



**DRAFT RED HERRING PROSPECTUS**  
Dated: February 19, 2024  
Please read Section 26 and 32 of the  
Companies Act, 2013  
(This Draft Red Herring Prospectus will be  
updated upon filing with the RoC)  
100% Book Built Issue



**CORRTECH ENERGY LIMITED**  
**CIN: U52330GJ2000PLC037925**

Registered Office	Contact Person	Email and Telephone	Website
Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India	Akshit Soni Company Secretary & Compliance Officer	<b>E-mail:</b> <a href="mailto:cs@corrtech.in">cs@corrtech.in</a> <b>Tel No:</b> +91-2717-688800	<b>Website:</b> <a href="http://www.corrtechenergy.com">www.corrtechenergy.com</a>

Promoters of the Company
Corrtech International Limited, IEC Projects Limited, Sandeep Indrasen Mittal and Amit Indrasen Mittal

DETAILS OF THE ISSUE				
Type	Fresh Issue Size (in INR Millions)	OFS Size (by no. of Shares or by amount in INR )	Total Issue Size (in INR Millions)	Eligibility
Fresh Issue	60,48,000 Equity Shares aggregating to INR [●] Millions	Nil	INR [●] Millions	This Issue is being made in terms of regulation 229(2) and 253(1) of chapter IX of the SEBI (ICDR) Regulations, 2018 as amended.

**DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION – NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES**

**RISK IN RELATION TO THE FIRST ISSUE**

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the Equity Shares is ₹10. The Floor Price, Cap Price and Issue Price determined by our Company, in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under “*Basis for Issue Price*” on page 84 should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISKS**

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this 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 issued 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 Draft Red Herring Prospectus. Specific attention of the investors is invited to the section “*Risk Factors*” beginning on page 26 of this Draft Red Herring Prospectus.


**ISSUER’S ABSOLUTE RESPONSIBILITY**

The Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to the Company and the Issue, which is material in the context of the Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.


**LISTING**

The Equity Shares Issued through Red Herring Prospectus are proposed to be listed on the SME Platform of NSE (“NSE Emerge”). In terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time, our Company has received “in-principle” approval letter dated [●] from NSE (NSE EMERGE) for using its name in the Offer Document. For the purpose of this Issue, the Designated Stock Exchange will be the National Stock Exchange of India Limited (“NSE”).

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

Name and Logo	Contact Person	Email & Telephone
 <b>HEM SECURITIES LIMITED</b>	Akun Goyal/Neelkanth Agarwal	<b>Email:</b> <a href="mailto:ib@hemsecurities.com">ib@hemsecurities.com</a> <b>Tel. No.:</b> +91- 22- 49060000

**REGISTRAR TO THE ISSUE**

Name and Logo	Contact Person	Email & Telephone
 <b>LINK INTIME INDIA PRIVATE LIMITED</b>	Ms. Shanti Gopalkrishnan	<b>Email:</b> <a href="mailto:corrtech.ip@linkintime.co.in">corrtech.ip@linkintime.co.in</a> <b>Tel No.:</b> +91 8108114949

**BID/ISSUE PERIOD**

ANCHOR PORTION ISSUE OPENS/CLOSES ON: [●]*	BID/ISSUE OPENS ON: [●]	BID/ISSUE CLOSES ON: [●]**

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

\*\*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.

**CORRTECH ENERGY LIMITED**

CIN: U52330GJ2000PLC037925

Our Company was originally incorporated as public limited company under the name of "IEC International Limited" on May 05, 2000 under the provisions of Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli, bearing registration no. as 04-37925. Thereafter, the name of the Company was changed from "IEC International Limited" to "MJB India Gas Turbine Services Limited" pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra & Nagar Haveli on June 06, 2002. Further, the name of our company was changed to "Corrtech Energy Limited" pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on May 14, 2009 bearing CIN U52330GJ2000PLC037925.

**Registered Office:** Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India.

**Contact Person:** Akshit Soni, Company Secretary & Compliance Officer

**Tel No:** +91-2717-688800; **E-mail:** cs@corrtech.in; **Website:** www.corrtechenergy.com;

**Promoters of our Company:** Corrtech International Limited, IEC Projects Limited, Sandeep Indrasen Mittal and Amit Indrasen Mittal

**DETAILS OF THE ISSUE**

**INITIAL PUBLIC OFFER OF UPTO 60,48,000 EQUITY SHARES OF FACE VALUE OF INR 10/- EACH (THE "EQUITY SHARES") OF CORRTECH ENERGY LIMITED ("OUR COMPANY" OR "CEL" OR "THE ISSUER") AT AN ISSUE PRICE OF INR [●] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO INR [●] MILLIONS ("PUBLIC ISSUE") OUT OF WHICH 3,04,000 EQUITY SHARES OF FACE VALUE OF INR 10 EACH, AT AN ISSUE PRICE OF INR [●] PER EQUITY SHARE FOR CASH, AGGREGATING INR [●] MILLIONS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION") AND UPTO [●] EQUITY SHARES OF FACE VALUE OF INR 10 EACH, AT AN ISSUE PRICE OF INR [●] PER EQUITY SHARE FOR CASH, AGGREGATING INR [●] MILLIONS WILL BE RESERVED FOR SUBSCRIPTION BY ELIGIBLES (THE EMPLOYEE RESERVATION PORTION). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION AND EMPLOYEE RESERVATION PORTION I.E. ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF INR 10 EACH, AT AN ISSUE PRICE OF INR [●] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO INR [●] MILLIONS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.47% AND [●]% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

**THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN ALL EDITION OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND ALL EDITION OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER, AND ALL EDITION OF [●], A REGIONAL NEWSPAPER (GUJARATI BEING THE REGIONAL LANGUAGE OF AHMEDABAD WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE SME PLATFORM OF NSE ("NSE EMERGE") FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE**

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, 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 Exchanges 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.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, 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 Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. Further, Equity Shares capital will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids. All potential Bidders (except Anchor Investors) are required to mandatorily utilize the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 286 of this Draft Red Herring Prospectus.

**RISK IN RELATION TO THE FIRST ISSUE**

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the Equity Shares is ₹10. The Floor Price, Cap Price and Issue Price determined by our Company, in consultation with the Book Running Lead Managers, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for Issue Price" on page 84 should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISKS**

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this 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 issued 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 Draft Red Herring Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page 26 of this Draft Red Herring Prospectus.

**ISSUER'S ABSOLUTE RESPONSIBILITY**

The Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to the Company and the Issue, which is material in the context of the Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

**LISTING**

The Equity Shares Issued through this Draft Red Herring Prospectus are proposed to be listed on the SME Platform of NSE (NSE EMERGE). In terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time, our Company has received "in-principle" approval letter dated [●] from NSE (NSE EMERGE) for using its name in the Offer Document. For the purpose of this Issue, the Designated Stock Exchange will be the National Stock Exchange of India Ltd. ("NSE")

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

**HEM SECURITIES LIMITED**  
904, A Wing, Naman Midtown, Senapati Bapat Marg,  
Elphinstone Road, Lower Parel, Mumbai-400013, India  
**Tel. No.:** +91- 22- 49060000; **Fax No.:** +91- 22- 22625991  
**Email:** jb@hemsecurities.com  
**Investor Grievance Email:** redressal@hemsecurities.com  
**Website:** www.hemsecurities.com  
**Contact Person:** Akun Goyal/Neelkanth Agarwal  
**SEBI Regn. No.** INM000010981

**REGISTRAR TO THE ISSUE**

**Link Intime India Private Limited**  
**Address:** C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West)  
Mumbai, Maharashtra - 400083, India  
**Telephone:** +91 8108114949; **Email:** corrtech.ipo@linkintime.co.in  
**Investor Grievance Email:** corrtech.ipo@linkintime.co.in  
**Website:** www.linkintime.co.in  
**Contact Person:** Ms. Shanti Gopalkrishnan  
**SEBI Registration Number:** INR000004058  
**CIN:** U67190MH1999PTC118368

**ISSUE PROGRAMME**

**ANCHOR PORTION ISSUE OPENS/CLOSES ON:** [●]\*

**BID/ISSUE OPENS ON:** [●]

**BID/ISSUE CLOSES ON:** [●]\*\*

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

\*\*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.

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## SECTION I – GENERAL

### DEFINITIONS AND ABBREVIATIONS

*This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning as provided below. References to any legislation, act, regulation, rule, guideline or policy shall be to such legislation, act, regulation, rule, guideline or policy, as amended, supplemented or re-enacted from time to time, and any reference to a statutory provision shall include any subordinate legislation made from time to time under that provision.*

*The words and expressions used in this Draft Red Herring Prospectus but not defined herein, shall have, to the extent applicable, the meaning ascribed to such terms under the Companies Act, 2013, the SEBI (ICDR) Regulations, 2018, the Securities Contracts Regulation Act, 1956 (“SCRA”), the Depositories Act or the rules and regulations made there under.*

*Notwithstanding the foregoing, terms used in of the sections “Statement of Special Tax Benefits”, “Financial Information of the Company” and “Main Provisions of the Articles of Association” on page 90, 170 and 318 respectively, shall have the meaning ascribed to such terms in such sections.*

#### General Terms

<b>Terms</b>	<b>Description</b>
“CEL”, “the Company”, “our Company”, “Issuer” or “Corrtech Energy Limited”	Corrtech Energy Limited, a Company incorporated in India under the Companies Act, 1956, having its Registered office at Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India.
“we”, “us” or “our”	Unless the context otherwise indicates or implies refers to our Company.
“you”, “your” or “yours”	Prospective investors in this Issue.

#### Company related terms

<b>Term</b>	<b>Description</b>
AOA/ Articles/ Articles of Association	The articles of association of our Company, as amended
Audit Committee	Audit Committee of our Company as described in the chapter titled “ <b>Our Management</b> ” beginning on page 150 of this Draft Red Herring Prospectus.
Auditors/ Statutory Auditors	The Statutory Auditors of our Company being M/s. Patel Jain & Associates (Firm Registration No. as 129797W).
Associate Company	Associate Company as described under the Companies Act, 2013. In our company, MJB India Industrial Repairs Private Limited.
Bankers to our Company	Kotak Mahindra Bank Limited
Board of Directors/ the Board/ our Board	The board of directors of our Company, as constituted from time to time. For further details of our Directors, please refer to section titled “ <b>Our Management</b> ” beginning on page 150 of this Draft Red Herring Prospectus.
Chief Financial Officer/ CFO	The Chief Financial Officer of our Company being Kalpit Ghanshyamkumar Thakkar.
CIN	Corporate Identification Number
Companies Act/ Act	The Companies Act, 2013 and amendments thereto and erstwhile Companies Act 1956 as applicable
Company Secretary and Compliance Officer	The Company Secretary & Compliance Officer of our Company being Akshit Nandkishor Soni (M. No.: A34152)
Depositories	A depository registered with SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 as amended from time to time, being National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
Director(s) / our Directors	The Director(s) of our Company, unless otherwise specified. For details of our directors, see “ <b>Our Management</b> ” on page 150 of this Draft Red Herring Prospectus
DP/ Depository Participant	A depository participant as defined under the Depositories Act.
DP ID	Depository’s Participant’s Identity Number
Equity Shareholders/ Shareholders	Persons/ Entities holding Equity Shares of our Company
Equity Shares	Equity Shares of the Company of Face Value of ₹ 10/- each unless otherwise specified in the context thereof.
Executive Directors	Executive Directors are the Managing Director & Whole-time Directors of our Company.
Fugitive economic offender	Shall mean an individual who is declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018)
Group Companies	Our group companies in accordance with the SEBI ICDR Regulations and the Materiality Policy as set out in section titled “ <b>Our Group Companies</b> ” on page 257



<b>Term</b>	<b>Description</b>
Holding Company	Our Holding Company in accordance with the Companies Act, 2013. In our case, Corrtch International Limited.
Independent Director	An Independent Director as defined under Section 2(47) of the Companies Act, 2013 and as defined under the Listing Regulations. For details of our Independent Directors, see <b>“Our Management”</b> on page 150 of this Draft Red Herring Prospectus.
ISIN	International Securities Identification Number. In this case being INE09EQ01018
Key Management Personnel/ KMP	Key Management Personnel of our Company in terms of Regulation 2(1)(bb) of the SEBI Regulations and the Companies Act, 2013. For details, see section titled <b>“Our Management”</b> on page 150 of this Draft Red Herring Prospectus.
MOA/ Memorandum/ Memorandum of Association	Memorandum of Association of Corrtch Energy Limited as amended from time to time.
MD or Managing Director	The Managing Director of our Company, Sandeep Indrasen Mittal
Materiality Policy	The policy adopted by our Board on December 08, 2023 for identification of Group Companies, material outstanding litigation and material outstanding dues to creditors, pursuant to the disclosure requirements under the SEBI (ICDR) Regulations, 2018 as amended from time to time.
Nomination and Remuneration Committee	The nomination and remuneration committee of our Board constituted in accordance with Section 178 of the Companies Act, 2013 as described in the chapter titled <b>“Our Management”</b> beginning on page 150 of this Draft Red Herring Prospectus
Non-Executive Director	A Director not being an Executive Director.
NRIs / Non-Resident Indians	A person resident outside India, as defined under Foreign Exchange Management Act, 1999 and who is a citizen of India or a Person of Indian Origin under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000.
Promoter(s)	Shall mean promoters of our Company i.e. Corrtch International Limited, IEC Projects Limited, Sandeep Indrasen Mittal and Amit Indrasen Mittal. For further details, please refer to section titled <b>“Our Promoter &amp; Promoter Group”</b> beginning on page 163 of this Draft Red Herring Prospectus.
Promoter Group	Includes such Persons and companies constituting our Promoter Group covered under Regulation 2(1) (pp) of the SEBI (ICDR) Regulations, 2018 as enlisted in the section <b>“Our Promoter and Promoter Group”</b> beginning on page 163 of this Draft Red Herring Prospectus.
Person or Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires.
RBI Act	The Reserve Bank of India Act, 1934 as amended from time to time.
Registered Office of our Company	The Registered Office of our Company situated at Shed No 7, Survey No 407, Sp-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India
Reserve Bank of India/ RBI	Reserve Bank of India constituted under the RBI Act.
Restated Financial Information/ Statements	The restated consolidated financial statements of our Company, Subsidiary and Associate comprising of the Restated Consolidated Statement of Assets and Liabilities for seven months period ended at October 31, 2023 and financial year ended on March 31, 2023, March 31, 2022 and March 31, 2021, the Restated Consolidated Statement of Profit & Loss for seven months period ended at October 31, 2023 and financial year ended on March 31, 2023, March 31, 2022 and March 31, 2021 and the Restated Consolidated Cash Flows Statements for the for seven months period ended at October 31, 2023 and financial year ended on March 31, 2023, March 31, 2022 and March 31, 2021 of our Company prepared in accordance with Ind AS and the Companies Act and restated in accordance with the SEBI (ICDR) Regulations, 2018 and the Revised Guidance Note on Reports in Company Prospectus (Revised 2019) issued by the ICAI, together with the schedules, notes and annexure thereto.
RoC/ Registrar of Companies	Unless specified otherwise refers to ROC Ahmedabad situated at ROC Bhavan, Opp. Rupal Park Society, Behind Ankur Bus Stop, Naranpura, Ahmedabad - 380013, Gujarat.
Stakeholders’ Relationship Committee	Stakeholders’ relationship committee of our Company constituted in accordance with Section 178 of the Companies Act, 2013 and as described in the chapter titled <b>“Our Management”</b> beginning on page 150 of this Draft Red Herring Prospectus
Stock Exchange	Unless the context requires otherwise, refers to, National Stock Exchange of India Limited (NSE).
Shareholders	Shareholders of our Company from time to time.
Subsidiary Company	Our Subsidiary Company in accordance with the Companies Act, 2013. In our case, MJB India Technical Services Private Limited.

Term	Description
Subscriber to MOA	Initial Subscribers to MOA & AOA being Indrasen J. Mittal, Amit I. Mittal, Sandeep I. Mittal, Kavita A. Mittal, Manju V. Mittal, Harini S. Mittal and Shailesh Javia.

### Issue Related Terms

Terms	Description
Abridged Prospectus	Abridged prospectus means a memorandum containing such salient features of a prospectus as may be specified by SEBI in this behalf.
Acknowledgement Slip	The slip or document issued by the Designated Intermediary to a bidders as proof of registration of the Application.
Allocation/ Allocation of Equity Shares	The Allocation of Equity Shares of our Company pursuant to Fresh Issue of Equity Shares to the retail individual investors and other than retail individual investors, including corporate bodies or institutions.
Allotment/ Allot/ Allotted	Unless the context otherwise requires, means the allotment of Equity Shares, pursuant to the Fresh Issue to successful Bidders
Allotment Advice	A note or advice or intimation of Allotment sent to the successful Bidders who have been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange.
Allottee (s)	A successful applicant to whom the Equity Shares are allotted.
Anchor Investor(s)	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in the SEBI (ICDR) Regulations and the Red Herring Prospectus and who has Bid for an amount of at least ₹ 20.00 Mn.
Anchor Investor Allocation Price	The price at which Equity Shares will be allocated to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which will be decided by our Company in consultation with the Book Running Lead Managers during the Anchor Investor Bid/ Issue Period.
Anchor Investor Application Form	The application form used by an Anchor Investor to make a Bid in the Anchor Investor Portion and which will be considered as an application for Allotment in terms of the Red Herring Prospectus and Prospectus.
Anchor Investor Bid/ Issue Period	One Working Day prior to the Bid/ Issue Opening Date, on which Bids by Anchor Investors shall be submitted and allocation to the Anchor Investors shall be completed.
Anchor Investor Issue Price	The final price at which the Equity Shares will be Allotted to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which price will be equal to or higher than the Issue Price but not higher than the Cap Price. The Anchor Investor Issue Price will be decided by our Company, in consultation with the Book Running Lead Managers.
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company, in consultation with the Book Running Lead Managers, to the Anchor Investors on a discretionary basis in accordance with the SEBI (ICDR) Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI (ICDR) Regulations.
Application Supported by Block Amount (ASBA)	An application, whether physical or electronic, used by ASBA Bidders, to make a Bid and authorising an SCSB to block the Bid Amount in the ASBA Account and will include amounts blocked by the SCSB upon acceptance of UPI Mandate Request by the UPI Bidders using the UPI Mechanism.
ASBA Account	A bank account maintained by ASBA Bidders with an SCSB and specified in the ASBA Form submitted by such ASBA Bidder in which funds will be blocked by such SCSB to the extent of the specified in the ASBA Form submitted by such ASBA Bidder and includes a bank account maintained by a Retail Individual Investor linked to a UPI ID, which will be blocked in relation to a Bid by a Retail Individual Investor Bidding through the UPI Mechanism.
ASBA Application Location(s)/ Specified Cities	Locations at which ASBA Applications can be uploaded by the SCSBs, namely Mumbai, New Delhi, Chennai, Kolkata and Ahmedabad.
ASBA Applicant/ ASBA Investor	Any prospective investor(s)/applicant(s) in this Issue who apply (ies) through the ASBA process in terms of the DRHP/RHP.
Banker to the Issue Agreement	Agreement dated [●] entered into amongst the Company, Lead Manager, the Registrar, Sponsor Bank and the Banker to the Issue.
Bankers to the Issue / Public Issue Bank/ Sponsor Bank	Banks which are clearing members and registered with SEBI as Bankers to an Issue and with whom the Public Issue Account will be opened, in this case being [●]
Basis of Allotment	The basis on which the Equity Shares will be Allotted to successful bidders under the Issue and which is described in the chapter titled " <b>Issue Procedure</b> " beginning on page 286 of this Draft Red Herring Prospectus.

