annual report of the relevant companies for Fiscal 2023, as available on the websites of the MCA.

**7. The Issue Price is [●] Times of the Face Value of the Equity Shares.**

The price band/floor price/issue price will be determined by the issuer in consultation with the BRLM, on the basis of book-building on the basis of assessment of the market demand from investors for the Equity Shares and shall be justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "Risk Factors", "Our Business" and "Financial Information" on pages 29, 116 and 167, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.

Some of the key performance indicators which may form the basis for computing the Issue Price are as follows:

Key Financial Performance	November 30, 2023*	March 31, 2023*		March 31, 2022*		March 31, 2021*	
		(₹ in Lakhs)		(₹ in Lakhs)		(₹ in Lakhs)	
Revenue from Operations <sup>(1)</sup>	7,572.22	12,694.65	8,357.36	3,287.42			
Total Revenue <sup>(2)</sup>	7,599.48	12,704.05	8,365.18	3,289.86			
EBITDA <sup>(3)</sup>	1,440.27	1,519.16	828.14	380.51			
PAT <sup>(4)</sup>	813.83	555.25	514.84	153.48			
Net Worth <sup>(5)</sup>	1,912.17	2,602.24	1,321.61	671.23			
Debt To Equity Ratio <sup>(6)</sup>	4.97	1.41	2.06	2.16			
Current Ratio <sup>(7)</sup>	0.84	1.46	1.55	1.97			

\*Not annualised

**Notes**

1. Revenue from operation means revenue from sales, service and other operating revenues
2. Total Revenue means consolidated income of revenue from operation plus other incomes
3. EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income
4. PAT is calculated as Profit before tax - Tax Expenses.
5. Net worth means total assets minus total liabilities
6. Debt to equity ratio means total debt divide by its total shareholders' equity.
7. Current ratio means total current assets divided by total liabilities..

**Key Performance Indicators**

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Consolidated Financial information. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the company.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated December 12, 2023 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed by any investors at any point of time during the three years period prior to the date of filing of the Draft Red Herring Prospectus. Further, the KPIs herein have been certified by M/s. Baid Agarwal Singh & Co., Chartered Accountants, by their certificate dated December 12, 2023.

The KPIs of our Company have been disclosed in the sections titled "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations - Key Performance Indicators" on pages 116 and 209 of the RHP respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" on page 6 of the RHP

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

**Key Performance Indicators of our Company**

Key Performance Indicators	Eight months period ended November 30, 2023*	March 31, 2023	March 31, 2022	March 31, 2021
Revenue from Operations	7,572.22	12,694.65	8,357.36	3,287.42
EBITDA <sup>(1)</sup>	1,440.27	1,519.16	828.14	380.51
EBITDA Margin <sup>(2)</sup> (3)	19.02%	11.97%	9.91%	11.57%
Profit After Tax for the Year / Period	813.83	555.25	514.84	153.48
PAT Margin <sup>(4)</sup>	10.75%	4.37%	6.16%	4.67%
ROE <sup>(5)</sup>	42.56%	21.34%	38.96%	22.87%
ROCE <sup>(6)</sup>	11.34%	21.83%	19.20%	16.80%
Net Debt/ EBITDA <sup>(7)</sup>	6.52	2.38	3.27	3.68

\*Not annualised for the three months period ended November 30, 2023.

**Notes**

1. EBITDA means Earnings before interest, taxes, depreciation and amortisation expense, is calculated as profit before tax/ (loss) before extraordinary item for the period/year and adding back finance costs, and depreciation & amortisation expenses.
2. EBIT means Earnings before interest and tax, and is calculated as profit before tax/ (loss) before extraordinary item for the period/year and adding back finance cost.
3. EBITDA Margin is calculated as EBITDA as a percentage of Revenue from operations.
4. PAT Margin is calculated as profit after tax for the year / period as a percentage of Revenue from operations.
5. Return on Equity (ROE) is calculated as profit after tax for the year/period divided by Total Equity.
6. Return on Capital Employed (ROCE) is calculated as EBIT divided by Capital Employed. Capital Employed is calculated as total assets less total current liabilities as at the end of the period/year.
7. Net Debt/ EBITDA: Net Debt is calculated as total borrowings (including lease liabilities) less cash and cash equivalents and bank balances other than cash and cash equivalents as at the end of the period/year divided by EBITDA.