<b>Terms</b>	<b>Description</b>
Bid	An indication to make an Issue during the Bid/ Issue Period by a Bidder (other than an Anchor Investor) pursuant to submission of the ASBA Form, or during the Anchor Investor Bid/ Issue Period by an Anchor Investor, pursuant to submission of the Anchor Investor Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations and in terms of the Red Herring Prospectus and the Bid cum Application Form. The term "Bidding" shall be construed accordingly.
Bid Amount	<p>The highest value of optional Bids indicated in the Bid cum Application Form and in the case of Retail Individual Bidders Bidding at Cut Off Price, the Cap Price multiplied by the number of Equity Shares Bid for by such Retail Individual Bidder and mentioned in the Bid cum Application Form and payable by the Retail Individual Bidder or blocked in the ASBA Account upon submission of the Bid in the Issue.</p> <p>However, Eligible Employees applying in the Employee Reservation Portion can apply at the Cut-off Price and the Bid amount shall be Cap Price, net of Employee Discount, if any, multiplied by the number of Equity Shares Bid for by such Eligible Employee and mentioned in the Bid cum Application Form. The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹500,000 (net of Employee Discount, if any). However, the initial Allotment to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹200,000 (net of Employee Discount, if any) in value. Only in the event of an under-subscription in the Employee Reservation Portion post the initial allotment, such unsubscribed portion may be Allotted on a proportionate basis to Eligible Employees Bidding in the Employee Reservation Portion, for a value in excess of ₹200,000, (net of Employee Discount, if any) subject to the total Allotment to an Eligible Employee not exceeding ₹500,000 (net of Employee Discount, if any) in value.</p>
Bid Lot	[●] equity shares and in multiples of [●] equity shares thereafter.
Bid/ Issue Opening Date	Except in relation to any Bids received from the Anchor Investors, the date on which the Syndicate, the Designated Branches and the Registered Brokers shall start accepting Bids, which shall be notified in in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Ahmedabad Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation, and in case of any revision, the extended Bid/ Issue Opening Date also to be notified on the website and terminals of the Syndicate and SCSBs, as required under the SEBI ICDR Regulations.
Bid/ Issue Closing Date	Except in relation to any Bids received from the Anchor Investors, the date after which the Syndicate, the Designated Branches and the Registered Brokers shall not accept the Bids, which shall be notified in in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Ahmedabad Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation, and in case of any revision, the extended Bid/ Issue closing Date also to be notified on the website and terminals of the Syndicate, SCSB's and Sponsor Bank, as required under the SEBI ICDR Regulations.
Bid/ Issue Period	Except in relation to any Bids received from the Anchor Investors, the period between the Bid/ Issue Opening Date and the Bid/ Issue Closing Date or the QIB Bid/ Issue Closing Date, as the case may be, inclusive of both days, during which Bidders can submit their Bids, including any revisions thereof. Provided however that the Bidding/ Issue Period shall be kept open for a minimum of three Working Days for all categories of Bidders.
Bidders /First Bidder/Applicant	Bidder(s) whose name shall be mentioned in the Bid cum Application Form or the Revision Form and in case of joint bids, whose name shall also appear as the first holder of the beneficiary account held in joint names.
Bidding	The process of making a Bid.
Bidding/ Collection Centers	Centers at which the Designated intermediaries shall accept the ASBA Forms, i.e. Designated SCSB Branches for SCSBs, specified locations for syndicates, broker centers for registered brokers, designated RTA Locations for RTAs and designated CDP locations for CDPs.
Book Building Process/ Book Building Method	Book building process, as provided in Part A of Schedule XIII of the SEBI ICDR Regulations, in terms of which the Issue is being made.
BRLM / Book Running Lead Manager	Book Running Lead Manager to the Issue in this case being Hem Securities Limited, SEBI Registered Category-I Merchant Banker.
Broker Centres	Broker Centres notified by the Stock Exchanges, where the investors can submit the Bid-cum Application Forms to a Registered Broker. The details of such Broker Centers, along with the names and contact details of the Registered Brokers are available on the websites of the Stock Exchange.

<b>Terms</b>	<b>Description</b>
Business Day	Monday to Friday (except public holidays).
CAN or Confirmation of Allocation Note	The Note or advice or intimation sent to each successful Applicant indicating the Equity which will be allotted, after approval of Basis of Allotment by the designated Stock Exchange.
Cap Price	The higher end of the price band above which the Issue Price will not be finalized and above which no Bids (or a revision thereof) will be accepted.
Client Id	Client Identification Number maintained with one of the Depositories in relation to Demat account
Collecting Depository Participants or CDPs	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI
Collecting Registrar and Share Transfer Agent	Registrar to an Issue and share transfer agents registered with SEBI and eligible to procure Bids at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI.
Controlling Branches of the SCSBs	Such branches of the SCSBs which coordinate with the BRLM, the Registrar to the Issue and the Stock Exchange.
Cut Off Price	The Issue Price, which shall be any price within the Price band as finalized by our Company in consultation with the BRLM. Only Retail Individual Investors and Eligible Employees bidding in the Employee Reservation Portion are entitled to Bid at the Cut-off Price. QIBs (including Anchor Investor) and Non-Institutional Investors are not entitled to Bid at the Cut-off Price.
Demographic Details	The demographic details of the Bidders such as their Address, PAN, name of the Bidders father/husband, investor status, occupation and Bank Account details.
Depositor/ Depositories	A depository registered with SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 as amended from time to time i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
Depositories	National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
DIN	Director Identification Number
Depositories Act	The Depositories Act, 1996, as amended from time to time.
Designated CDP Locations	Such locations of the CDPs where Applicant can submit the Bid-cum-Application Forms to Collecting Depository Participants. The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept Bid-Cum-Application Forms are available on the website of the Stock Exchange i.e. <a href="http://www.nseindia.com">www.nseindia.com</a>
Designated Date	The date on which funds are transferred from the Escrow Account(s) and the amounts blocked are transferred from the ASBA Accounts, as the case may be, to the Public Issue Account(s) or the Refund Account(s), as applicable, in terms of the Prospectus and the Prospectus, after the finalisation of the Basis of Allotment in consultation with the Designated Stock Exchange, following which Equity Shares may be Allotted to successful Bidders in the Issue.
Designated Intermediaries/ Collecting Agent	An SCSB's with whom the bank account to be blocked, is maintained, a syndicate member (or sub-syndicate member), a Stock Broker registered with recognized Stock Exchange, a Depository Participant, a registrar to an Issue and share transfer agent (RTA) (whose names is mentioned on website of the stock exchange as eligible for this activity).
Designated Market Maker	Hem Finlease Private Limited
Designated RTA Locations	Such locations of the RTAs where Bidder can submit the Bid-Cum-Application Forms to RTAs. The details of such Designated RTA Locations, along with names and contact details of the RTAs eligible to accept Bid-Cum-Application Forms are available on the websites of the Stock Exchange i.e. <a href="http://www.nseindia.com">www.nseindia.com</a> .
Designated SCSB Branches	Such branches of the SCSBs which shall collect the ASBA Application Form from the Applicant and a list of which is available on the website of SEBI at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> . Recognized-Intermediaries or at such other website as may be prescribed by SEBI from time to time.
Designated Stock Exchange	National Stock Exchange of India Limited ("SME Exchange") ("NSE Emerge")
DP ID	Depository's Participant's Identity Number
DP/ Depository Participant	A depository participant as defined under the Depositories Act, 1996
Draft Red Herring Prospectus	Draft Red Herring Prospectus dated February 15, 2024 as being filed with NSE Emerge
Electronic Transfer of Funds	Refunds through NACH, NEFT, Direct Credit or RTGS as applicable.
Eligible Employee(s)	All or any of the following: (a) a permanent employee of our Company or Corrttech International Limited, one of our Promoters (excluding such employees who are not eligible



<b>Terms</b>	<b>Description</b>
	<p>to invest in the Issue under applicable laws) as of the date of filing of the Red Herring Prospectus with the RoC and who continues to be a permanent employee of our Company or Corrttech International Limited, until the submission of the Bid cum Application Form ; and (b) a Director of our Company, or our Subsidiary, whether whole time or not, who is eligible to apply under the Employee Reservation Portion under applicable law as on the date of filing of the Red Herring Prospectus with the RoC and who continues to be a Director of our Company, until the submission of the Bid cum Application Form, but not including (i) Promoters; (ii) persons belonging to the Promoter Group; and (iii) Directors who either themselves or through their relatives or through any body corporate, directly or indirectly, hold more than 10% of the outstanding Equity Shares of our Company.</p> <p>The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹500,000. However, the initial Allotment to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹200,000. Only in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000.</p>
Eligible NRI	A Non-Resident Indian in a jurisdiction outside India where it is not unlawful to make an offer or invitation under the issue and in relation to whom this Draft Red Herring Prospectus will constitute an invitation to subscribe for the Equity Shares.
Eligible QFIs	QFIs from such jurisdictions outside India where it is not unlawful to make an issue or invitation under the issue and in relation to whom the Prospectus constitutes an invitation to purchase the Equity shares issued thereby and who have opened Demat accounts with SEBI registered qualified depository participants.
Employee Reservation Portion	The portion of the Issue being up to [●] Equity Shares for allocation to Eligible Employees, on a proportionate basis. Such portion shall not exceed 0.5% of the post-Issue Equity Share capital of the Company.
FII/ Foreign Institutional Investors	Foreign Institutional Investor as defined under SEBI (Foreign Institutional Investors) Regulations, 1995, as amended) registered with SEBI under applicable laws in India.
Floor Price	The lower end of the Price Band, subject to any revision(s) thereto, at or above which the Issue Price and the Anchor Investor Issue Price will be finalised and below which no Bids will be accepted.
First/ Sole Applicant	The Applicant whose name appears first in the Application Form or Revision Form.
Fresh Issue	The fresh issue of up to 60,48,000 Equity Shares by our Company, at INR [●] per Equity Share (including a premium of INR [●] per Equity Share) aggregating up to INR [●] Mn.
Foreign Venture Capital Investors	Foreign Venture Capital Investors registered with SEBI under the SEBI (Foreign Venture Capital Investor) Regulations, 2000.
FPI/ Foreign Portfolio Investor	A Foreign Portfolio Investor who has been registered pursuant to the of Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, provided that any FII or QFI who holds a valid certificate of registration shall be deemed to be a foreign portfolio investor till the expiry of the block of three years for which fees have been paid as per the SEBI (Foreign Institutional Investors) Regulations, 1995, as amended
Fugitive Economic Offender	An individual who is declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018.
General Corporate Purposes	Include such identified purposes for which no specific amount is allocated or any amount so specified towards general corporate purpose or any such purpose by whatever name called, in the offer document. Provided that any offer related expenses shall not be considered as a part of general corporate purpose merely because no specific amount has been allocated for such expenses in the offer document.
General Information Document (GID)	The General Information Document for investing in public issues, prepared and issued in accordance with the SEBI circular (SEBI/HO/CFD/DIL1/CIR/P/2020/37) dated March 17, 2020 and the UPI Circulars. The General Information Document shall be available on the websites of the Stock Exchanges, and the Book Running Lead Manager.
HSL	Hem Securities Limited
Issue Agreement	The Issue Agreement dated December 27, 2023 between our Company and Book Running Lead Manager, Hem Securities Limited.
Issue Closing Date	The date on which Issue closes for subscription. In this case being [●]
Issue Opening Date	The date on which Issue opens for subscription. In this case being [●]
Issue Price	The Price at which the Equity Shares are being issued by our Company under this Draft Red Herring Prospectus being INR [●] per Equity share.

Terms	Description
	A discount of up to [●]% on the Issue Price (equivalent of INR [●] per Equity Share) may be offered to Eligible Employees bidding in the Employee Reservation Portion. This Employee Discount, if any, will be decided by our Company in consultation with the BRLMs.
Issue Proceeds	Proceeds to be raised by our Company through this Issue, for further details please refer chapter titled “ <i>Objects of the Issue</i> ” beginning on page 74 of this Draft Red Herring Prospectus
Issue / Public Issue / Issue size/ Initial Public Issue / Initial Public Offering/ IPO	The Initial Public Offer of upto 60,48,000 Equity shares of ₹ 10/- each at Issue price of INR [●]/- per Equity share, including a premium of INR [●]/- per equity share aggregating to INR [●] Mn. The issue comprises the Market Maker Reservation Portion & Employee Reservation.
Book Running Lead Manager/ LM	Manager to the Issue, in this case being Hem Securities Limited, a SEBI Registered Merchant Banker.
Listing Agreement	The Equity Listing Agreement to be signed between our Company and the Stock Exchange.
LLP	Limited Liability Partnership
Lot Size	[●]
Mandate Request	Mandate Request means a request initiated on the RII by sponsor bank to authorize blocking of funds equivalent to the application amount and subsequent debit to funds in case of allotment.
Market Maker Reservation Portion	The reserved portion of 3,04,000 Equity Shares of ₹10 each at an Issue price of INR [●] each is aggregating to INR [●] Mn to be subscribed by Market Maker in this Issue.
Market Making Agreement	The Market Making Agreement dated December 27, 2023 between our Company, Book Running Lead Manager and Market Maker.
Mutual Fund Portion	5% of the Net QIB Portion, or [●] Equity Shares, which shall be available for allocation to Mutual Funds only on a proportionate basis, subject to valid Bids being received at or above the Issue Price.
Mutual Funds	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended from time to time.
Net Issue	The Issue (excluding the Market Maker Reservation Portion) of 57,44,000 equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share (the “Issue Price”), including a share premium of ₹ [●] per equity share aggregating to ₹ [●] Mn.
Net Proceeds	The Issue Proceeds received from the fresh issue excluding issue related expenses. For further information on the use of Issue Proceeds and Issue expenses, please refer to the section titled “ <i>Objects of the Issue</i> ” beginning on page 74 of this Draft Red Herring Prospectus.
Net QIB Portion	The portion of the QIB Portion less the number of Equity Shares Allocated to the Anchor Investors
Non- Resident	A person resident outside India, as defined under FEMA and includes NRIs, FPIs and FVCIs
Non-Institutional Bidders	All Bidders that are not QIBs, RIBs or Eligible Employees Bidding in the Employee Reservation Portion and who have Bid for Equity Shares, for an amount of more than ₹ 200,000 (but not including NRIs other than Eligible NRIs)
Non-Institutional Portion	The portion of the Issue being not less than 15% of the Issue, consisting of [●] Equity Shares, which shall be available for allocation on a proportionate basis to Non-Institutional Investors, subject to valid Bids being received at or above the Issue Price.
Other Investor	Investors other than Retail Individual Investors. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
Overseas Corporate Body/ OCB	Overseas Corporate Body means and includes an entity defined in clause (xi) of Regulation 2 of the Foreign Exchange Management (Withdrawal of General Permission to Overseas Corporate Bodies (OCB’s) Regulations 2003 and which was in existence on the date of the commencement of these Regulations and immediately prior to such commencement was eligible to undertake transactions pursuant to the general permission granted under the Regulations. OCBs are not allowed to invest in this Issue.
Pay-in-Period	The period commencing on the Bid/Issue Opening date and extended till the closure of the Anchor Investor Pay-in-Date.
Payment through electronic transfer of funds	Payment through NECS, NEFT or Direct Credit, as applicable.
Person/ Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/ or incorporated in the jurisdiction in which it exists and operates, as the context requires.

<b>Terms</b>	<b>Description</b>
Price Band	Price Band of a minimum price (Floor Price) of ₹ [●] and the maximum price (Cap Price) of ₹ [●] and includes revisions thereof. The Price Band will be decided by our Company in consultation with the BRLM and advertised in two national daily newspapers (one each in English and in Hindi) with wide circulation and one daily regional newspaper with wide circulation at least two working days prior to the Issue Opening Date.
Pricing Date	The date on which our Company in consultation with the BRLM, will finalize the Issue Price.
Prospectus	The Prospectus, to be filed with the Registrar of Companies in accordance with the provisions of Section 26 & 32 of the Companies Act, 2013, containing, inter alia, the Issue Price, size of the Issue and certain other information.
Public Issue Account	Account to be opened with the Bankers to the Issue to receive monies from the SCSBs from the bank account of the Applicant, on the Designated Date.
QIB Category/ QIB Portion	The portion of the Net Issue (including the Anchor Investor Portion) being not more than 50% of the Net Issue, consisting of [●] Equity Shares aggregating to ₹[●] Mn which shall be Allotted to QIBs (including Anchor Investors) on a proportionate basis, including the Anchor Investor Portion (in which allocation shall be on a discretionary basis, as determined by our Company in consultation with the BRLMs), subject to valid Bids being received at or above the Issue Price or Anchor Investor Issue Price (for Anchor Investors).
Qualified Institutional Buyers/ QIBs/ QIB Bidders	Qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations.
Red Herring Prospectus / RHP	The Red Herring Prospectus to be issued in accordance with Section 32 of the Companies Act, 2013 and the provisions of the SEBI (ICDR) Regulations, which will not have complete particulars of the price at which the Equity Shares will be offered and the size of the Issue including any addenda or corrigenda thereto. The Red Herring Prospectus will be filed with the RoC at least three Working Days before the Bid/Issue Opening Date and will become the Prospectus upon filing with the RoC after the Pricing Date.
Refund Account	The 'no-lien' and 'non-interest bearing' account opened with the Refund Bank, from which refunds, if any, of the whole or part, of the Bid Amount to the Anchor Investors shall be made.
Refund Bank/ Refund Banker	Bank which is / are clearing member(s) and registered with the SEBI as Bankers to the Offer at which the Refund Account will be opened, in this case being [●].
Refund through electronic transfer of funds	Refunds through NECS, direct credit, RTGS or NEFT, as applicable.
Registered Broker	The stockbrokers registered with the stock exchanges having nationwide terminals, other than the members of the Syndicate and eligible to procure Bids
Registrar Agreement	The agreement dated January 02, 2024 entered into between our Company and the Registrar to the Issue in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue.
Registrar and Share Transfer Agents or RTAs	Registrar and share transfer agents registered with SEBI and eligible to procure Applications at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI.
Registrar/ Registrar to the Issue/ RTA/ RTI	Registrar to the Issue, in this case being Link intime India Private Limited.
Regulation S	Regulation S under the U.S. Securities Act of 1933, as amended from time to time.
Reservation Portion	The portion of the Issue reserved for category of eligible Applicants as provided under the SEBI (ICDR) Regulations, 2018.
Reserved Category/ Categories	Categories of persons eligible for making application under reservation portion.
Retail Individual Bidders/ RIBs/ Retail Individual Investors/ RIIs	Individual Bidders, submitting Bids, who have Bid for Equity Shares for an amount not more than ₹ 2,00,000/- in any of the bidding options in the Net Issue (including HUFs applying through their Karta and Eligible NRIs and does not include NRIs other than Eligible NRIs).
Retail Portion	The portion of the Issue being not less than 35% of the Net Issue, consisting of [●] Equity Shares, available for allocation to Retail Individual Bidders.
Revision Form	The form used by the Bidders to modify the quantity of Equity Shares or the Bid Amount in any of their Bid-cum-Application Forms or any previous Revision Form(s), as applicable. QIBs and Non-Institutional Investors are not allowed to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage.
SEBI	Securities and Exchange Board of India constituted under the SEBI Act, 1992.
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended
SEBI AIF Regulations	Securities and Exchange Board of India (Alternate Investments Funds) Regulations, 2012, as amended.

<b>Terms</b>	<b>Description</b>
SEBI FII Regulations	Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995, as amended from time to time.
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, as amended from time to time.
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended from time to time.
SEBI SBEB Regulations	Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
SEBI (PFUTP) Regulations/ PFUTP Regulations	Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Markets) Regulations, 2003
Securities laws	Means the Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and the rules and regulations made thereunder and the general or special orders, guidelines or circulars made or issued by the Board thereunder and the provisions of the Companies Act, 2013 or any previous company law and any subordinate legislation framed thereunder, which are administered by the Board.
SEBI (ICDR) Regulations/ ICDR Regulation/ Regulation	SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 issued by SEBI on September 11, 2018, as amended, including instructions and clarifications issued by SEBI from time to time.
SEBI (Venture Capital) Regulations	Securities Exchange Board of India (Venture Capital) Regulations, 1996 as amended from time to time.
SEBI Insider Trading Regulations	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended, including instructions and clarifications issued by SEBI from time to time.
SEBI Listing Regulations, 2015/ SEBI Listing Regulations/ Listing Regulations/ SEBI (LODR)	The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended, including instructions and clarifications issued by SEBI from time to time.
SEBI Takeover Regulations or SEBI (SAST) Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, as amended from time to time.
Self-Certified Syndicate Bank(s) / SCSB(s)	Shall mean a Banker to an Issue registered under Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, as amended from time to time, and which offer the service of making Application/s Supported by Blocked Amount including blocking of bank account and a list of which is available on <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> or at such other website as may be prescribed by SEBI from time to time.
Sub- Account	Sub- accounts registered with SEBI under the Securities and Exchange Board of India (Foreign Institutional Investor) Regulations, 1995, other than sub-accounts which are foreign corporate or foreign individuals.
SME Exchange	SME Platform of the NSE i.e. NSE Emerge.
Specified Locations	Collection centres where the SCSBs shall accept application form, a list of which is available on the website of SEBI ( <a href="https://www.sebi.gov.in/">https://www.sebi.gov.in/</a> ) and updated from time to time.
Specified Securities	Equity shares offered through this Draft Red Herring Prospectus.
Sponsor Bank	Sponsor Bank means a Banker to the Issue registered with SEBI, which is appointed by the Issuer to act as a conduit between the Stock Exchanges and NPCI (National Payments Corporation of India) in order to push the mandate, collect requests and / or payment instructions of the Retail Investors into the UPI.
Sub Syndicate Member	A SEBI Registered member of NSE appointed by the BRLM and/ or syndicate member to act as a Sub Syndicate Member in the Issue.
Systemically Important Non- Banking Financial Company	Systemically important non-banking financial company as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations.
Transaction Registration Slip/ TRS	The slip or document issued by the member of the Syndicate or SCSB (only on demand) as the case may be, to the Applicant as proof of registration of the Application.
U.S. Securities Act	U.S. Securities Act of 1933, as amended
Underwriter	The BRLM who has underwritten this Issue pursuant to the provisions of the SEBI (ICDR) Regulations, 2018 and the Securities and Exchange Board of India (Underwriters) Regulations, 1993, as amended from time to time.
Underwriting Agreement	The Agreement December 27, 2023 entered between the Underwriter, BRLM and our Company.
UPI	UPI is an instant payment system developed by the NCPI, it enables merging several banking features, seamless fund routing & merchant payment into one hood. UPI allow instant transfer of money between any two bank accounts using a payment address which uniquely identifies a person's bank account
UPI Circulars	SEBI circular no. CFD/DIL2/CIR/P/2018/22 dated February 15, 2018, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, SEBI circular no.



Terms	Description
	SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 SEBI circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, SEBI Circular no SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, SEBI Circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 SEBI Circular No: SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022 and any subsequent circulars or notifications issued by SEBI in this regard.
UPI ID	ID created on the UPI for single-window mobile payment system developed by the NPCI
UPI Mandate Request/ Mandate Request	A request (intimating the RII by way of notification on the UPI application and by way of a SMS directing the RII to such UPI application) to the RII by sponsor bank to authorize blocking of funds equivalent to the application amount and subsequent debit to funds in case of allotment.
UPI Mechanism	The mechanism that was used by an RIB to make a Bid in the Issue in accordance with the UPI Circulars on Streamlining of Public Issues
UPI PIN	Password to authenticate UPI transaction
Venture Capital Fund/ VCF	Foreign Venture Capital Funds (as defined under the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India.
Wilful Defaulter(s)	Wilful defaulter as defined under Regulation 2(1)(III) of the SEBI (ICDR) Regulations, 2018.
Working Day	In accordance with Regulation 2(1) (mmm) of SEBI (ICDR) Regulations, 2018, working days means, all days on which commercial banks in Mumbai are open for business. However, in respect of– (a) announcement of Price Band; and (b) issue period, working days shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in Mumbai are open for business; (c) the time period between the Issue Closing Date and the listing of the Equity Shares on the Stock Exchange, working day shall mean all trading days of the Stock Exchange, excluding Sundays and bank holidays, as per circulars issued by SEBI.

### Technical and Industry Related Terms

Term	Description
3D	Three dimensional
AI	artificial intelligence
AMRUT	Atal Mission for Rejuvenation and Urban Transformation
APUs	Auxiliary power units
AVF	automatic variable filtration
BARC	Bhabha Atomic Research Center
BCC	behavioral change communication
BCM	Billion Cubic Meters
BOD	Biochemical oxygen demand
BQC	Bidder Qualification Criteria
CNC	Computer numerical control
COD	chemical oxygen demand
CPS	Cathodic Protection Service
CTQ	Critical to quality
CWA	Clean Water Act
CWAPs	City Water Action Plans
CWBPs	City Water Balance Plans
CWPPs	Community Water Purification Plants
DLP	Defect Liability Period
DPR	Direct Potable Reuse
EfOM	Effluent Organic Matter
EIC	Engineer-In-Charge
EJ	Exajoules

EMD	Earnest Money Deposit
EMS	Environmental management system
EPC	Engineering, Procurement and Construction
ESG	Environmental, social and governance
ETF	End two flange
FAI	First article inspection
FHTC	Functional Household Tap Connections
FTKs	Field Test Kits
GAP	Ganga Action Plan
GHG	Greenhouse Gas
GPIs	Grossly Polluting Industries
GW	Gigawatt
HAM	Hybrid Annuity Model
HDD	Horizontal and Directional Drilling
IGV	inlet guide vanes
IoT	Internet of Things
IPR	Indirect Potable Reuse
ISMS	Information security management system
ITF	Interior two flange
IWA	International Water Association
JJM	Jal Jeevan Mission
LED	light emitting diodes
MA	Mobilization Advance
MBBR	Moving Bed Bio Reactor
MBR	Membrane bioreactor
MLD	Million Liters per day
MoDWS	Ministry of Drinking Water and Sanitation
MPP	Manufacturing process plans
MRTS	Mass Rapid Transit System
MSA	Measurement system analysis
MSF	Multi Stage Flash Distillation
NABT	National Accredited Board for Testing
NADCAP	National Aerospace and Defence Contractors Accreditation Program
NCIWRD	National Commission for Integrated Water Resource Development
NGRBA	National Ganga River Basin Authority
NIOT	National Institute of Ocean Technology
NITI	National Institution for Transforming India
NMCG	National Mission for Clean Ganga
O&G	Oil & Gas
O&G Services Business	Oil and Gas Services Business
O&M	operation and maintenance
OEM	Original Equipment Manufacturer
OFC	Optic fiber cable
OHSAS	occupational health and safety assessment series
Order Book	Unexecuted portions of our outstanding orders, that is, the total contract value of the existing contracts secured by us, as reduced by the value of work executed and billed until the date of such order book.
PBG	Performance Bank Guarantee
PHED	Public Health Engineering Department
PMAY	Pradhan Mantri Awas Yojna
PMC	Project Management Consultant
PPAP	Production part approval process
PSU	Public Sector Undertakings
PVC	Poly Vinyl Chloride
RFP	Request For Proposal
RO	reverse osmosis
ROU	Right Of Use
RPK	Revenue Passenger Kilometer
SAFF	submerged aerated fixed film
SBM	Swachh Bharat Mission

SDWA	Safe Drinking Water Act
SHGs	self-help groups
SHPPL	Shahdol Phulpur Gas Pipeline
STP	Sewage Treatment Plants
TADOX	TERI Advance Oxidation
TSS	Total Suspended Solids
UAMP	Urban Aquifer Management Plan
UASB	Upflow Anaerobic Sludge Blanket Reactor
ULBs	urban local bodies
UV	Ultraviolet

### **Conventional terms and Abbreviations**

<b>Abbreviation</b>	<b>Full Form</b>
Rs./ Rupees/ INR/ ₹	Indian Rupees
AS / Accounting Standard	Accounting Standards as issued by the Institute of Chartered Accountants of India
A/c	Account
ACS	Associate Company Secretary
AGM	Annual General Meeting
ASBA	Applications Supported by Blocked Amount
Amt.	Amount
AIF	Alternative Investment Funds registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012, as amended.
AY	Assessment Year
AOA	Articles of Association
Approx	Approximately
B. A	Bachelor of Arts
B. Com	Bachelor of Commerce
B. E	Bachelor of Engineering
B. Sc	Bachelor of Science
B. Tech	Bachelor of Technology
Bn	Billion
BG/LC	Bank Guarantee / Letter of Credit
BIFR	Board for Industrial and Financial Reconstruction
BSE	BSE Limited
CDSL	Central Depository Services (India) Limited
CAGR	Compounded Annual Growth Rate
CAN	Confirmation of Allocation Note
Companies Act, 2013	Companies Act, 2013 to the extent in force pursuant to the notification of sections of the Companies Act, 2013 along with the relevant rules made thereunder as amended.
Companies Act, 1956	Companies Act, 1956 (without reference to the provisions that have ceased upon notification of the Companies Act, 2013) along with the relevant rules made thereunder.
CA	Chartered Accountant
CAIIB	Certified Associate of Indian Institute of Bankers
CB	Controlling Branch
CC	Cash Credit
CIN	Corporate Identification Number
CIT	Commissioner of Income Tax
CS	Company Secretary
CS & CO	Company Secretary & Compliance Officer
CFO	Chief Financial Officer
CSR	Corporate Social Responsibility
C.P.C.	Code of Civil Procedure, 1908
CrPC	Code of Criminal Procedure, 1973
CENVAT	Central Value Added Tax
CST	Central Sales Tax
CWA/ICWA	Cost and Works Accountant
CMD	Chairman and Managing Director
DIN	Director Identification Number
DIPP	Department of Industrial Policy and Promotion, Ministry of Commerce, Government of India
DP	Depository Participant

<b>Abbreviation</b>	<b>Full Form</b>
DP ID	Depository Participant's Identification Number
EBITDA	Earnings Before Interest, Taxes, Depreciation & Amortization
ECS	Electronic Clearing System
ESIC	Employee's State Insurance Corporation
EPFA	Employee's Provident Funds and Miscellaneous Provisions Act, 1952
EMI	Equated Monthly Installment
EPS	Earnings Per Share
EGM /EOGM	Extraordinary General Meeting
ESOP	Employee Stock Option Plan
EXIM/ EXIM Policy	Export – Import Policy
FCNR Account	Foreign Currency Non-Resident Account
FIPB	Foreign Investment Promotion Board
FY / Fiscal/Financial Year	Period of twelve months ended March 31 of that particular year, unless otherwise stated
FEMA	Foreign Exchange Management Act, 1999 as amended from time to time, and the regulations framed there under.
FCNR Account	Foreign Currency Non Resident Account
FBT	Fringe Benefit Tax
FDI	Foreign Direct Investment
FIs	Financial Institutions
FIIIs	Foreign Institutional Investors (as defined under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000) registered with SEBI under applicable laws in India
FPIs	“Foreign Portfolio Investor” means a person who satisfies the eligibility criteria prescribed under regulation 4 and has been registered under Chapter II of Securities And Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, which shall be deemed to be an intermediary in terms of the provisions of the SEBI Act, 1992
FTA	Foreign Trade Agreement
FVCI	Foreign Venture Capital Investors registered with SEBI under the Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000.
FEMA	Foreign Exchange Management Act, 1999, including the rules and regulations thereunder
FEMA Rules	Foreign Exchange Management (Non-debt Instruments) Rules, 2019
Finance Act	Finance Act, 1994
Fraudulent Borrower	A fraudulent borrower as defined in Regulation 2(1)(III) of the SEBI ICDR Regulations.
FV	Face Value
Fugitive Economic Offender	An individual who is declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018
GoI/Government	Government of India
GDP	Gross Domestic Product
GIR Number	General Index Registry Number
GST	Goods and Services Tax
GVA	Gross Value Added
HUF	Hindu Undivided Family
HNI	High Net Worth Individual
HSL	Hem Securities Limited
IBC	The Insolvency and Bankruptcy Code, 2016
ICAI	The Institute of Chartered Accountants of India
ISIN	International Securities Identification Number
IST	Indian Standard Time
ICWAI	The Institute of Cost Accountants of India
IMF	International Monetary Fund
IIP	Index of Industrial Production
IPO	Initial Public Offer
ICSI	The Institute of Company Secretaries of India
IT	Information Technology
IFRS	International Financial Reporting Standards
INR / ₹/ Rupees	Indian Rupees, the legal currency of the Republic of India
I.T. Act	Income Tax Act, 1961, as amended from time to time
IT Authorities	Income Tax Authorities
IT Rules	Income Tax Rules, 1962, as amended, except as stated otherwise
Indian GAAP	Generally Accepted Accounting Principles in India
Ind AS	Indian Accounting Standards as referred to in and notified by the Ind AS Rules



<b>Abbreviation</b>	<b>Full Form</b>
Ind AS Rules	The Companies (Indian Accounting Standard) Rules, 2015
IRDA	Insurance Regulatory and Development Authority
JV/ Joint Venture	A commercial enterprise undertaken jointly by two or more parties which otherwise retain their distinct identities.
KMP	Key Managerial Personnel
LLB	Bachelor of Law
BRLM	Book Running Lead Manager
Ltd.	Limited
LLP	Limited Liability Partnership
MAT	Minimum Alternate Tax
MoF	Ministry of Finance, Government of India
MoU	Memorandum of Understanding
M. A	Master of Arts
MCA	Ministry of Corporate Affairs, Government of India
M. B. A	Master of Business Administration
MAT	Minimum Alternate Tax
M. Com	Master of Commerce
Mn	Million
M. E	Master of Engineering
M. Tech	Masters of Technology
Merchant Banker	Merchant Banker as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992
MSME	Micro, Small and Medium Enterprises
MAPIN	Market Participants and Investors Database
NA	Not Applicable
NCLT	National Company Law Tribunal
Net worth	The aggregate of paid-up Share Capital and Share Premium account and Reserves and Surplus (Excluding revaluation reserves) as reduced by aggregate of Miscellaneous Expenditure (to the extent not written off) and debit balance of Profit & Loss Account
NACH	National Automated Clearing House
NEFT	National Electronic Funds Transfer
NECS	National Electronic Clearing System
NAV	Net Asset Value
NCT	National Capital Territory
NPV	Net Present Value
NRI	Non-Resident Indians
NRE Account	Non-Resident External Account
NRO Account	Non-Resident Ordinary Account
NSE	National Stock Exchange of India Limited
NOC	No Objection Certificate
NSDL	National Securities Depository Limited
OCB or Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts in which not less than 60% of the beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date was eligible to undertake transactions pursuant to the general permission granted to OCBs under the FEMA. OCBs are not allowed to invest in the Offer.
P.A.	Per Annum
PF	Provident Fund
PG	Post Graduate
PGDBA	Post Graduate Diploma in Business Administration
PLR	Prime Lending Rate
PAC	Persons Acting in Concert
P/E Ratio	Price/Earnings Ratio
PAN	Permanent Account Number
PAT	Profit After Tax
P.O.	Purchase Order
PBT	Profit Before Tax
PLI	Postal Life Insurance
POA	Power of Attorney
PSU	Public Sector Undertaking(s)

<b>Abbreviation</b>	<b>Full Form</b>
Pvt.	Private
Q.C.	Quality Control
RoC	Registrar of Companies
RBI	The Reserve Bank of India
Registration Act	Registration Act, 1908
ROE	Return on Equity
R&D	Research & Development
RONW	Return on Net Worth
RTGS	Real Time Gross Settlement
SCRA	Securities Contracts (Regulation) Act, 1956, as amended from time to time
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time
SME	Small and Medium Enterprises
SCSB	Self-Certified syndicate Banks
STT	Securities Transaction Tax
Sub-Account	Sub-accounts registered with SEBI under the SEBI (Foreign Institutional Investor) Regulations, 1995, other than sub-accounts which are foreign corporate or foreign individuals.
Sec.	Section
SPV	Special Purpose Vehicle
TAN	Tax Deduction Account Number
TRS	Transaction Registration Slip
Trade Marks Act	Trade Marks Act, 1999
TIN	Taxpayers Identification Number
UIN	Unique identification number
U.N.	United Nations
US/United States	United States of America
USD/ US\$/ \$	United States Dollar, the official currency of the United States of America
U.S. GAAP	Generally Accepted Accounting Principles in the United States of America
VAT	Value Added Tax
VCF/ Venture Capital Fund	Venture Capital Funds (as defined under the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India.
Wilful Defaulter(s)	Company or person categorised as a wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India and includes any company whose director or promoter is categorised as such and as defined under Regulation 2(1)(III) of the SEBI (ICDR) Regulations, 2018.
WDV	Written Down Value
WTD	Whole Time Director
w.e.f.	With effect from
-, (₹)	Represent Outflow

The words and expressions used but not defined in this Draft Red Herring Prospectus will have the same meaning as assigned to such terms under the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 (the “SEBI Act”), the SCRA, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 the Depositories Act and the rules and regulations made thereunder.

Notwithstanding the foregoing, terms in “*Main Provisions of the Articles of Association*”, “*Statement of Special Tax Benefits*”, “*Industry Overview*”, “*Regulations and Policies in India*”, “*Financial Information of the Company*”, “*Outstanding Litigations and Material Developments*” and “*Issue Procedure*”, will have the meaning ascribed to such terms in these respective sections.

## CERTAIN CONVENTIONS, USE OF FINANCIAL INFORMATION AND MARKET DATA AND CURRENCY OF FINANCIAL PRESENTATION

### Certain Conventions

All references in the Draft Red Herring Prospectus to “India” are to the Republic of India. All references in the Draft Red Herring Prospectus to the “U.S.”, “USA” or “United States” are to the United States of America.

In this Draft Red Herring Prospectus, unless the context otherwise requires, all references to one gender also refers to another gender and the word “Lac / Lakh” means “one hundred thousand”, the word “million (mn)” means “Ten Lac / Lakh”, the word “Crore” means “ten million” and the word “billion (bn)” means “one hundred crore”. In this Draft Red Herring Prospectus, any discrepancies in any table between total and the sum of the amounts listed are due to rounding-off. All figures in decimals have been rounded off to the second decimal and all percentage figures have been rounded off to two decimal places. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

### Use of Financial Data

Unless stated or the context requires otherwise, the financial information in this Draft Red Herring Prospectus is derived from our Restated Consolidated Financial Statements.

Our Restated Consolidated Financial Statements are prepared in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, relevant provisions of the SEBI ICDR Regulations, and the Guidance Note on Reports on Company Prospectuses (Revised 2019) issued by the ICAI.

For further information on our Company’s financial information, see “*Restated Consolidated Financial Statements*” on page 170. Our Company’s financial year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year; accordingly, all references to a particular financial year or fiscal, unless stated otherwise, are to the 12 months period commencing on April 1 of the immediately preceding calendar year and ending on March 31 of that particular calendar year. Reference in this Draft Red Herring Prospectus to the terms Fiscal or Fiscal Year or Financial Year is to the 12 months ended on March 31 of such year, unless otherwise specified.

The degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader’s level of familiarity with Indian accounting policies and practices, Ind AS, the Companies Act and SEBI ICDR Regulations. Any reliance by persons not familiar with the aforementioned policies and laws on the financial disclosures presented in this Draft Red Herring Prospectus should be limited. There are significant differences between Ind AS, Indian GAAP, U.S. GAAP and IFRS. Our Company does not provide a reconciliation of its financial statements with Indian GAAP, IFRS or U.S. GAAP requirements. Our Company has not attempted to explain those differences or quantify their impact on the financial data included in this Draft Red Herring Prospectus and it is urged that you consult your own advisors regarding such differences and their impact on our financial data. For further details in connection with risks involving differences between Ind AS and other accounting principles, see “*Risk Factors – Significant differences exist between Ind AS and other accounting principles, such as Indian GAAP, IFRS and U.S. GAAP, which may be material to investors’ assessment of our financial condition*” on page 26.

Unless the context otherwise requires or indicates, any percentage amounts (excluding certain operational metrics), as set forth in “*Risk Factors*”, “*Our Business*”, “*Management’s Discussion and Analysis of Financial Condition and Results of Operations*” on pages 26, 113 and 227, respectively, and elsewhere in this Draft Red Herring Prospectus have been derived from the Restated Consolidated Financial Statements.

In this Draft Red Herring Prospectus, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding off. Except as otherwise stated, all figures in decimals have been rounded off to the second decimal and all the percentage figures have been rounded off to two decimal places. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

Further, any figures sourced from third-party industry sources may be rounded off to other than two decimal points to conform to their respective sources.

### Non-GAAP Measures

Certain non-GAAP measures such as EBIT, EBITDA, EBITDA Margin, Gross Margin, Capital Employed, Return on Capital Employed, Return on Equity, PAT Margin, total borrowings and debt to equity ratio, total product sales to revenue from operations (standalone), Net Worth and Return on Net Worth and net asset value per equity share (“**Non-GAAP Measures**”) presented in this Draft Red Herring Prospectus are a supplemental measure of our performance and liquidity that are not required by, or presented in accordance with, Ind AS, Indian GAAP, or IFRS. Further, these Non-GAAP Measures are not a measurement of our financial

performance or liquidity under Ind AS, Indian GAAP, or IFRS and should not be considered in isolation or construed as an alternative to cash flows, profit / (loss) for the year / period or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Ind AS, Indian GAAP, or IFRS. In addition, these Non-GAAP Measures are not a standardised term and, therefore, a direct comparison of similarly titled Non-GAAP Measures between companies may not be possible. Other companies may calculate the Non-GAAP Measures differently from us, limiting their usefulness as a comparative measure. Although the Non-GAAP Measures are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that they are useful to an investor in evaluating us because these are widely used measures to evaluate a company's operating performance.