**Explanation for KPI metrics**

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business.
EBITDA (₹ in Lakhs)	EBITDA provides information regarding the operational efficiency of the business.
EBITDA Margin (%)	EBITDA Margin is an indicator of the operational profitability and financial performance of our business.
Profit After Tax (₹ in Lakhs)	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin (%)	PAT Margin is an indicator of the overall profitability and financial performance of our business.
RoE (%)	RoE provides how efficiently our Company generates profits from average shareholders' funds.
RoCE (%)	ROCE provides how efficiently our Company generates earnings from the average capital employed in the business.
Net Debt/ EBITDA (In Times)	Net Debt by EBITDA is indicator of the efficiency with which our Company is able to leverage its debt service obligation to EBITDA.

**Comparison the Key Performance Indicators with our listed peers:**

(₹ in lakhs) (As on March 31, 2023)

Key Performance Indicators	Nobletex Industries Limited*
Revenue from Operations	17,828.68
EBITDA <sup>(1)</sup>	1,601.70
EBITDA Margin <sup>(2)</sup>	8.99%
Profit After Tax for the Year	835.83
PAT Margin <sup>(4)</sup>	4.64%
ROE <sup>(5)</sup>	21.16%
ROCE <sup>(6)</sup>	24.68%
Net Debt/ EBITDA <sup>(7)</sup>	2.11

Source: \*As certified by the Statutory Auditor vide their certificate dated December 12, 2023.

KPIs disclosed above has been approved by the Audit Committee of the Company in their meeting held on dated December 12, 2023.

**Notes:**

1. EBITDA means Earnings before interest, taxes, depreciation and amortisation expense, is calculated as profit before tax (loss) before extraordinary item for the period/year and adding back finance costs, and depreciation & amortisation expenses.
2. EBIT means Earnings before interest and tax, and is calculated as profit before tax/ (loss) before extraordinary item for the period/year and adding back finance cost.
3. EBITDA Margin is calculated as EBITDA as a percentage of Revenue from operations.
4. PAT Margin is calculated as profit after tax for the year / period as a percentage of Revenue from operations.
5. Return on Equity (ROE) is calculated as profit after tax for the year/period divided by Total Equity.
6. Return on Capital Employed (ROCE) is calculated as EBIT divided by Capital Employed. Capital Employed is calculated as total assets less total current liabilities as at the end of the period/year.
7. Net Debt/ EBITDA: Net Debt is calculated as total borrowings (including lease liabilities) less cash and cash equivalents and bank balances other than cash and cash equivalents as at the end of the period/year divided by EBITDA.

**OPERATIONAL KPIs OF THE COMPANY:**

Particulars	For the Year ended on March 31		
	2023	2022	2021
<b>Capacity Utilisation</b>			
Installed Capacity (MTPA)	9,45,000	4,80,000	1,80,000
Actual Production (MTPA)	6,71,000	2,74,000	1,70,000
Capacity Utilization (In %)	71.00%	57.00%	94.44%
<b>Contribution to revenue from operations of top 5 / 10 customers</b>			
Top 5 Customers (%)	43.54%	50.88%	44.59%
Top 10 Customers (%)	61.12%	68.52%	72.96%

**Explanation for KPI metrics:**

KPI	Explanations
Contribution to revenue from operations of top 5 / 10 customers	This metric enables us to track the contribution of our key customers to our revenue and also assess any concentration risks.

**COMPARISON OF OPERATIONAL KPIs OF OUR COMPANY AND OUR LISTED PEER:**

The operational KPIs of the unlisted peer are not publicly available.