## **Use of Industry & Market Data**

Unless otherwise indicated or unless the context requires otherwise, industry and market data used in this section have been derived from the industry report titled "Industry Research Report on Global Gas Turbine Industry, Indian Aerospace & Defence (A&D) and component and EPC Projects (Oil & Gas Refining & Transportation)" dated January 12, 2024 ("D&B Report"), prepared and issued by Dun & Bradstreet Information Services India Private Limited exclusively for the purpose of this Issue, and commissioned and paid for by our Company. D&B has stated in its consent letter that all information contained in the Report has been obtained or derived from publicly available sources and interaction with industry participants, which they consider as reliable and after exercise of reasonable care and diligence by them. Although reasonable care has been taken to ensure that the information therein is true, such information is provided 'as is' without any warranty of any kind, and in particular, makes no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. All information contained therein must be construed solely as statements of opinion and not any recommendation for investment.

As such, a blanket, generic use of the derived results or the methodology is not encouraged. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions vary widely among different industry sources. Further, such assumptions may change based on various factors. We cannot assure you that D&B assumptions are correct or will not change and, accordingly, our position in the market may differ, favourably or unfavourably, from that presented in this Draft Red Herring Prospectus. Further, the commissioned report is not a recommendation to invest or disinvest in our Company. Prospective investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Draft Red Herring Prospectus, when making their investment decisions. For risks in relation to commissioned reports, see "Risk Factors – ***This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from D&B, appointed by our Company. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.***" on page 26 of this DRHP.

In accordance with the SEBI (ICDR) Regulations, 2018 the section titled "***Basis for Issue Price***" on page 84 of the Draft Red Herring Prospectus includes information relating to our peer group companies. Such information has been derived from publicly available sources, and neither we, nor the BRLM, have independently verified such information.

### ***Disclaimer of Dun & Bradstreet:***

*This study has been undertaken through extensive secondary research, which involves compiling inputs from publicly available sources, including official publications and research reports. Estimates provided by Dun & Bradstreet ("Dun & Bradstreet") and its assumptions are based on varying levels of quantitative and qualitative analysis including industry journals, company reports and information in the public domain.*

*Dun & Bradstreet has prepared this study in an independent and objective manner, and it has taken all reasonable care to ensure its accuracy and completeness. We believe that this study presents a true and fair view of the industry within the limitations of, among others, secondary statistics, and research, and it does not purport to be exhaustive. The results that can be or are derived from these findings are based on certain assumptions and parameters/conditions. As such, a blanket, generic use of the derived results or the methodology is not encouraged.*

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

*The recipient should conduct its own investigation and analysis of all facts and information contained in this report is a part and the recipient must rely on its own examination and the terms of the transaction, as and when discussed. The recipients should not construe any of the contents in this report as advice relating to business, financial, legal, taxation or investment matters and are advised to consult their own business, financial, legal, taxation, and other advisors concerning the transaction.*

Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed, and their reliability cannot be assured and accordingly, investment decisions should not be based on such information. Although the industry and market data used in this Draft Red Herring Prospectus is reliable, it has not been independently verified by us, the BRLM, or any of their respective affiliates or advisors. The data used in these sources may have been re-classified by us for the purposes of presentation.



Data from these sources may also not be comparable. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projections, forecasts and assumptions that may prove to be incorrect. Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those discussed in the section **'Risk Factors'** on page 26.

Accordingly, investors should not place undue reliance on, or base their investment decision on this information. The extent to which the market and industry data used in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which business of our Company is conducted, and methodologies and assumptions may vary widely among different industry sources.

In accordance with the SEBI ICDR Regulations, **"Basis for Issue Price"**, beginning on page 84 includes information relating to our peer group companies. Such information has been derived from publicly available sources. No investment decision should be made solely on the basis of such information.

### **Currency of Financial Presentation**

All references to "Rupees" or "INR" or "₹" or "₹" are to Indian Rupees, the official currency of the Republic of India. Except where specified, including in the section titled **"Industry Overview"** throughout the Draft Red Herring Prospectus all figures have been expressed in Mn.

The Draft Red Herring Prospectus contains conversion of certain US Dollar and other currency amounts into Indian Rupees that have been presented solely to comply with the requirements of the SEBI (ICDR) Regulations, 2018. These conversions should not be construed as a representation that those US Dollar or other currency amounts could have been, or can be converted into Indian Rupees, at any particular rate.

## FORWARD LOOKING STATEMENTS

This Draft Red Herring Prospectus includes certain “forward-looking statements”. We have included statements in the Draft Red Herring Prospectus which contain words or phrases such as “will”, “aim”, “is likely to result”, “believe”, “expect”, “will continue”, “anticipate”, “estimate”, “intend”, “plan”, “contemplate”, “seek to”, “future”, “objective”, “goal”, “project”, “should”, “will pursue” and similar expressions or variations of such expressions, that are “forward-looking statements”. Also, statements which describe our strategies, objectives, plans or goals are also forward looking statements.

All forward looking statements are subject to risks, uncertainties and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. Forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. These statements are based on our management’s beliefs and assumptions, which in turn are based on currently available information. Although we believe the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect. Important factors that could cause actual results to differ materially from our expectations include but are not limited to:

1. General economic and business conditions in the markets in which we operate and in the local, regional, national and international economies;
2. Changes in consumer demand;
3. Failure to successfully upgrade our product portfolio, from time to time;
4. Any change in government policies resulting in increases in taxes payable by us;
5. Our ability to retain our key managements persons and other employees;
6. Changes in laws and regulations that apply to the industries in which we operate.
7. Our failure to keep pace with rapid changes in technology;
8. Our ability to grow our business;
9. Our ability to make interest and principal payments on our existing debt obligations and satisfy the other covenants contained in our existing debt agreements;
10. general economic, political and other risks that are out of our control;
11. Inflation, deflation, unanticipated turbulence in interest rates, equity prices or other rates or prices;
12. Company’s ability to successfully implement its growth strategy and expansion plans;
13. failure to comply with regulations prescribed by authorities of the jurisdictions in which we operate;
14. inability to successfully obtain registrations in a timely manner or at all;
15. occurrence of Environmental Problems & Uninsured Losses;
16. conflicts of interest with affiliated companies, the promoter group and other related parties;
17. any adverse outcome in the legal proceedings in which we are involved;
18. Concentration of ownership among our Promoter;
19. The performance of the financial markets in India and globally;
20. Global distress due to pandemic, war or by any other reason.

For further discussion of factors that could cause our actual results to differ, see the Section titled “**Risk Factors**”, “**Our Business**” and “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” beginning on page 26, 113 and 227 respectively of the Draft Red Herring Prospectus. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated.

There can be no assurance to investors that the expectations reflected in these forward-looking statements will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements to be a guarantee of our future performance.

Neither our Company or our Directors or our Officers or Book Running Lead Manager or Underwriter nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI requirements, our Company and the BRLM will ensure that investors in India are informed of material developments until such time as the grant of listing and trading permission by the Stock Exchange for the Equity Shares allotted pursuant to this Issue.

## SECTION II – SUMMARY OF DRAFT RED HERRING PROSPECTUS

### A. OVERVIEW OF BUSINESS

Established in 2000, we operate primarily in two business verticals namely (a) Manufacturing of Gas turbine components and defence aircrafts engine components (“**Manufacturing business**”) wherein we manufacture a wide range of gas turbine components, specifically designed for GE heavy-duty industrial gas turbines such as Frames 3, 5, 6, 7 and 9 and (b) Development of projects in the Oil & Gas segment (“**O&G projects**”), which includes development of cross-country pipeline projects, refinery work and EPC projects.

### B. OVERVIEW OF THE INDUSTRY

The global gas turbine market has exhibited a nuanced trajectory in terms of volume over the past four years. In 2019, the market captured a volume of 26.01 GW, demonstrating a robust industry. However, the subsequent years witnessed a decline, with 2020 and 2021 recording volumes of 24.40 GW and 21.71 GW, respectively.

As of October 2023, the total length of crude oil pipeline network across India is 10,938 km with a capacity of 153.1 MMTPA. During FY 2022-23, the utilization of the crude oil pipelines was 72.7%. The utilization of Crude oil pipeline increased by 3.0 percentage points during FY 2022-23 as compared to the previous year.

(Source: D&B Report)

### C. PROMOTERS

The promoters of our Company are Corrtch International Limited, IEC Projects Limited, Sandeep Indrasen Mittal and Amit Indrasen Mittal.

### D. DETAILS OF THE ISSUE

Initial Public Issue of upto 60,48,000 Equity Shares of ₹ 10 each (*the “Equity Shares”*) for cash at a price of ₹. [●] per Equity Share (including a Share Premium of ₹ [●] per Equity Share), aggregating up to ₹ [●] Mn (*“the Issue”*) by the Company. The Issue comprises a reservation of upto 3,04,000 Equity Shares of ₹ 10 each for subscription by the designated Market Maker (*“the Market Maker Reservation Portion”*) and [●] Equity Shares of face value of ₹ 10 each for cash at a price of ₹ [●] per Equity Share aggregating up to ₹ [●] Mn will be reserved as Employee Reservation Portion (the **“Employee Reservation Portion”**). The Issue less Market Maker Reservation Portion and Employee Reservation Portion i.e., Issue of [●] Equity Shares of face value of ₹ 10 each, at an issue price of ₹ [●] per Equity Share for cash, aggregating to ₹ [●] Mn is hereinafter referred to as the **“Net Issue”**. The Issue and Net Issue will constitute 26.47 % and [●] % respectively of the post- issue paid-up Equity Share capital of our Company.

### E. OBJECTS OF THE ISSUE

Our Company intends to utilize the Proceeds of the Issue to meet the following objects:

Sr. No	Particulars	Amt (INR in Lacs)
1.	Funding of capital expenditure towards installation of additional plant and machinery in the existing Gas turbine & aero-engine components manufacturing unit	1308.56
2.	Funding of capital expenditure towards heavy construction equipment and machineries for O&G segment;	1109.52
3.	To meet Working Capital requirements	[●]
4.	General Corporate Purpose	[●]
	<b>Total</b>	[●]

### F. PRE-ISSUE SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP

As on the date of this Draft Red Herring Prospectus, Our Promoter Corrtch International Limited hold 1,68,00,000 Equity Shares which includes 6 shares held by 6 individual nominees of Corrtch International Limited namely, Sandeep Indrasen Mittal, Amit Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Mittal Pankajkumar Shah and Prashant Sandeep Mittal. Following are the details of the shareholding of the Promoters and Promoter Group, as on date of this Draft Red Herring Prospectus:

Sr. No	Names	Pre IPO		Post IPO	
		Shares Held	% Shares Held	Shares Held	% Shares Held
	<b>Promoters</b>				
1.	Corrtch International Limited*	1,68,00,000	100.00	1,68,00,000	[●]
	<b>Total</b>	<b>1,68,00,000</b>	<b>100.00</b>	<b>1,68,00,000</b>	<b>[●]</b>

\*As on date of this DRHP, our Company is a Wholly owned Subsidiary of Corrttech International Limited. In order to meet the requirement of minimum seven members, six other members, namely, Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Prashant Sandeep Mittal and Mittal Pankajkumar Shah holds 1 equity share each of Corrttech International Limited as Nominee shareholder.

## G. SUMMARY OF FINANCIAL INFORMATION

Following are the details as per the restated financial statements for the financial years ended on March 31, 2023, March 31, 2022 and March 31, 2021 and seven months period ended October 31, 2023:

Particulars	(₹ in Millions, Except data per share)			
	October 31, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Equity Share Capital	168.00	21.00	21.00	21.00
Total Equity	738.65	662.06	581.01	482.90
Total Income	944.27	1,478.76	2,018.77	1,177.29
Profit after tax	77.53	80.73	99.63	27.42
Earnings per Share (based on weighted average number of shares)	4.61	4.81	5.92	1.63
Net Asset Value per Share (based on weighted average number of shares)	353.60	317.08	278.41	231.67
Total Borrowings	360.00	166.28	88.42	40.04

## H. AUDITOR QUALIFICATIONS NOT GIVEN EFFECT IN THE RESTATED FINANCIAL STATEMENTS

There are no audit qualifications which have not been given effect in the restated financial information.

## I. SUMMARY OF OUTSTANDING LITIGATIONS

There are outstanding legal proceedings involving our Company, our Directors and our Promoters. For details, see “*Outstanding Litigation and Material Developments*” beginning on page 239 of this Draft Red Herring Prospectus.

### Litigations involving the Company:

Nature of Cases	(₹ in million)	
	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable
Criminal proceedings against the Company	3	0.52
Criminal proceedings filed by the Company	-	-
Other pending material litigation against the company	-	-
<b>Tax proceedings:</b>		
Direct Tax	11	152.75
<b>Indirect Tax</b>		
GST Demand cases	4	12.10
GST Refund case	1	72.39
<b>Other pending material litigation filed by the company</b>	-	-
<b>Total</b>	<b>19</b>	<b>237.76</b>

### Litigations involving our Promoter & Directors:

Nature of Cases	(₹ in million)	
	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable
Criminal proceedings against the Promoter & Director	6	95.72
Criminal proceedings filed by the Promoter & Director	-	-
Other pending material litigation against Promoter & Director	6	110.69
<b>Tax proceedings:</b>		
Direct Tax	15	70.78
Indirect Tax	5	45.38
Other pending material litigation filed by Promoters & Directors	3	415.59
<b>Total</b>	<b>35</b>	<b>738.15</b>

### Litigations involving our Subsidiary:

Nature of Cases	(₹ in million)	
	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable

Criminal proceedings against our Subsidiary	-	-
Criminal proceedings filed by our Subsidiary	-	-
Other pending material litigation against our Subsidiary	2	Unascertainable
<b>Tax proceedings:</b>		
Direct Tax	2	1.07
Indirect Tax	-	-
<b>Other pending material litigation filed by our Subsidiary</b>	-	-
<b>Total</b>	<b>4</b>	<b>1.07</b>

Amount mentioned to the extent quantifiable. The amount may be subject to additional interest/other charges being levied by the concerned authorities which are unascertainable as on date of this Draft Red Herring Prospectus. For further details, please refer to the chapter titled **“Outstanding Litigations and Material Developments”** on page 239 of this Draft Red Herring Prospectus.

## J. RISK FACTORS

For details on the risks involved in our business, please see the Chapter titled **“Risk Factors”** beginning on page 26 of this Draft Red Herring Prospectus.

## K. SUMMARY OF CONTINGENT LIABILITIES

Following is the summary of the Contingent Liabilities and Commitments of the Company:

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>A. CONTINGENT LIABILITIES</b>				
Guarantees given by bank on behalf of company	20.38	21.50	109.20	136.06
Disputed Income tax matters	89.39	96.13	96.13	42.64
Corporate Guarantee issued to Corrtch International Limited - For NCD issue	<b>Refer note (b) below for details</b>			
Corporate Guarantee issued to Corrtch International Limited - For Loans under Corporate Debt Restructuring	<b>Refer note (c) below for details</b>			
	<b>109.78</b>	<b>117.63</b>	<b>205.32</b>	<b>178.70</b>

### Notes:

- (a) As the matters are under dispute with respective authorities, the actual outflow would be determined based on the settlement of such dispute.
- (b) For the purpose of NCD issue by Corrtch International Limited, following companies have given Corporate Guarantee to the Debenture Trustee
1. Corrtch Energy Limited
  2. Control Oil and Gas Services Private Limited
  3. IEC Projects Limited
- As per the deed of Corporate Guarantee, all the above three companies are jointly liable in case of default made by Corrtch International Limited. Hence, we are not able to quantify exact amount of contingent liability. Further debenture trustee has released corporate guarantee provided by the company vide its letter no 259/DT/ERP/2023-24 dated 11th August 2023.
- (c) The company had given a corporate guarantee on behalf of Corrtch International Limited for loans due by them under corporate debt restructuring. The outstanding balances as on reporting dates were:
- a. 31 October 2023 - INR Nil
  - b. 31 March 2023 - INR Nil
  - c. 31 March 2022 - INR Nil
  - d. 31 March 2021 - INR Nil

## B. CAPITAL COMMITMENTS

There are no such commitments as on the reporting date required to be reported under the above clause.

For further details, please refer to Note-37 Contingent Liabilities and Commitments of the chapter titled **“Financial Information of the Company”** on page 170 of this Draft Red Herring Prospectus.

## L. SUMMARY OF RELATED PARTY TRANSACTIONS

Following is the summary of the related party transactions entered by the Company (based on Restated Financial Statements) for the period ended on October 31, 2023 and financial year ended on March 31, 2023, March 31, 2022 and March 31, 2021:

### Note 41 - RELATED PARTY DISCLOSURES AS PER INDIAN ACCOUNTING STANDARD-24

#### (a.1) Related Parties

Name	Description of relationship
------	-----------------------------



Corrtech International Limited	Holding Company
MJB India Technical Services Private Limited	Subsidiary Company
MJB India Industrial Repairs Private Limited	Associate Company
Control Plus Oil & Gas Solutions Private Limited	Fellow Subsidiary
Corrtech Energy Middle East DMCC	Enterprises under significant influence of key management personnel
Corrosion Cures Private Limited	Enterprises under significant influence of key management personnel
Greenville Aerospace Private Limited	Enterprises under significant influence of key management personnel

**(a.2) Key Managerial Personnel & Relatives Of Key Management Personnel**

Name	Relationship/Designation
Mr. Sandeep Mittal	Director
Mr. Amit Mittal	Director
Mrs. Kavita Mittal	Director
Mr. Prashant Mittal	Relative of KMP
Mr. Anant Mittal	Relative of KMP
Mr. Krishna Sandeep Mittal	Relative of KMP
Mrs. Rinku Guzraty	Relative of KMP

**(b) Transactions with related parties:**

Transactions With Corrtech International Limited	Holding Company			
	31-10-2023	2022-23	2021-22	2020-21
Purchases / Subcontracting Expense	2.61	4.32	11.36	10.52
Sales & Other Income	-	1.17	10.54	30.46
Purchase of Equipment (Net of Sale)	-	-	-	-
Guarantees taken from Related party	-	-	-	90.90
Dividend Distribution	-	2.50	-	4.14
Guarantee Commission Income for guarantee given for issue of Non-Convertible Debentures and other borrowings	2.34	3.57	4.12	5.69
Transactions With MJB India Technical Services Private Limited	Subsidiary Company			
	31-10-2023	2022-23	2021-22	2020-21
Interest paid to	-	-	-	-
Loan Repaid to Related Party	-	-	-	2.24
Transactions With MJB India Industrial Repairs Private Limited	Associate Company			
	31-10-2023	2022-23	2021-22	2020-21
Purchases / Subcontracting Expense	-	-	-	-
Loan Repaid to Related Party	-	-	-	36.12
Transactions With Control Plus Oil & Gas Solutions Private Limited	Fellow Subsidiary			
	31-10-2023	2022-23	2021-22	2020-21
Purchases / Subcontracting Expense	1.16	1.47	4.30	5.09
Sales & Other Income	-	1.58	0.56	9.44
Expenses paid by Related parties on behalf of company	-	-	-	0.02
Expenses paid on behalf of Related parties	-	-	-	-
Advance against purchase given to related parties	-	1.30	0.77	5.76
Transactions With Enterprises under significant influence of key management personnel	Enterprises under significant influence of key management personnel			
	31-10-2023	2022-23	2021-22	2020-21
Purchases / Subcontracting Expense (Greenville)	1.47	23.10	26.30	-
Purchases / Subcontracting Expense (Corrosion Cure)	-	7.35	5.48	10.01
Sales & Other Income (Corrosion Cure)	-	-	0.67	0.47
KMP's Remuneration	Key Managerial Personnel			
	31-10-2023	2022-23	2021-22	2020-21
Kavita Amit Mittal	2.80	4.80	3.40	2.21
Prashant Mittal	-	-	-	0.50
Sandeep Mittal	3.80	6.52	6.53	5.99
Amit Mittal	2.11	3.52	2.23	1.39
Loan from related parties	Key Managerial Personnel			
	31-10-2023	2022-23	2021-22	2020-21
Loan taken from Related Party (Sandeep Mittal)	14.45	20.95	12.23	25.62
Loan Repaid to Related Party (Sandeep Mittal)	12.27	17.61	23.74	30.50
KMP's Relative's Remuneration	Close Family Member of KMP			
	31-10-2023	2022-23	2021-22	2020-21
Anant Mittal	1.05	1.80	-	-

Krishna Mittal	0.25	0.42		
Rinku Guzraty	1.05	2.07	1.19	1.22
Prashant Mittal	1.21	1.80		
<b>(c) Balance Outstanding:</b>				
<b>Balance Outstanding of Corrtch International Limited</b>	<b>Holding Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Net receivable	-	-	-	-
Net payable	30.55	35.95	22.51	11.47
<b>Balance Outstanding of MJB India Technical Services Private Limited</b>	<b>Subsidiary Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Net receivable	-	-	-	-
Net payable	-	-	-	-
<b>Balance Outstanding of MJB India Industrial Repairs Private Limited</b>	<b>Associate Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Net receivable	0.18	0.18	-	-
Net payable	-	-	-	-
<b>Balance Outstanding of Control Plus Oil &amp; Gas Solutions Private Limited</b>	<b>Fellow Subsidiary</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Net receivable	8.36	20.69	12.89	17.72
Net payable	-	-	-	-
<b>Balance Outstanding of Enterprises under significant influence of key management personnel</b>	<b>Enterprises under significant influence of key management personnel</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
<b>Net receivable</b>				
Corrosion Cure	-	-	-	0.02
<b>Net payable</b>				
Greenville	8.48	14.78	19.83	2.11
Corrosion Cure	5.33	5.34	3.32	
<b>Balance Outstanding of Key Managerial Personnel &amp; Close Family Member of KMP</b>	<b>Key Managerial Personnel &amp; Close Family Member of KMP</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
<b>Net receivable</b>				
Rinku Mittal	0.89	-	0.01	0.24
Prashant Mittal	0.55	-	-	0.77
Krishana mittal	0.02	0.02	0.02	-
<b>Net payable</b>				
Sandeep Mittal	17.27	15.51	13.47	25.05
Amit Mittal	1.44	1.35	1.53	1.45
Vimal Patel	0.12	0.12	-	-
Krishna Mittal	-	-	-	0.06
Anant Mittal	0.12	0.09	0.13	-
Kavita Mittal	0.27	0.20	0.09	0.37
Prashant Mittal	-	0.22	0.05	-
Rinku Mittal	-	0.05	-	-
There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties				

For further details, please refer to the Note 41 – *Related Party Disclosures as per Indian Accounting Standard-24* of chapter titled “*Financial Information of the Company*” on page 213 of this Draft Red Herring Prospectus.

#### **M. DETAILS OF FINANCING ARRANGEMENTS**

There are no financing arrangements whereby the promoters, members of the Promoter Group, the directors of the issuer and their relatives have financed the purchase by any other person of securities of the issuer other than in the normal course of the business of the financing entity during the period of six months immediately preceding the date of this Draft Red Herring Prospectus.

#### **N. WEIGHTED AVERAGE PRICE OF THE SHARES ACQUIRED BY PROMOTERS IN LAST ONE YEAR**

Sr. No.	Name of the Promoter	No. of Shares acquired in last one year	Weighted Average Price (in ₹)*
1.	Corrtch International Limited	1,47,00,000	Nil

\*In the last one year, our Promoters have been allotted only bonus shares, on account of which acquisition prices is Nil.

**O. AVERAGE COST OF ACQUISITION OF SHARES**

The average cost of acquisition of Equity Shares by our Promoter is set forth in the table below:

<b>Sr. No.</b>	<b>Name of the Promoters</b>	<b>No. of Shares held</b>	<b>Average cost of Acquisition (in ₹)</b>
1.	Corrtech International Limited	1,68,00,000	3.87

*\*Includes 6 share held by 6 individual nominees of Corrtech International Limited.*

**P. PRE-IPO PLACEMENT**

Our Company is not considering any Pre-IPO placement of equity shares of the Company.

**Q. EQUITY SHARES ISSUED FOR CONSIDERATION OTHER THAN CASH**

Our Company has not issued Equity Shares for consideration other than cash in the last one year.

**R. SPLIT/ CONSOLIDATION OF EQUITY SHARES**

Our company has not done any split/consolidation/ subdivision of equity shares of the Company since incorporation.

**S. EXEMPTION FROM COMPLYING WITH ANY PROVISIONS OF SECURITIES LAWS, IF ANY, GRANTED BY SEBI**

As on date of the Draft Red Herring Prospectus, our Company has not availed any exemption from complying with any provisions of securities laws granted by SEBI.

### **SECTION III: RISK FACTORS**

An investment in our Equity Shares involves a high degree of financial risk. Prospective investors should carefully consider all the information in the Draft Red Herring Prospectus, particularly the **“Financial Information of the Company”** and the related notes, **“Our Business”** and **“Management’s Discussion and Analysis of Financial Condition and Results of Operations”** on page 170, 113 and 227 respectively of this Draft Red Herring Prospectus and the risks and uncertainties described below, before making a decision to invest in our Equity Shares.

The risk factors set forth below are not exhaustive and do not purport to be complete or comprehensive in terms of all the risk factors that may arise in connection with our business or any decision to purchase, own or dispose of the Equity Shares. This section addresses general risks associated with the industry in which we operate and specific risks associated with our Company. Any of the following risks, individually or together, could adversely affect our business, financial condition, results of operations or prospects, which could result in a decline in the value of our Equity Shares and the loss of all or part of your investment in our Equity Shares. While we have described the risks and uncertainties that our management believes are material, these risks and uncertainties may not be the only risks and uncertainties we face. Additional risks and uncertainties, including those we currently are not aware of or deem immaterial, may also have an adverse effect on our business, results of operations, financial condition and prospects.

This Draft Red Herring Prospectus contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including the considerations described below and elsewhere in this Draft Red Herring Prospectus. The financial and other related implications of risks concerned, wherever quantifiable, have been disclosed in the risk factors below. However, there are risk factors the potential effects of which are not quantifiable and therefore no quantification has been provided with respect to such risk factors. In making an investment decision, prospective investors must rely on their own examination of our Company and the terms of the Issue, including the merits and the risks involved. You should not invest in this Issue unless you are prepared to accept the risk of losing all or part of your investment, and you should consult your tax, financial and legal advisors about the particular consequences to you of an investment in our Equity Shares.

Unless otherwise indicated or unless the context requires otherwise, industry and market data used in this section have been derived from the D&B Report, prepared and issued by Dun & Bradstreet Information Services India Private Limited exclusively for the purpose of this Issue, and commissioned and paid for by our Company.

#### **Materiality**

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality.

1. Some events may not be material individually but may be found material collectively.
2. Some events may have material impact qualitatively instead of quantitatively.
3. Some events may not be material at present but may be having material impact in future.

#### **Note:**

The risk factors as envisaged by the management along with the proposals to address the risk if any. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial implication of any of the risks described in this section.

In this Draft Red Herring Prospectus, any discrepancies in any table between total and the sums of the amount listed are due to rounding off. Any percentage amounts, as set forth in **“Risk Factors”** on page 26 and **“Management Discussion and Analysis of Financial Condition and Results of Operations”** on page 227 of this Draft Red Herring Prospectus unless otherwise indicated, has been calculated on the basis of the amount disclosed in the **“Restated Financial Statements”**.

#### **INTERNAL RISK FACTORS**

1. **We derive majority of our revenue from the development of projects in the oil and gas sector and our financial condition would be materially and adversely affected if we fail to obtain new contracts.**

We operate primarily in two business verticals namely (a) manufacturing of Gas turbine & aero-engine components (**“Manufacturing business”**) and (b) development of projects in the Oil & Gas segment (**“O&G projects”**), out of which we derive major portion of the revenue from O&G projects business. Over the seven-month periods ended Oct. '23 and for the financial years 2022-23 and 2021-22, the O&G projects segment business generated revenue of Rs. 585.61 Mn, 990.51 Mn, and 1186.45 Mn, representing 62.54%, 67.72%, and 59.20% of our total revenue from operations during those periods respectively.

Our O&G project development business depends significantly on our ability to bid for and be awarded projects across laying of cross-country pipeline, refinery work and EPC projects. We bid for projects on an ongoing basis and projects in our O&G segment

are typically awarded by our customers following a competitive bidding process and post satisfaction of prescribed qualification criteria. There can be no assurance that we would be able to meet such criteria, whether independently or together in collaboration with other partners. In addition, we cannot assure you that we would continue to bid where we have been qualified to submit a bid or that our bids, when submitted or if already submitted, would be accepted.

Our business, growth prospects and financial performance largely depends on our ability to obtain new contracts and there can be no assurance that we will be able to procure new contracts. Our future results of operations and cash flows may fluctuate from period to period depending on the timing of our contract. In the event we are unable to obtain new contracts, our business will be materially and adversely affected.

2. ***Our Order Book may not necessarily translate into future income in its entirety or could be delayed. Some of our current orders may be modified, cancelled, delayed or not fully paid for by our clients, which could adversely affect our business reputation, which could have a material adverse effect on our business, financial condition, results of operations and future prospects.***

Our Order book for our O&G project & manufacturing of Gas turbine & aero-engine component business as of October 31, 2023 was INR 3,989.01 Mn. The following table sets out forth operation-wise summary of our Order book as of October 31, 2023:

Segment	No. of Projects/ Orders	Outstanding Order Book (Rs in Mn.)	% of Order book of our Co.
Manufacturing Business of Gas turbine & Aero-engine components*	54	205.11	5.14%
Oil & Gas service business	23	3,783.90	94.86%
<b>Total</b>	<b>77</b>	<b>3,989.01</b>	<b>100%</b>

\*We have received orders in USD and EUR currency. The exchange rate used as of 31<sup>st</sup> Oct, 2023 are USD/INR = 83.2692 and EUR/INR = 88.3236 (Source: RBI)

Our Company's Order Book as of a particular date consists of unexecuted portion of our outstanding orders, that is the total contract value of the existing contracts secured by us as reduced by the value of work executed and billed till such date. Our Order Book is a cumulative indication of the revenues that we expect to recognize in future periods in relation to the contracts we have already secured. For the purposes of calculating the Order Book value, our Company takes into account any change in work scope already agreed upon with our customers. The manner in which we calculate and present our Company's Order Book information may vary from the manner in which such information is calculated and presented by other companies, including our competitors. The Order Book information included in this Draft Red Herring Prospectus is not audited and does not necessarily indicate our future earnings. Our Order Book should not be considered in isolation or as a substitute for performance measures.

While our Order Book indicates legally binding contracts entered into between our Company and its customers, the contracts require us to comply with certain terms of the contract including those with respect to delivery schedules, quality of workmanship and any other conditions as may be specified in the contract. Any actual or perceived non-compliance may lead to our current orders being modified, cancelled or delayed or certain monetary or other penalties may be imposed on us. Further, our ability to execute our Order Book is dependent on our customers and other service providers, not under our control, implementing their part of the projects. Moreover, factors beyond our control or the control of our clients may postpone a project or cause its cancellation, including delays or failure to obtain necessary permits, authorizations, permissions, right-of-use, and other similar practical difficulties or obstructions. Due to the possibility of cancellations or changes in scope and schedule of projects, resulting from our clients' discretion or from problems we encounter in project execution or reasons outside our control or the control of our clients, we cannot predict with certainty when, if or to what extent, a project forming part of our Order Book will be executed and this could reduce the income and profits we ultimately earn from the contracts. Delays in the completion of a project can lead to clients delaying or refusing to pay the amount, in part or full, that we expect to be paid in respect of such project. Even relatively short delays or surmountable difficulties in the execution of a project could result in our failure to receive, on a timely basis or at all, payments otherwise due to us on a project. These payments often represent an important portion of the margin we expect to earn on a project. In addition, even where a project proceeds as scheduled, it is possible that the contracting parties may default or otherwise fail to pay amounts owed. Any delay, reduction in scope, cancellation, execution difficulty, payment postponement or payment default in regard to our Order Book projects or any other uncompleted projects, or disputes with clients in respect of any of the foregoing, could materially harm our cash flow position, revenues from operations and profitability.

3. ***Our business is capital intensive. If we experience insufficient cash flows or are unable to raise external funding to meet our working capital requirements, there may be an adverse effect on the results of our operations. Further, we are required to furnish financial and performance bank guarantees for our contracts. Inability on our part to arrange such guarantee or the invocation of such guarantees by the other party may result in forfeiture of bid security or earnest money deposit and termination of the relevant contract thereby affecting results of our operations, financial condition and other prospects.***

Our business requires a significant amount of working capital which is based on certain assumptions, and accordingly, any change of such assumptions would result in changes to our working capital requirements. A significant amount of working capital is required to finance the purchase or manufacturing of materials, mobilization of resources, project expenses and other work on projects before payment is received from clients. We are also required to provide bank guarantee at various stages including earnest money deposit



required at the time of bidding for new projects, performance bank guarantee prior to execution of the contract and as collateral for mobilization advance. For performance of our work contracts, we are required to furnish contract performance security in the form of a bank guarantee or demand draft, which is submitted upon acceptance of bid and is valid up to the expiry of the respective defect liability period to ensure performance of the contracts by us. In case our employees/ manpower deployed for a project commits any wrong and/ or there is a breach and/ or a non-performance of the contract on our part through our contractors/ sub-contractors for any reason, there may be a forfeiture of earnest money deposit submitted by our Company with the client at the time of submission of bid or such guarantee amount as deposited by our Company as per the terms of the agreement. This may in turn materially adversely affect our business, operations, profitability and future prospects.

While such facilities availed by us are non-fund based in nature, they form a part of the working capital facilities sanctioned by our bankers. Further, since the contracts we bid typically involve a lengthy and complex bidding and selection process which is affected by a number of factors, it is generally difficult to predict whether or when a particular contract we have bid for will be awarded to us and the time period within which we will be required to mobilize our resources for the execution of such contract. As a result, we may need to incur additional indebtedness in the future to satisfy our working capital requirements. Our working capital requirements may increase if we undertake larger or additional projects or if payment terms do not include advance payments or such contracts have payment schedules that shift payments toward the end of a project or otherwise increase our working capital burden.

Our growth strategy requires continued access to significant amounts of capital on acceptable terms. We cannot assure you that market conditions and other factors will permit future financings, debt or equity, on terms acceptable to us or at all. Our ability to arrange financing and the costs of such financing are dependent on numerous factors, including general economic and capital market conditions, credit availability from financial institutions, the amount and terms of our existing indebtedness, investor confidence and the continued success of current projects. Our attempts to consummate future financings may not be successful or be on terms favorable to us or at all any such inability to raise such financing could adversely impact our business, prospects, financial condition and /or results of operation.

**4. *The projects we develop in the O&G segment are awarded primarily through a competitive bidding process. We may not always be able to qualify for, compete and win projects, which could adversely affect our business and results of operations.***

As a part of our business and operations, we bid for projects on an on-going basis. Most of our projects in O&G segment are awarded following competitive bidding process and satisfaction of prescribed qualification criteria. While prior experience, service quality, technological capacity and performance, safety records, availability of requisite personnel and sufficiency of financial resources are important considerations in decisions, there can be no assurance that we would be able to meet such qualification criteria, particularly for larger projects, whether independently or together in collaboration with other partners. Further, once the prospective bidders satisfy the qualification requirements of the tender, the project is usually awarded based on the commercial quote by the prospective bidders. We spend considerable time and resources in the preparation and submission of bids. We cannot assure you that we would bid where we have been prequalified to submit a bid or that our bids, when submitted or if already submitted, would be accepted. If we are not able to qualify in our own right to bid for larger projects, we may be required to partner and collaborate with other companies in bids for such projects. If we are unable to partner with other companies or lack the credentials to be the partner-of-choice for other companies, we may lose the opportunity to bid for large projects, which could affect our growth plans.

In addition, the tender processes may be subject to change in qualification criteria, unexpected delays and uncertainties. There can be no assurance that the projects for which we bid will be tendered within a reasonable time, or at all. In the event the new projects which have been announced and which we plan to bid for are not put up for tender within the announced timeframe, or qualification criteria are modified such that we are unable to qualify, our business, prospects, financial condition, cash flows and results of operations could be materially and adversely be affected. We are not in a position to predict whether and when we will be awarded a new contract and our future results of operations and cash flows can fluctuate materially depending on the timing of award of contracts.

Projects awarded to us may be subject to litigation by unsuccessful bidders which may lead to our customers deciding to seek fresh bids for the project. Legal proceedings may result in delay in award of the projects and/or notification of starting dates, for the bids where we have been successful, which may result in us having to retain unallocated resources and as a result, it would adversely affect our results of operations and/or our financial condition. Further, we may be required to incur substantial expenditure, time and resources in defending such litigation. Any unsuccessful outcome in any such proceedings may lead to termination of a contract awarded to us, which could have a material adverse effect on our future revenues and profits.

**5. *Our corporate promoter and holding Company, Corrtch International Limited have defaulted in payment of certain loans in the past.***

Our corporate promoter and holding Company, Corrtch International Limited ("CIL") have, in the past, defaulted in payment of certain loan facilities including those amounting to ₹3,406.80 million availed from UCO Bank, Axis Bank Limited and IDBI Bank Limited. CIL approached the lenders to restructure the debts under the corporate debt restructuring ("CDR") scheme and the CDR forum approved the restructuring of our loan facilities on September 30, 2014. While CIL successfully exited the CDR mechanism which was confirmed by UCO Bank, consortium leader for the CDR package, through a letter dated December 30, 2021, the restructuring had an impact on the group credit profile and certain banks and financial institutions have taken an adverse view of

the group credit history which has in the past impacted our cost of borrowings and ability to diversify our sources of capital. While we believe that equity infusion as envisaged through the Offering will help alleviate such reservations by banks and financial institutions, we cannot assure you that we will be able to improve our access to capital or reduce our effective costs of borrowing.

**6. *We face competition in both of our primary business segments. Any failure to compete effectively in the highly competitive industries in which we operate, could have a material adverse effect on our business, results of operations, financial condition, cash flows and future prospects.***

In respect of our O&G project development business, we operate in a competitive environment and our competition is based on size, nature, complexity of projects, price and the availability of qualified manpower. Some of our competitors may have greater industry experience, and substantial financial, technical and other resources which enables them to undertake larger projects or obtain better financing arrangements. Although there are numerous factors that could affect our ability to win projects, pricing plays an important role in most tender awards. Some of the new entrants may also bid at lower margins in order to be awarded a contract. As a result, the nature of the bidding process may cause us and our competitors to accept lower margins in order to be awarded a contract. We may also decide not to participate in some projects as accepting such lower margins may not be financially viable and this may adversely affect our competitiveness to bid for and win future contracts. Our inability to effectively manage such competitive pressures and manage our costs efficiently, could have a material adverse effect on our operating margins, business growth and prospects, financial condition and results of operations.

Similarly, we face competition globally in our manufacturing business against other manufacturers of gas turbine and aero engine components, which is based on many factors, including product quality and reliability, product design and innovation, technology, manufacturing capabilities, price and brand recognition. We compete with competitors to retain our existing business as well as to acquire new business. Some of our competitors may have certain advantages, including greater financial, technical and/ or marketing resources, which could enhance their ability to finance acquisitions, fund international growth, respond more quickly to technological changes and/ or operate in more diversified geographies and product portfolios. Further, manufacturers that do not currently compete with us could expand their product portfolios to include products that would compete directly with ours. In addition, certain key customers to whom we currently sell certain products could decide to compete with us as manufacturers of these products. Our success depends in part on our ability to provide technologically advanced manufacturing products, maintain strict quality standards, respond flexibly and rapidly to customers' design and schedule changes, deliver products globally and on time and on a reliable basis at competitive prices and seek to create enhanced relationships with our customers with our advanced technology and engineering solutions. There can also be no assurance that we will be able to establish a compelling advantage over our competitors. Further, we may also not be able to utilize our available manufacturing capacity, which in turn could have material adverse effect on our business, results of operations, financial condition, cash flows and future prospects.