**WEIGHTED AVERAGE COST OF ACQUISITION:**

a) The price per share of our Company based on the primary/ new issue of shares (equity / convertible securities).

There have been no issuance of Equity Shares, excluding shares issued as bonus shares, during the 18 months preceding the date of this Draft Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days.

b) The price per share of our Company based on the secondary sale / acquisition of shares (equity / convertible securities).

There have been no secondary sale / acquisitions of Equity Shares or convertible securities, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

c) Price per share based on the last five primary or secondary transactions;

Since there are no transactions to report under (a) or (b) above, therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter / Promoter Group entities or shareholder(s), not older than 3 years prior to the date of this Draft Red Herring Prospectus, irrespective of the size of transactions is not required, are not applicable.

Description on the historic use of the KPIs by us to analyze, track or monitor our operational and/or financial performance in evaluating our business, we consider and use certain KPIs, as stated above, as a supplemental measure to review and assess our financial and operating performance.

The presentation of these KPIs is not intended to be considered in isolation or as a substitute for the Restated Financial Information. We use these KPIs to evaluate our financial and operating performance. These KPIs have limitations as analytical tools. Further, these KPIs may differ from the similar information used by other companies and hence their comparability may be limited. Therefore, these metrics should not be considered in isolation or construed as an alternative to GAAP measures of performance or as an indicator of our operating performance, liquidity or results of operation. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, our management believes that it provides an additional tool for investors to use in evaluating our ongoing operating results and trends and in comparing our financial results with other companies in our industry because it provides consistency and comparability with past financial performance, when taken collectively with financial measures prepared in accordance with GAAP. Investors are encouraged to review GAAP financial measures and to not rely on any single financial or operational metric to evaluate our business.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 96 of the Red Herring Prospectus

**BID/ISSUE PROGRAM**

**BID/ISSUE OPENS FOR ANCHOR INVESTORS ON : TUESDAY, MARCH 5, 2024**

**BID/ISSUE OPENS ON : WEDNESDAY, MARCH 6, 2024**

**BID/ISSUE CLOSES ON\*\* : MONDAY, MARCH 11, 2024**

\*\*Our Company may in consultation with the BRLM, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.

In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of three Working Days, subject to the Bid/Issue Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchange by issuing a press release and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and Sponsor Bank as applicable.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229(2) of the SEBI ICDR Regulations of the SEBI ICDR Regulations, wherein not more than 49.97 of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"). Further, 5% of the QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15.01% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.02% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. For details, see "Issue Procedure" on page 251 of the Red Herring Prospectus.

Bidders / Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders / Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active.

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 144 of the Red Herring Prospectus and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 308 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MEMORANDUM OF ASSOCIATION:** The Liability of the members of the Company is Limited.

**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The Authorised share capital of the Company is ₹ 8,00,00,000 consisting of 80,00,000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 5,20,00,000 divided into 52,00,000 Equity Shares of ₹10 each. For details of the Capital Structure, see "Capital Structure" on the page 71 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company:

Name of the subscriber	No. of shares subscribed
Manoj Kumar Karnani	2,50,000 Equity Shares
Raj Kumar Agarwal	2,50,000 Equity Shares
Rajiv Lakhota	2,50,000 Equity Shares
Radhe Shyam Daga	2,50,000 Equity Shares

Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Certain Corporate Matters" on page 144 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 71 of the Red Herring Prospectus.

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" on page 29 of the Red Herring Prospectus.

<b>ASBA*</b>	Simple, Safe, Smart way of Application-Make use of!!!!	*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.	Mandatory in Public Issues from January 1, 2016. No cheque will be accepted.
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	<b>UPI - Now mandatory in ASBA for Retail Investors applying through Registered Brokers, DPs &amp; RTAs. Retail Investors also have the options to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. ** Investors are required to ensure that the Bank Account used for applying is linked to their PAN.</b>
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**UPI-Now available in ASBA for Retail Individual Investors (RII)\*\***  
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 & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors have to apply through the ASBA process "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 251 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.