**7. *Our Company is dependent upon few suppliers for purchase of major portion of raw material for Gas Turbine and aero engine components. Any loss of business with one or more of them may adversely affect our business operations and profitability.***

Our top ten suppliers contributed approximately 63.70%, 65.33% and 82.61% of our total purchases for the period October 31, 2023, March 31, 2023 and March 31, 2022 based on restated consolidated financial statements. Our suppliers are associated with us through purchase orders, and we do not enter into definite-term agreements with them. Accordingly, our suppliers may not perform their obligations in a timely manner or at all, resulting in possible delays to our production schedule and adversely affecting our output, and may require us to transition our work to other companies. Further, there can be no assurance that increased demand, capacity limitations or other problems experienced by our suppliers will not result in occasional shortages or delays in their supply of raw materials and components. Further, there can be no assurance that the material supplied by our suppliers shall always conform to our quality system requirements including meeting the desired specifications and/or test requirements. Furthermore, as we typically do not have exclusive arrangements with our suppliers, our suppliers could engage with our competitors and prioritize supplies of their other customers, which could adversely impact our ability to procure a sufficient quantity of raw materials and components at competitive rates.

Our top suppliers may vary from period to period depending on the demand-supply in the market and thus the supply process from these suppliers might change as we continue to seek more cost-effective suppliers in normal course of business. Since at present our business is concentrated among relatively few significant suppliers, we could experience a reduction in our purchases and business operations if we lose one or more of these suppliers, including but not limited on account of any dispute or disqualification them there may be an adverse effect our purchases and business operations. We strive to maintained good and long-term relationships with our suppliers but there can be no assurance that we will continue to have such long-term relationship with them. We cannot assure that we shall do the same quantum of business, or any business at all, with these suppliers, and loss of business with one or more of them may adversely affect our purchases and business operations.

**8. *Our O&G project development business is primarily dependent on projects in India undertaken or awarded by oil and gas companies, and we derive majority of our revenues from contracts with a limited number of customers. Our inability to manage relationships with our major customers and any adverse changes in the government policies may lead to our contracts being terminated or renegotiated, which may have a material effect on our business and results of operations.***

Our O&G project development business is primarily dependent on projects undertaken or awarded by limited number of customers who are involved in up-stream, mid-stream and down-stream activities of oil and gas sector. Our customers in O&G segment include

large players in the Indian oil and gas sector such as Reliance, Indian Oil Corporation Limited, Oil and Natural Gas Corporation Limited, HPCL and GAIL (India) Ltd. Our top five customers (overall basis) contributed to 74.99%, 69.89% and 80.26%, of our revenue from operations for the seven months period ended October 31, 2023, Fiscal 2023 and Fiscal 2022 respectively. Larger contracts from few customers may represent a larger portion of our Order Book, increasing the potential volatility of our results and exposure to individual contract risks. Such concentration of our business on a few projects or clients may have an adverse effect on our business if we do not achieve our expected margins or suffer losses on one or more of these large contracts, from such clients. There is no commitment on the part of our key customers to continue to award new orders or contracts to us and as a result, our cash flow and consequent revenue may fluctuate significantly from time to time. The loss of one or more of these significant customers or a significant decrease in business from any such key customer may materially and adversely affect our business, results of operations and financial condition.

Contracts in our O&G Project development business are also subject to certain restrictions including inspections, testing and quality checks. In addition, if we fail to comply with a contractual or any other requirement or if there are any concerns that arise out of the checks conducted by our customers, or an agency appointed by them or any other agency as required under the contract, a variety of penalties can be imposed. As a result of this, any or all of our contracts entered into with our customers could be terminated and we could be suspended or debarred from all contract work for the respective customer or a larger group of customers, or payment of our costs could be disallowed. The occurrence of any of these actions could harm our reputation and could have a material adverse effect on our business, results of operations and financial condition.

As per D&B Report, the government's concerted push for cleaner energy sources and strategic infrastructure projects, notably the National Gas Grid, is a driving force behind the escalating demand for oil and gas pipeline infrastructure in India. These initiatives are designed to improve energy accessibility and decrease reliance on traditional energy sources. According to forecasts by the International Energy Agency (IEA), India's natural gas demand is poised to grow by 4% in 2023, with an anticipated average annual increase of over 8% until 2026. While we believe that this augurs well for the sector in which we operate, there can be no assurance that the government will continue to place emphasis on the gas infrastructure or related sectors and any change in government focus may adversely impact the growth of sector in which we operate and as a result our operations and financial performance may be adversely impacted. Further, as long as entities related to government are responsible for awarding contracts to us and are a critical party to the development and ongoing operations of our projects, our business is directly and significantly dependent on projects awarded by them. In relation to such contracts, we may also be subject to additional regulatory scrutiny associated with commercial transactions with government owned or controlled entities and agencies. Further, in certain instances, we may face delays associated with collection of receivables from government owned or controlled entities.

**9. *Any increase in the cost of our raw material or other purchases or a shortfall in the supply of our raw materials, may adversely affect the pricing and supply of our products and have an adverse effect on our business, results of operations and financial condition***

The success of our operations depends on a variety of factors, including our ability to source raw materials at competitive prices with the desired quality & quantity. The principal raw materials required in the Manufacturing process includes stainless steel grades, super alloy grades such as nickel, cobalt, titanium and nimonic based in different shapes and sizes which are dependent on the specifications provided by the customers. For the Oil & Gas service business, the procurement of raw materials depends upon the terms of contract awarded. For the seven months period October 31, 2023 our cost of materials consumed (including change in inventories, purchase of trading materials and mfg. expenses) was Rs. 595.34 Mn representing 63.58% of our revenue from operations and financial year 2023, 2022 & 2021, our cost of materials consumed(including change in inventories, purchase of trading materials and mfg. expenses) was ₹ 1033.85 Mn, 1664.61 Mn & 920.27 Mn, or 70.68%, 83.05% and 79.46% of our revenue from operations, respectively. Raw material supply and pricing can be volatile due to a number of factors beyond our control, including demand and supply, general economic and political conditions, transportation and labour costs, natural disasters, pandemic, competition and there are inherent uncertainties in estimating the price movement and quantity available. We may be required to track the supply demand dynamics and regularly negotiate prices with our suppliers in case of significant fluctuations in raw material prices or foreign currency fluctuations.

Additionally, there can be no assurance that demand, capacity limitations or other problems experienced by our suppliers will not result in occasional shortages or delays in their supply of raw materials. If we were to experience a significant or prolonged shortage of raw materials from any of our suppliers, and we cannot procure the raw materials from other sources, we would be unable to meet our production schedules for our key products and to deliver such products to our customers in a timely manner, which would adversely affect our sales, margins and customer relations. For further details about business of our Company, please refer chapter titled "Business Overview" beginning on page 113 of this Draft Red Herring Prospectus.

**10. *We are subject to strict compliance of quality requirements which results in incurring significant expenses to maintain our product quality. Any failure in maintaining our quality accreditations and certifications may negatively impact our brand and reputation which may adversely affect our business, results of operations, financial condition, cash flows and future prospects.***

Given the nature of our manufacturing business and products, our customers have high and exacting standards for product quality, as well as delivery schedules. Adherence to quality standards is a critical factor in our manufacturing process as any defects in the products manufactured by our Company or failure to comply with the technical specifications of our customers may lead to

termination of the orders placed by our customers. Failure by us or any of our suppliers to achieve or maintain compliance with the specific requirements or quality standards may adversely affect our ability to supply products to our customers. Our customers may reject our products, terminate their orders with us or choose our competitors over us if we fail to perform our contractual obligations or meet the quality or performance standards set out in our agreements or arrangements with our customers, which may in-turn harm our reputation. Failure by us or any of our suppliers to comply with applicable quality standards could also result in our products failing to perform as expected, or alleged to result in property damage if our products are defective or are used incorrectly by our customers (or by their customers or end-users). The occurrence of any such events could expose us to product warranty, product recall or product liability claims.

We may also be required to indemnify customers against losses occurring as a result of defective products and reimburse our customers for administrative, labour, material and other such costs, which may survive after termination of our agreements or arrangements with our customers. We may also become subject to legal proceedings and commercial or contractual disputes. Potential product recalls could cause disruption to our business and result in reputational harm and the costs and expenses associated with warranties, product recalls and product liability claims could adversely affect our results of operations and financial condition. If we incur significant liabilities for which there is no or insufficient insurance coverage our business, financial condition and results of operations could be adversely affected.

Further, we have received a number of quality assurance certifications and accreditations which have certified that our design, development, manufacturing and supply of our products are in compliance with globally accepted manufacturing practices and quality standards. If we are unable to renew these accreditations, our brand and reputation could be adversely affected. Any significant damage to our reputation and/or brand caused by being denied such accreditations and certifications could have a material adverse effect on our ability to attract new and repeat customers and, as a result, adversely affect our business, results of operations, financial condition, cash flows and future prospects.

**11. There are outstanding legal proceedings involving our Company, our Directors and our Promoters. Any adverse decisions could impact our cashflows and profit or loss to the extent of demand amount, interest and penalty, divert management time and attention and have an adverse effect on our business, prospects, results of operations and financial condition.**

There are outstanding legal proceedings involving our Company, our Directors and our Promoters. For details, see “*Outstanding Litigation and Material Developments*” beginning on page 239 of this Draft Red Herring Prospectus.

**Litigations involving the Company:**

(₹ in million)		
Nature of Cases	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable
Criminal proceedings against the Company	3	0.52
Criminal proceedings filed by the Company	-	-
Other pending material litigation against the company	-	-
<b>Tax proceedings:</b>		
Direct Tax	11	152.75
<b>Indirect Tax</b>	-	-
GST Demand cases	4	12.10
GST Refund case	1	72.39
<b>Other pending material litigation filed by the company</b>	-	-
<b>Total</b>	<b>19</b>	<b>237.76</b>

**Litigations involving our Promoter & Directors:**

(₹ in million)		
Nature of Cases	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable
Criminal proceedings against the Promoter & Director	6	95.72
Criminal proceedings filed by the Promoter & Director	-	-
Other pending material litigation against Promoter & Director	6	110.69
<b>Tax proceedings:</b>		
Direct Tax	15	70.78
Indirect Tax	5	45.38
<b>Other pending material litigation filed by Promoter &amp; Director</b>	3	415.59
<b>Total</b>	<b>35</b>	<b>738.15</b>

**Litigations involving our Subsidiary:**

(₹ in million)		
Nature of Cases	No. of Outstanding Cases	Amount in dispute/demanded to the extent ascertainable

Criminal proceedings against our Subsidiary	-	-
Criminal proceedings filed by our Subsidiary	-	-
Other pending material litigation against our Subsidiary	2	Unascertainable
<b>Tax proceedings:</b>		
Direct Tax	2	1.07
Indirect Tax	-	-
<b>Other pending material litigation filed by our Subsidiary</b>	-	-
<b>Total</b>	<b>4</b>	<b>1.07</b>

Amount mentioned to the extent quantifiable. The amount may be subject to additional interest/other charges being levied by the concerned authorities which are unascertainable as on date of this Draft Red Herring Prospectus. For further details, please refer to the chapter titled **“Outstanding Litigations and Material Developments”** on page 239 of this Draft Red Herring Prospectus.

**12. We require certain approvals, licenses, registrations and permits to operate our business, and failure to obtain or renew them in a timely manner or maintain the statutory and regulatory permits and approvals required to operate our business may adversely affect our operations and financial conditions.**

We require certain statutory and regulatory permits, licenses and approvals to operate our business. Except as described below and as mentioned in the chapter titled **“Government and Other Approvals”**, we believe that we have obtained requisite permits and licenses which are adequate to run our business, however we cannot assure that there is no other statutory/regulatory requirement which we are required to comply with. Further, some of these approvals are granted for fixed periods of time and need renewal from time to time. We are required to renew such permits, licenses and approvals. There can be no assurance that the relevant authorities will issue any of such permits or approvals in time or at all. Failure by us to renew, maintain or obtain the required permits or approvals in time may result in the interruption of our operations and may have a material adverse effect on our business, financial condition and results of operations.

We have recently applied for factory license under the Factories Act, 1948 for our repair unit located at Plot No. 51, Mahagujarat Industrial Estate, Changodar, Ahmedabad. In addition, certain of our approvals related to the Contract Labour (Regulation and Abolition) Act, 1970, for ongoing projects such as MTEP Mangalore Project, IOCL Karwar Project, and IOCL Chittoor Project, have expired in January 2024. Similarly, our approval pertaining to the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979, for MTEP Mangalore Project and IOCL Karwar Project, has expired in February 2024. We are yet to make renewal application for the same. For details regarding pending approvals, please refer to section titled **“Government and Other Approvals”** beginning on page 245 of the Draft Red Herring Prospectus. There can be no assurance that the relevant authorities will issue or renew these approvals or licenses in a timely manner, or at all. In the event of any unanticipated delay in receipt of such approvals, the proposed capacity expansion plan may extend and any such delay could have an adverse impact on our growth, prospects, cash flows and financial condition.

The approvals required by our Company are subject to numerous conditions and there can be no assurance that these would not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. If there is any failure by us to comply with the applicable regulations or if the regulations governing our business are amended, we may incur increased costs, be subject to penalties, have our approvals and permits revoked or suffer a disruption in our operations, any of which could adversely affect our business.

**13. Our Corporate Promoter and a Group Company is engaged in similar line of business as of ours. There is no non – compete agreements between our Company and such other entity. We cannot assure that our Promoters will not favor the interests of such Companies over our interest or that the said entities will not expand which may increase our competition, which may adversely affect business operations and financial condition of our Company.**

Our Corporate Promoter, Corrttech International Limited is engaged in the O&G projects business, which is a similar line of business segment as ours. Similarly, one of our Group Company, Greenville Aerospace Private Limited is engaged in manufacturing of gas turbine and aero engine parts, which is a similar line of business segment as ours. We have not entered into any non-compete agreement with the any of these entities. We cannot assure that our Promoters who has common interest in said entities will not favour the interest of the said entities. As a result, conflicts of interests may arise in allocating business opportunities amongst our Company and our Corporate Promoter in circumstances where our respective interests conflict. In cases of conflict, our individual Promoters may favour the other entity rather than our Company. There can be no assurance that our Promoters or our Group Companies or members of the Promoters Group will not compete with our existing business or any future business that we may undertake or that their interests will not conflict with ours. Any such present and future conflicts could have a material adverse effect on our reputation, business, results of operations and financial condition which may adversely affect our profitability and results of operations.

**14. We are exposed to foreign currency fluctuation risks, particularly in relation to export of products, which may adversely affect our results of operations, financial condition and cash flows.**

We export our gas turbine components to different countries such as USA, Europe, Middle East, and Asia Pacific and payment for these sales is received in foreign currency. For Fiscal 2023, our revenue from operations were Rs. 1462.72 Mn of which approximately 75.95% of the revenue were from India and remaining 25.05% were from international markets. Change in the value



of currencies with respect to the Rupee may cause fluctuations in our operating results expressed in Rupees. The Exchange rate between the Rupee and other currencies is variable and may continue to fluctuate in future. Any adverse or unforeseen fluctuations with respect to the unhedged exchange rate of any foreign currency for Indian Rupees may affect our company's results of operations. We are not involved in the hedging of foreign currency which would result in losses and gains resulting from translation of foreign currency denomination on our financials. We are subject to the risks associated with carrying out business operations on an international scale, including the following, the occurrence of any of which may adversely affect our business, results of operations, financial condition, cash flows and future prospects:

- Import and export regulations that could among others erode profit margins or restrict imports or exports, changes in foreign exchange controls and tax rates, foreign currency exchange rate fluctuations, including devaluations.
- Changes in regional and local economic conditions, including local inflationary pressures, economic cycle and demand for products in the international markets;
- Changes in laws and regulations, unsettled political conditions and possible terrorist attacks against countries where we sell our products or have other interests;

In the event that we are unable to anticipate and effectively manage these and other risks, it could have a material and adverse effect on our business, results of operations, financial condition, cash flows and future prospects.

***15. The registered office, manufacturing facility, Repairs Shop & Admin office from which we carry out our business activities are owned by our Corporate Promoter, Corrttech International Limited, and has been obtained by us on lease/rental basis. In case of non-renewal of rent agreements or dispute in relation to use of the said premise, our business and results of operations can be adversely affected.***

Our registered office and manufacturing facility situated at Changodar, Ahmedabad, Gujarat from which we carry out our business activities has been taken by us on lease for a period of 7 years w.e.f January 01, 2024 from Corrttech International Limited ("CIL"). In addition, the repair shop situated at Changodar, Ahmedabad, has been obtained by us on rent from CIL for a period of 11 months w.e.f January 01, 2024. Further, the administration office has been obtained by us on NOC basis from CIL. In the event of termination/non-renewal of said agreements or NOC, we may be required to vacate the said premises which may cause disruption in our inventory management, corporate affairs and business and impede our effective operations which could lead temporarily impact our business operations until we get suitable alternative premises. For details on the duration of existing rent/lease agreements for our premises, please refer to the section titled "Our Business-Properties" beginning on page 113 of this Red Herring Prospectus. There can be no assurance that we will, in the future, be able to renew the agreements for the existing locations on same or similar terms, or will be able to find alternate locations for the offices on similar terms favorable to us, or at all. We may also fail to negotiate the renewal of our rent agreements for our premises, either on commercially acceptable terms or at all, which could result in increased rental rates for subsequent renewals or searching of new premises, affecting our financial condition and operations. In the event that the rent agreement/NOC is terminated or they are not renewed on commercially acceptable terms, we may suffer a disruption in our manufacturing operations which could materially and adversely affect our business, financial condition and results of operations.

***16. Our actual project costs may vary from the estimated cost assumptions underlying our bid. We may be unable to meet such additional expenses and any such increase may have a material adverse effect on our results of operations, cash flows and financial condition.***

We are involved in the execution of large projects that are completed over a significant period of time. At the time of submitting our bid to acquire a contract, we provide estimated costs involved for the completion of the project including costs related to raw materials, manpower, fuel, equipment, and any additional expenses that may be incurred during the execution of the project. However, an increase in the quantity of material, fuel and labour required to execute the project, whether on account of unforeseen construction conditions, or failure or delays on part of our contractors/ sub-contractors, or change in the project or any other reasons could cause the actual expense to us for executing the project to vary from the assumptions underlying our bid for such contract, which could expose us to increases in our actual costs and as such reduced profit margins or losses. We may or may not be able to recover all or some of the additional expenses, which may have a material adverse effect on our results of operations, cash flows and financial condition.

Our principal raw materials, *inter alia*, includes pipes, valves, fittings, and certain special grades of steel used for our Manufacturing Business, and the prices and supply of these and other raw materials, bought out items and fuel depend on factors not within our control, including general economic conditions, competition and transportation costs etc. Although we generally provide for price contingencies in our contracts to limit our exposure, if, for any reason, our primary suppliers of raw materials, labour, fuel and other critical inputs curtail or discontinue their delivery of such inputs to us in the quantities we need or at prices that are competitive or expected by us, our ability to meet our requirements for our business could be impaired, our delivery schedules could be disrupted, or our earnings and business could suffer.

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

Our inability to accurately forecast demand for our products and manage our inventory may have an adverse effect on our business, cash flows, financial condition and results of operations. We do not have firm commitment long term supply agreements with our customers and instead rely on short term purchase orders to govern the volume and other terms of the sales of products. Accordingly, we plan our production volumes based on our forecast of the demand for our products. Any error in forecasting could result in surplus stock which would have an adverse effect on our profitability.

We maintain a high level of inventory of raw materials, work in progress and finished goods. As on October 31, 2023, our inventory of raw materials, work in progress, stores & spares, finished goods and other items amounted to ₹ 488.66 Mn (on standalone basis). Our high level of inventory increases the risk of loss and storage costs to us as well as increasing the need for working capital to operate our business. Further, in respect of our manufacturing business, our customers are not obliged to purchase our products or provide us with a binding long-term commitment, there can be no assurance that customer demand will match our production levels.

On the other hand, in the event that the demand we have forecasted is lower than the actual demand of our products, and we are unable to ramp up production to match such demand, we may be unable to supply the requisite quantity of products to our customers in a timely manner. Any increase in our turn-around time could affect our production schedules and disrupt our supply, which could have an adverse effect on our business, cash flows, financial condition and results of operations.

**18. *In respect of our manufacturing business, we rely on outsourcing a certain proportion of our production processes and activities to third-parties, without exclusivity arrangements. Any inability to obtain sufficient quantities of processed material of the requisite quality in a timely manner and at acceptable prices, or a slowdown, shutdown or disruption in such third parties' operations and performance, could adversely affect our business, results of operations and financial condition.***

In respect of our manufacturing business, we currently outsource certain proportion of our production process relating to VMC machining, VTL machining etc. to third parties job workers. We rely on these third parties to provide us with an uninterrupted supply of their services. However, we cannot assure you that they may do so in a timely manner, or if at all. These third parties may decide not to accept our future orders on the same or similar terms, or at all. Over the seven-month periods ended Oct.'23 and for the financial years 2022-23 and 2021-22, the job work charges incurred by us were Rs. 370.11 Mn, Rs. 729.49 Mn, Rs. 798.46 Mn and 382.35 Mn, representing 43.94%, 53.08%, 42.47% and 33.50% of our total expenses during those periods/fiscals respectively. We may face the risk of our competitors offering them better terms, which may cause them to cater to our competitors alongside, or even instead of us. They may discontinue their work on short notice and our production process may be stalled or hindered due to this. Conversely, due to increased customer demand for our products, we may need to obtain these services more from third parties, and any inability to do so may render us unable to execute our growth strategy.

Additionally, our job workers processing facilities may be subject to operating risks, such as performance below expected levels of efficiency, excessive wastage of raw materials, delays in production, decrease in quality of products made, labor disputes, natural disasters, industrial accidents, interruptions in power supply and statutory and regulatory restrictions. Any non-compliance by our jobbers with the applicable laws which may result in a shutdown of their facilities, could result in the delay or non-availability of the delivery of our products. In addition, we cannot ensure that the processes done by them on products will be of satisfactory quality. Any failure to adhere with quality may damage our reputation, and adversely affect our business, results of operations and financial condition. Any defects in the products they supply could expose us to product liability or damage our reputation and reduce demand for our products. If our jobbers perform unsatisfactorily, substantially reduce their volume of supply, substantially increase their prices or terminate their business relationship with us, the cost and time required to manufacture our products would increase. We may also need to replace jobbers or take other remedial actions. Any deficiency in the quality of products that our jobbers supply to us may adversely affect our business, financial condition and results of operations.

**19. *We engage external suppliers, contractors and sub-contractors in completion of our projects and are subject to risks inherent to use of such third parties. We also rely upon certain agencies in order to meet our requirements of personnel for executing certain projects.***

Our contracts typically require us to enter into certain commercial and performance obligations with our clients, the performance of which in turn may be dependent on suppliers, contractors and sub-contractors engaged for execution of the projects. We may not be able to secure contracts with requisite external suppliers, contractors and sub-contractors or contracts with such counterparties may be at costs higher than those envisaged by us at the time of submitting of bids or within the time as may be required under the contract which may impair our ability to complete our contracts as per the contract timelines or may lead to significantly higher costs.

Our operations are significantly dependent on access to a large pool of contract labourers for our construction work and the execution of our projects. The number of contract labourers employed by us varies from time to time based on the nature and extent of work we are involved in. Our dependence on such contract labour may result in significant risks for our operations, relating to the availability and skill of such contract laborers, as well as contingencies affecting availability of such contract labour during peak periods in labour intensive sectors such as ours. There can be no assurance that we will have adequate access to skilled workmen at reasonable rates and in the areas in which we execute our projects. As a result, we may be required to incur additional costs to ensure timely execution of our projects. In addition, there may be local regulatory requirements relating to use of contract labour in specified areas and such regulations may restrict our ability to recruit contract labour for a project. Further, any increase in minimum wages

payable in the geographical regions where we operate may cause an increase in our employee benefits expense and contractor and sub-contractor charges thereby adversely affect our results of operations.

While we believe we make necessary provisions in the contracts, inadequacy or delay in services of our suppliers, contractors and sub-contractors may result in costs and time overruns which in turn may adversely affect our projects. Despite our best efforts for supervision and quality assurance plans for project execution, the sub-contractors may use manpower which may not be in compliance with contract requirements, and as a result, may deliver the project in a form or manner that does not conform to the contract requirements. This may lead to increased costs borne by us, which could adversely affect our business, reputation, financial condition, results of operations and prospects and our relationships with our clients. In addition, should our sub-contractors default on their contractual obligations or be unable to complete their work according to specifications on schedule, our ability to deliver the projects to our clients in accordance with the quality or timing may be compromised, which may have a material adverse effect on our business, financial condition, results of operations and future prospects.

**20. Any loss of or breakdown of our machineries, at our manufacturing or repair facility may have an adverse effect on business, financial condition and results of operations**

Our manufacturing facility and repair facility are subject to operating risks, such as the breakdown or failure of equipment, power supply or processes, performance below expected levels of output or efficiency, obsolescence, labour disputes, industrial accidents and the need to comply with directives issued by the government authorities. The occurrence of any of these risks could significantly affect our operating results. Although, we have taken precautions to minimize the risks of any significant operational issues at our manufacturing facility, our business and operations may be adversely affected by any disruption of operations at manufacturing facility. For further details about business of our Company, please refer chapter titled “Business Overview” beginning on page 113 of this Draft Red Herring Prospectus.

**21. Our continued operations at our manufacturing facility are critical to our business and any disruption, breakdown or failure of machinery, disruption to power sources or any temporary shutdown of our manufacturing facility, may have a material adverse effect on our business, results of operations, financial condition and cash flows.**

We carry all our manufacturing operations from our factory unit located at Changodar, Ahmedabad, Gujarat. Our manufacturing facility is subject to operating risks, such as breakdown or failure of equipment, disruption in power supply or processes, severe weather conditions, performance below expected levels of efficiency, obsolescence, labor disputes, natural disasters, industrial accidents, infectious diseases (such as COVID-19 pandemic), political instability, the need to comply with the directives of relevant government authorities and the requirement to obtain certain material approvals to operate our manufacturing facilities. We also require substantial electricity for our manufacturing facilities which is sourced from state electricity board. In case, the supply is not available for any reason, our production schedule may be hampered or if our electricity suppliers increase the price for electricity, our cost of production and profitability would be materially adversely affected. Further, natural disasters or adverse conditions may occur in the geographical areas in which we operate including severe weather, tropical storms, floods, excessive rainfalls as well as other events beyond our control. If for any reason electricity is not available, we may need to shut down our plants until an adequate supply of electricity is restored. Interruptions of electricity supply can also result in production shutdowns, increased costs associated with restarting production and the loss of production in progress. Our manufacturing capacities are dependent on the efficient utilisation of our plant and machinery. Any significant malfunction or breakdown of our machinery may entail repair and maintenance costs and cause delays in our operations. Further, while we believe that we maintain necessary supplies of spare parts and maintenance related equipment, if we are unable to procure the necessary spare parts in a timely manner or if we are unable to carry out the necessary repair of the malfunctioning machinery promptly, our manufacturing operations may be hampered which could have an adverse impact on our results of operations and financial condition.

Our customers rely significantly on the timely delivery of our products and our ability to provide an uninterrupted and timely supply of our products is critical to our business. While we seek to ensure a continuous supply of our products to our customers, our customer relationships, business and financial results may be adversely affected by any disruption of operations of our product lines due to any of the factors mentioned above.

**22. Our Company had negative operating cash flow in recent fiscals, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.**

The detailed break up of operating cash flows is summarized in below mentioned table and our Company has reported negative operating cash flow for the seven months period ended Oct.'23. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.

Particulars	(₹ in Mn)			
	Apr.'23- Oct.'23	F.Y. 2022-23	F.Y. 2021-22	F.Y. 2020-21
Net Cash flow from Operating Activities	(168.43)	70.11	66.46	4.38

Cash flow of a company is a key indicator to show the extent of cash generated from operations to meet capital expenditure, pay dividends, repay loans and make new investments without raising finance from external resources. If we are not able to generate sufficient cash flows in future, it may adversely affect our business and financial operations.

**23. *Our business operations are majorly concentrated in certain geographical regions and any adverse developments affecting our operations in these regions could have a significant impact on our revenue and results of operations.***

We manufacture gas turbine components and aero-engine components from our manufacturing unit located at Changodar, Ahmedabad, Gujarat. Due to the geographical concentration of our manufacturing operations in Gujarat, our operations are susceptible to local, regional and environmental factors, such as social and civil unrest, regional conflicts, civil disturbances, economic and weather conditions, natural disasters, demographic and population changes, and other unforeseen events and circumstances. Such disruptions could result in the damage or destruction of a significant portion of our manufacturing abilities, significant delays in the transport of our products and raw materials, loss of key managerial personnel, and/or otherwise adversely affect our business, financial condition and results of operations.

Further, as we enter into new markets and geographical areas, we are likely to compete with not only national players, but also the local players, who might have an established local presence, and are more familiar with local business practices and have stronger relationships with local customers, relevant government authorities, suppliers or are in a stronger financial position than us, all of which may give them a competitive advantage over us. Our inability to expand into other areas may adversely affect our business prospects, financial conditions and results of operations. While our management believes that the Company has requisite expertise and vision to grow and mark its presence in other markets going forward, investors should consider our business and prospects in light of the risks, losses and challenges that we face and should not rely on our results of operations for any prior periods as an indication of our future performance.

**24. *We rely on contract labour for carrying out certain of our operations and we may be held responsible for paying the wages of such workers, if the independent contractors through whom such workers are hired default on their obligations, and such obligations could have an adverse effect on our results of operations and financial condition.***

In order to retain flexibility and control costs, we appoint independent contractors who in turn engage on-site labour for performance of certain of our operations in our manufacturing facilities. Although we do not engage these laborers directly, we may be held responsible for any wage payments to be made to such laborers in the event of default by such independent contractor. Any requirement to fund their wage requirements may have an adverse impact on our results of operations and financial condition. There are certain conditions under the Contract Labour (Regulation and Abolition) Act, 1970, as amended, which we are required to adhere to and in the event of any non-compliance by contractors with statutory requirements, legal proceedings may be initiated against us. Thus, any such order from a regulatory body or court may have an adverse effect on our business, results of operations and financial condition.

**25. *Our O&G project development business is substantially dependent on our ability to accurately carry out the pre-bidding engineering studies for bidding in such projects. Any deviation during the implementation and operation of the project as compared to our pre-bid engineering studies could have an adverse effect on our cash flows, results of operations and financial condition***

While bidding for EPC projects, we appoint consultants to carry out detailed inspection of the relevant project area and identify any issue that may be of importance in terms of implementation and operation of such project. While we hire technical consultants for the purpose of carrying out pre-bidding engineering studies, we may not be able to assure the accuracy of such studies. The accuracy of the pre-bidding studies is dependent on the following key elements:

- Preparing a project road map, based on the investigations of the project site which includes, amongst others, land conditions, especially if the terrain includes rocky or marshy areas, major water bodies, roads and highways, indication of any notified forest, right of use details, and any local area related matters at the project site;
- Undertaking engineering surveys and preliminary designs which broadly includes carrying out inventory and detailed condition surveys, availability of construction materials, equipment and requisite manpower and implementing design in accordance with environmental and social concerns; and
- Preparation of bills of quantities covering all the items required as part of the work.

Our pre-bidding engineering studies are usually conducted in a short span of time, as part of our preparation and research for a potential bid by us. In light of this, such studies are typically not exhaustive, because of which, in various instances, there have been deviations in the estimation and calculation of the aforementioned key elements. Any significant deviations during the implementation and operation of the project as compared to our pre-bid engineering studies may have an adverse effect on our cash flows, results of operations and financial condition.

**26. *Our proposed expansion plans relating to our manufacturing facility are subject to the risk of unanticipated delays in implementation and cost overruns.***

We intend to use a part of the Net Proceeds towards funding of capital expenditure towards purchase of additional plant and machinery for usage in the existing Gas turbine & aero-engine components manufacturing unit and towards heavy construction

equipment and machineries for O&G segment. For further information, refer **“Objects of the Issue”** on page 74 of this DRHP. Our expansion plans remain subject to the potential problems and uncertainties including cost overruns or delays. Problems that could adversely affect our expansion plans include increased costs of equipment, inadequate performance of the equipment and machinery to be installed at our manufacturing facility, delays in completion, the possibility of unanticipated future regulatory restrictions, delays in receiving governmental, statutory and other regulatory approvals, incremental pre- operating expenses, taxes and duties, interest and finance charges, working capital margin and other external factors which may not be within the control of our management. There can be no assurance that the proposed expansions will be completed as planned or on schedule, and if they are not completed in a timely manner, or at all, our budgeted costs may be insufficient to meet our proposed capital expenditure requirements. If our actual capital expenditures significantly exceed our budgets, or even if our budgets were sufficient to cover these projects, we may not be able to achieve the intended economic benefits of these projects, which in turn may materially and adversely affect our financial condition, results of operations, cash flows, and prospects. There can be no assurance that we will be able to complete the aforementioned expansion and additions in accordance with the proposed schedule of implementation and any delay could have an adverse impact on our growth, prospects, cash flows and financial condition.

**27. We intend to utilise a portion of the Net Proceeds for funding our capital expenditure requirements. We are yet to place orders for majority of the plant & machinery.**

We intend to use a part of the Net Proceeds towards purchase of additional plant and machinery for usage in the existing Gas turbine & aero-engine components manufacturing unit and towards heavy construction equipment and machineries for O&G segment. While we have obtained quotations from different vendors in relation to the aforesaid objects, we are yet to place orders for majority of the machineries. Accordingly, orders worth ₹ 2034.61 lakhs, which constitute 84.14% of the total estimated costs in relation to capex activities are yet to be placed. There can be no assurance that we will be able to place orders for such machinery and equipment in a timely manner or at all. Further, in the event of any delay in placement of such orders, the proposed schedule implementation and deployment of the Net Proceeds may be extended or may vary accordingly.

**28. We are heavily dependent on our Promoters and Key Managerial Personnel for the continued success of our business through their continuing services and strategic guidance and support.**

Our success heavily depends upon the continued services of our Promoters and Key managerial personnel, particularly Sandeep Indrasen Mittal and Amit Indrasen Mittal who are actively involved in the management of our Company. The loss of any of our Promoter or Key Management Personnel, or failure to recruit suitable or comparable replacements, could have an adverse effect on us. The loss of service of the Promoters and other senior management could seriously impair the ability to continue to manage and expand the business efficiently. If we are unable to retain qualified employees at a reasonable cost, we may be unable to execute our growth strategy. For further details of our Directors and key managerial personnel, please refer to Section **“Our Management”** on page 150 of this Draft Red Herring Prospectus.

**29. Trade receivables form a major part of our current assets and net worth. Failure to manage our trade receivables could have an adverse effect on our net sales, profitability, cash flow and liquidity.**

Our Company’s business is working capital intensive and hence, trade receivables form a major part of our current assets. As on October 31, 2023, our trade receivables amounted to Rs. 286.42 Mn. We cannot assure that our Company will be able to effectively manage its trade receivables in future. Any such failure in management of trade receivables could result into bad debts, delays in recoveries and / or write-offs which could lead to a liquidity crunch, thereby adversely affecting our business and results of operations. A liquidity crunch may also result in case of increased working capital borrowings and, consequently, higher finance cost which will adversely impact our profitability. We may be subject to working capital risks due to delays or defaults in payment by clients, which may restrict our ability to procure raw materials and make payments when due.

**30. Our Company has not adequately complied with some provisions of Companies Act, 2013. There are certain discrepancies/errors noticed in some of our corporate records relating to forms filed with the Registrar of Companies and other provisions of Companies Act, 2013. Any penalty or action taken by any regulatory authorities in future, for non-compliance with provisions of corporate and other law could impact the reputation and financial position of the Company to that extent.**

Our company has not adequately complied with certain provisions in past including but not limited to the details as mentioned in this Risk Factor. The Company has not filed certain ROC forms such as Form CHG-1 for creation of charge on vehicle loans taken in the past which is a non-compliance of Section 77 of the Companies Act, 2013 and is subject to penalty under section 86 and/or other relevant provision(s) of Companies Act, 2013, as maybe applicable. Further, our Company has failed to appoint the cost auditor and comply with provision of section 148 of the Companies Act, 2013 from FY 2020-21, however the same has now been complied with. Company has also failed to appoint internal auditor, pursuant to meeting the threshold limit under section 138 of the Companies Act, 2013 from F.Y. 2021-22 however the same has now been complied with. Further, the company is engaged in manufacturing of engine components for defence aircrafts since 2012 but same has been incorporated in Memorandum of association in December 2023. In case of any action being taken by the regulatory authorities against the Company and/or its officers, the same may have an adverse effect on our business, financial conditions and result of operations.

**31. We have in the past entered into related party transactions and may continue to do so in the future.**



Our Company has entered into various transactions with our Directors, Promoters and Promoter Group members/entities. These transactions, inter-alia includes, remuneration, loans and advances, rent payments etc. For details, please refer to **Note 41 - Related Party Transactions** under Section titled **“Financial Information of the Company”** and Chapter titled **“Capital Structure”** beginning on page 213 and 63 respectively of this Draft Red Herring Prospectus. Our Company has entered into such transactions due to easy proximity and quick execution. While we believe that all such transactions have been conducted on an arm’s length basis and in the ordinary course of business, there can be no assurance that we could not have achieved more favorable terms had such transactions not been entered into with related parties. Furthermore, it is likely that we may enter into related party transactions in the future. Any future transactions with our related parties could potentially involve conflicts of interest. Accordingly, there can be no assurance that such transactions, individually or in the aggregate, will not have a material adverse effect on our business, financial condition, cash flows, results of operations and prospects.

**32. *If we are not able to successfully manage our growth, our business and results of operations may be adversely affected.***

Our growth strategies could place significant demand on our management and our administrative, technological, operational and financial infrastructure. Our growth strategies are dependent on various circumstances, including business developments, new business(es), investment opportunities or unforeseen contingencies. We could also encounter difficulties and delays in executing our growth strategies due to a number of factors, including, without limitation, delays in project execution resulting in significant time and cost overruns, delays or failure in receiving government and regulatory approvals, unavailability of human and capital resources, delayed payments or non-payments by clients, failure to implement bidding strategy, failure to correctly identify market trends, increase in cost of raw material, fuel, labour etc. or any other risks that we may or may not have foreseen. There can be no assurance that we will be able to execute our growth strategy on time and within the estimated costs, or that we will meet the expectations of our clients.

We cannot assure you that we will be successful to obtain new projects or that we will be able to compete effectively for projects in these sectors or areas or execute the awarded projects efficiently. In respect of manufacturing business, continued growth in revenue and customer base requires us to expand our product portfolio, strengthen our product quality, expand and enhance our sales channels, better manage our supply chain, upgrade our information systems and technologies and devote other resources to our business expansions, among others. As we continue to grow, managing our business will become more complicated as we develop a wider product mix, some of which we may have less experience in. In addition, as we increase our product offerings, we will need to work with a larger number of clientele and maintain and expand mutually beneficial relationships with our existing and new clientele. Our inability to manage the expansion of our products range, customer base and manufacturing capacities or successful and timely delivery of projects within the budgeted estimates and execute our growth strategy in a timely manner, or our inability to meet the expectations to track the changing preferences of our customers or other stakeholders could have an adverse effect on our business, results of operations and financial condition.

We cannot assure you that we will be able to effectively manage our growth, that our current personnel, infrastructure, systems, procedures and controls or any measures to enhance them will be adequate and successful to support our expanding operations or that our strategies and new business initiatives will be executed successfully. Our failure to manage our anticipated growth effectively could reduce our ability to execute our business strategies, recruit and retain personnel, innovate, and manage costs all of which could adversely affect our business, results of operations, cash flows and financial condition. In addition, the availability of funds plays a crucial role for growth and expansion of the business. Our ability to arrange financing and the costs of capital of such financing are dependent on numerous factors, including general economic and capital market conditions, credit availability from banks, investor confidence, the continued success of our operations and other laws that are conducive to our raising capital in this manner. Any downgrade in our credit ratings could increase our borrowing costs and adversely affect our access to capital. Further, in case we decide to raise additional funds through the issuance of equity or equity linked instruments, the interests of our shareholders may be diluted. Further, if we decide to meet our capital requirements through debt financing, our interest obligations shall increase and we may be subject to additional restrictive covenants under our respective financing arrangements. If we are unable to raise adequate capital in a timely manner and on acceptable terms, or at all, our business, results of operations and financial condition could be adversely affected.

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

Modernization and technology up gradation is essential to reduce costs and increase the output. Our technology and machineries may become obsolete or may not be upgraded timely, hampering our operations and financial conditions and we may lose our competitive edge. Although we believe that we have installed updated technology, we shall continue to strive to keep our technology, plant and machinery in line with the latest technological standards. In case of a new found technology in the metal forming machines or other products, we may be required to implement new technology or upgrade the machineries and other equipment’s employed by us. Further, the costs in upgrading our technology and modernizing the plant and machineries are significant which could substantially affect our finances and operations.

**34. *Some of our business activities are subject to seasonal and other fluctuations that may affect our cash flows and business operations.***

Our O&G services business and operations may be affected by seasonal factors which may restrict our ability to carry on activities related to our projects and fully utilize our resources. Heavy or sustained rainfalls or other extreme weather conditions such as

cyclones could result in delays or disruptions to our operations during the critical periods of our projects and cause severe damages to equipment. In particular, the monsoon season may restrict our ability to carry on activities related to execution of our projects and fully utilize our resources, which may affect our revenues and consequently, profit recognition to subsequent quarters. Adverse seasonal developments may also require the evacuation of personnel, suspension or curtailment of operations, resulting in damage to sites or delays in the delivery of materials. Such fluctuations may adversely affect our revenues, cash flows, results of operations and financial conditions.

**35. *There have been certain irregularities with respect to certain filings with RBI.***

Our associate, MJB India Industrial Repairs Private Limited (“MIIRPL”) and our subsidiary MJB India Technical Services Private Limited (“MITS”) have each received foreign investment from MJB International Limited LLC in 2006, however they have failed to file the form FC-GPR with RBI in relation to the allotment of shares within requisite timelines as well as the subsequent filings in this regard. We cannot assure you that the RBI will not ask us to initiate compounding proceedings or not impose any penalty or that the penalty imposed will be reasonable, and that it will have a material adverse effect on our financial condition. Further, we cannot assure you that the RBI will not seek information in relation to the allotments made to non-resident shareholders in the future and that we will be able to provide satisfactory answers and information for all such queries from the RBI within the timelines prescribed by the RBI or at all.

**36. *We are exposed to the risk of delays or non-payment by our clients and other counterparties, which may also result in cash flow discrepancies***


We are exposed to counterparty credit risk in the usual course of our business dealings with our clients or other counterparties who may delay or fail to make payments or perform their other contractual obligations. The financial condition of our clients, business partners and other counterparties may be affected by the performance of their business which may be impacted by several factors including general economic conditions. The amount outstanding from the trade receivable as on October 31, 2023 was Rs. 286.42 Mn which represent approximately 17.99% of the total assets of the Company. We cannot assure you of the continued viability of our counterparties or that we will accurately assess their creditworthiness. We also cannot assure you that we will be able to collect the whole or any part of any overdue payments. Any material non-payment or non-performance by our clients, business partners, suppliers or other counterparties could affect our financial condition, results of operations and cash flows

**37. *Misconduct by employees or partners or our failure to comply with laws or regulations could weaken our ability to win contracts, which could result in reduced revenues and profits***

Misconduct, fraud, non-compliance with applicable laws and regulations, or other improper activities by any one of our employees or partners could have a significant negative impact on our business and reputation. Such misconduct could include the failure to comply with government regulations regarding the protection of classified information, regulations prohibiting bribery and other foreign corrupt practices, regulations regarding the pricing of labour and other costs in government contracts, regulations pertaining to the internal controls over financial reporting, environmental laws, and any other applicable laws or regulations. For example, we provide services that may be highly sensitive or that relate to critical national security matters; if a security breach were to occur, our ability to procure future government contracts could be severely limited. The precautions we take to prevent and detect these activities may not be effective, and we could face unknown risks or losses. Our failure to comply with applicable laws or regulations or acts of misconduct could subject us to fines and penalties, loss of security clearance, and suspension or debarment from contracting, which could weaken our ability to win contracts and result in reduced revenues and profits and could have a material adverse impact on our business, financial condition and results of operations.

**38. *Our Company’s logo is not registered as on Draft Red Herring Prospectus. We may be unable to protect our intellectual property against third party infringement or are found to infringe on the intellectual property rights of others, it could have a material adverse effect on our business, result of operations, and financial conditions.***

We have not yet registered the trademark that we are using for the business. We have made an application under the Trademarks

Act of 1999 to register our logo. “”, which is pending for approval. Our logo is significant to our business and operations. The use of our logo by third parties could adversely affect our reputation, which could in turn adversely affect our business and results of operations. Obtaining, protecting and defending intellectual property rights can be time consuming and expensive, and may require us to incur substantial costs, including the diversion of the time and resources of management and technical personnel.

Further, while we endeavor to ensure that we comply with the intellectual property rights of others, there can be no assurance that we will not face any intellectual property infringement claims brought by third parties that may require us to introduce changes to our operations. Any claims of infringement, regardless of merit or resolution of such claims, could force us to incur significant costs in responding to, defending and resolving such claims, and may divert the efforts and attention of our management and technical personnel away from our business. We could be required to pay third party infringement claims. In such cases, our financial conditions and business operations may be adversely impacted.

**39. *Conflicts of interest may arise out of common business objects between our Company, Group Companies and certain entities forming part of our Promoter Group***

Conflicts may arise in the ordinary course of decision making by our Promoters or Board. Our Promoters have interests in other companies that may undertake or engage in similar business as our Company. Our Corporate Promoter, entities forming part of our Promoter Group, and some of our Group Companies, are authorized to carry out, or engage in business similar to that of our Company. Conflicts of interests may arise in the Promoters' allocating or addressing business opportunities and strategies among our Company, our corporate Promoter and the entities forming part of our Promoter Group in circumstances where our respective interests diverge. In cases of conflict, there can be no assurance that our Promoters will not favour their own interests over those of our Company. Our Promoters have not signed any non-compete agreement with our Company as of date. Further, due to the conflict of interest between us, or to the extent that competing business operations are offered by any of our Promoter or Promoter Group or Group Companies erode our market share, we may not be able to effectively manage any such conflict or competitive pressures and, consequently, our business, results of operation and financial condition may be adversely affected. For further details of our Group Companies, please refer to Section **"Our Group Companies"** on page 257 of this Draft Red Herring Prospectus.

**40. Adverse publicity regarding our products or services could negatively impact us.**

Adverse publicity regarding any of our products or services or similar products marketed or sold by others could negatively affect us. If any studies raise or substantiate concerns regarding the efficacy or safety of our products or other concerns, our reputation could be harmed and demand for our products could diminish, which could have a material adverse effect on growth in new customers and sales of our product, leading to a decline in revenues, cash collections, and ultimately our ability to meet operating cash flow requirements.

**41. Some of the documents pertaining to certain litigations are not traceable.**

Our Company is not in possession of some of the documents pertaining to certain litigations described in the chapter titled "Outstanding Litigation and Material Developments" beginning on page 239. Accordingly, reliance has been placed upon relevant connected documents to describe the facts of litigation in the aforesaid chapter. Therefore, we cannot assure you that all information pertaining to the said cases are accurate.

**42. The average cost of acquisition of Equity Shares by our Promoters could be lower than the Issue price.**

Our Promoters average cost of acquisition of Equity Shares in our Company may be lower than the Issue Price as may be decided by the Company in consultation with the Book Running Lead Manager. For further details regarding average cost of acquisition of Equity Shares by our Promoters in our Company and build-up of Equity Shares by our Promoters in our Company, please refer to the chapters **"Risk Factors - Prominent Notes"** and **"Capital Structure"** beginning on pages 26 and 63 respectively of this DRHP.

**43. Our industry is labour intensive and our business operations may be materially adversely affected by strikes, work stoppages or increased wage demands by our employees or those of our suppliers.**

We believe that the industry in which we operate faces competitive pressures in recruiting and retaining skilled and unskilled labour. Our industry being labour intensive is highly dependent on labour force for carrying out its manufacturing operations. Shortage of skilled / unskilled personnel or work stoppages caused by disagreements with employees could have an adverse effect on our business and results of operations. We have not experienced any major disruptions in our business operations due to disputes or other problems with our work force in the past, however there can be no assurance that we will not experience any such disruptions in the future. Such disruptions may adversely affect our business and results of operations and may also divert the management's attention and result in increased costs.

India has stringent labour legislation that protects the interests of workers, including legislation that sets forth detailed procedures for the establishment of unions, dispute resolution and employee removal and legislation that imposes certain financial obligations on employers upon retrenchment. We are also subject to laws and regulations governing relationships with employees, in such areas as minimum wage and maximum working hours, overtime, working conditions, hiring and terminating of employees and work permits. Although our employees are not currently unionized, there can be no assurance that they will not unionize in the future. If our employees unionize, it may become difficult for us to maintain flexible labour policies, and we may face the threat of labour unrest, work stoppages and diversion of our management's attention due to union intervention, which may have a material adverse impact on our business, results of operations and financial condition.

**44. Our company is entirely dependent on third-party logistics service providers for the transportation of raw materials and finished products.**

We do not maintain an in-house transportation facility and depend on third-party transportation and logistics services at every stage of our business activities, including procurement from suppliers and delivering finished products to customers. While we engage transportation companies as needed, we have not established definitive agreements with any third-party transport service providers.

The transportation solutions available in the markets where we operate are typically fragmented, and the cost incurred for goods transported by third-party carriers often exceeds the contracted transportation fees. Consequently, recovering compensation for damaged, delayed, or lost goods can be challenging. Recent instances, such as transportation vehicles being on strike due to fuel price increases, resulted in delays and potential disruptions in handling and procurement processes, which could have led to possible

damage to products in transit. Although no such instances have been noticed as on date but such instances if occur may affect our business operations.

**45. *Our insurance coverage may not be adequate to protect us against certain operating hazards and this may have a material adverse effect on our business.***

Our operations are subject to risks inherent in manufacturing facilities such as risk of equipment failure, work accidents, fire, earthquakes, flood and other force majeure events, acts of terrorism and explosions including hazards that may cause injury and loss of life, severe damage to and the destruction of property and equipment and environmental damage. Our significant insurance policies consist of, among others, workman compensation policy, marine cargo policy, public liability policy and storage cum erection policy. While we believe that we maintain insurance coverage in adequate amounts consistent with size of our business, our insurance policies do not cover all risks, specifically risks such as goods in transit, product liability insurance and insurance in respect of assets situated at Admin office. Failure to effectively cover ourselves against the associated risks may potentially lead to material losses. There can be no assurance that our insurance policies will be adequate to cover the losses/ damages suffered or that such insurance coverage will continue to be available on reasonable terms or will be available in sufficient amounts to cover one or more large claims, or that the insurer will not disclaim coverage as to any future claim. If we suffer a significant uninsured loss or if insurance claim in respect of the subject matter of insurance is not accepted or any insured loss suffered by us significantly exceeds our insurance coverage, our business, financial condition and results of operations may be materially and adversely affected.

**46. *Our operations are subject to high working capital requirements. Our inability to maintain an optimal level of working capital required for our business may impact our operations adversely.***

Our business requires significant amount of working capital and major portion of our working capital is utilized towards inventories, trade receivables and payment to creditors. Our growing scale and expansion, if any, may result in increase in the quantum of current assets. Our inability to maintain sufficient cash flow, credit facility and other sources of funding, in a timely manner, or at all, to meet the requirement of working capital or pay out debts, could adversely affect our financial condition and result of our operations. Further, we have high outstanding amount due from our debtors which may result in a high risk in case of non-payment by these debtors. In case of any such defaults from our debtors, may affect our business operations and financials. For further details regarding working capital requirement, please refer to the section “*Objects of the Issue*” on page 74 of this Draft Red Herring Prospectus.

**47. *Our Contingent Liability and Commitments could affect our financial position.***

As on 31<sup>st</sup> October, 2023, we had Contingent Liability of ₹ 109.78 Mn in respect of income tax matters and guarantee given by bank on behalf of the Company, which have not been provided in our financial statements and which could affect our financial position. For further details, please refer to Note 32 – Contingent Liabilities in the chapter titled “*Financial Information of the Company*” on page 170 of this Draft Red Herring Prospectus.

**48. *We have incurred significant indebtedness which exposes us to various risks which may have an adverse-affect on our business and results of operations***

Our ability to borrow and the terms of our borrowings will depend on our financial condition, the stability of our cash flows, general market conditions, economic and political conditions in the markets where we operate and our capacity to service debt. As on October 31, 2023, our total outstanding indebtedness was ₹ 360 Mn.

Our significant indebtedness in future may result in substantial amount of debt service obligations which could lead to:

1. increasing our vulnerability to general adverse economic, industry and competitive conditions;
2. limiting our flexibility in planning for, or reacting to, changes in our business and the industry;
3. affecting our credit rating;
4. limiting our ability to borrow more money both now and in the future; and
5. increasing our interest expenditure and adversely affecting our profitability.

If the loans are recalled on a short notice, we may be required to arrange for funds to fulfil the necessary requirements. The occurrence of these events may have an adverse effect on our cash flow and financial conditions of the company. For further details regarding our indebtedness, see “*Statement of Financial Indebtedness*” on page 224 of this Draft Red Herring Prospectus.

**49. *Loans availed by our Company has been secured on personal guarantees of our Promoters. Our business, financial condition, results of operations, cash flows and prospects may be adversely affected in case of invocation of any personal guarantees provided by our Promoters.***

Our Promoters and Promoter group members/entities, namely, Corrttech International Limited, Sandeep Indrasen Mittal, Amit Indrasen Mittal, Rinku Guzraty, Kavita Amitbhai Mittal and Control Plus Oil & Gas Solutions Pvt. Ltd. has provided personal guarantee/corporate guarantee to secure a significant portion of our existing borrowings taken from the banks and may continue to provide such guarantees and other security post listing. In case of a default under our loan agreements, any of the personal guarantees provided by the aforesaid may be invoked which could negatively impact their reputation and net worth. Also, we may face certain impediments in taking decisions in relation to our Company, which in turn would result in a material adverse effect on our financial

condition, business, results of operations and prospects and would negatively impact our reputation. We may also not be successful in procuring alternate guarantees/ alternate security satisfactory to the lenders, as a result may need to repay outstanding amounts under such facilities or seek additional sources of capital, which could affect our financial condition and cash flows. For further details regarding loans availed by our Company, please refer **“Statement of Financial Indebtedness”** on page 224 of this Draft Red Herring Prospectus.

**50. *Fraud, theft, employee negligence or similar incidents may adversely affect our results of operations and financial condition.***

Our operations may be subject to incidents of theft or damage to inventory. The business may also encounter some inventory part/components loss on account of employee theft, vendor fraud and general administrative error. While we have not experienced any such instance in the past, there can be no assurance that we will not experience any fraud, theft, employee negligence, security lapse or similar incidents in the future, which could adversely affect our results of operations and financial condition. Though we have insurance losses due to theft, fire, breakage or damage caused by other casualties, could adversely affect our results of operations and financial condition.

In addition, employee misconduct or errors could expose us to business risks or losses, including regulatory sanctions and serious harm to our reputation. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be affective in all cases. Our employees may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business, financial condition, results of operations and goodwill could be adversely affected.

**51. *We have not identified any alternate source of funding and hence any failure or delay on our part to mobilize the required resources or any shortfall in the Issue proceeds may delay the implementation schedule.***

The proposed fund requirement for working capital and capital expenditure, as detailed in the section titled **“Objects of the Issue”** is to be funded from the proceeds of this Issue. We have not identified any alternate source of funding and hence any failure or delay on our part to mobilize the required resources or any shortfall in the Issue proceeds may delay the implementation schedule. We therefore, cannot assure that we would be able to execute our future plans/strategy within the given timeframe. For details, please refer to the Chapter titled **“Objects of the Issue”** beginning on page 74 of this Draft Red Herring Prospectus.

**52. *We are subject to the restrictive covenants of banks in respect of the Loans/ Credit Limits and other banking facilities availed from them.***

Our financing arrangements contain restrictive covenants whereby we are required to obtain approval from our lender, regarding, among other things such as major changes in share capital, management, changes in fixed assets, creation of any other charge, undertake any guarantee obligation etc. There can be no assurance that such consents will be granted or that we will be able to comply with the financial covenants under our financing arrangements. In the event we breach any financial or other covenants contained in any of our financing arrangements, we may be required under the terms of such financing arrangements to immediately repay our borrowings either in whole or in part, together with any related costs. This may adversely impact our results of operations and cash flows. For further details on the Cash Credit Limits and other banking facilities, please see **“Statement of Financial Indebtedness”** on page 224 of the Draft Red Herring Prospectus.

**53. *Any Penalty or demand raised by statutory authorities in future will affect our financial position of the Company.***

We operate primarily in two business verticals namely (a) manufacturing of Gas turbine & aero-engine components (**“Manufacturing business”**) and (b) development of projects in the Oil & Gas segment (**“O&G projects”**) which attracts tax liability such as Goods and Service tax and Income tax as per the applicable provisions of Law. We are also subject to the labour laws like depositing of contributions with ESI and Provident Fund. Any demand or penalty raised by the concerned authority in future for any previous years or current year will affect the financial position of the Company.

**54. *The Objects of the Issue for which funds are being raised, are based on our management estimates and have not been appraised by any bank or financial institution or any independent agency.***

The deployment of funds will be entirely at our discretion, based on the parameters as mentioned in the chapter titled **“Objects of the Issue”**. The fund requirement and deployment, as mentioned in the **“Objects of the Issue”** on page 74 of this Draft Red Herring Prospectus is based on the estimates of our management and has not been appraised by any bank or financial institution or any other independent agency. These fund requirements are based on our current business plan. We cannot assure that the current business plan will be implemented in its entirety or at all. In view of the highly competitive and dynamic nature of our business, we may have to revise our business plan from time to time and consequently these fund requirements. The deployment of the funds as stated under chapter **“Objects of the Issue”** is at the discretion of our Board of Directors and is not subject to monitoring by any external independent agency. Further, we cannot assure that the actual costs or schedule of implementation as stated under chapter **“Objects of the Issue”** will not vary from the estimated costs or schedule of implementation. Any such variance may be on account of one or more factors, some of which may be beyond our control. Occurrence of any such event may delay our business plans and/or may have an adverse bearing on our expected revenues and earnings.

**55. Information relating to our production capacities and the historical capacity utilization of our production facilities included in this Draft Red Herring Prospectus is based on certain assumptions and has been subjected to rounding off, and future production and capacity utilization may vary.**

Information relating to our production capacities and the historical capacity utilization of our production facilities included in this Draft Red Herring Prospectus is based on various assumptions and estimates of our management, including proposed operations, assumptions relating to availability and quality of raw materials and assumptions relating to operational efficiencies. Actual production levels and utilization rates may differ significantly from the estimated production capacities or historical estimated capacity utilization information of our facilities. Undue reliance should therefore not be placed on our production capacity or historical estimated capacity utilization information for our existing facilities included in this Draft Red Herring Prospectus. For further information, see the section titled **“Our Business”** on page 113 of this Draft Red Herring Prospectus.

**56. Our ability to pay any dividends will depend upon future earnings, financial condition, cash flows, working capital requirements and capital expenditures.**

We may retain all our future earnings, if any, for use in the operations and expansion of our business. As a result, we may not declare dividends in the foreseeable future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on factors that our Board of Directors deem relevant, including among others, our results of operations, financial condition, cash requirements, business prospects and any other financing arrangements. Accordingly, realization of a gain on shareholders investments may largely depend upon the appreciation of the price of our Equity Shares. There can be no assurance that our Equity Shares will appreciate in value. For details of our Dividend history refer to the Section **“Dividend Policy”** on page 169 of the Draft Red Herring Prospectus.

**57. Certain key performance indicators for certain listed industry peers included in this Draft Red Herring Prospectus have been sourced from public sources and there is no assurance that such financial and other industry information is complete**

Pursuant to the requirements of the SEBI ICDR Regulations, we have included certain key performance indicators, comprising financial and operational information, for certain listed industry peers, in the **“Basis for Issue Price”** beginning on page 84 of the Draft Red Herring Prospectus. Although this information is sourced from and relied upon on the consolidated audited financial statements of the relevant listed industry peers as available on the websites of the Stock Exchanges, including the annual reports of the respective companies submitted to Stock Exchanges, there is no assurance that this information with respect to industry peers is either complete. There may be different methodologies and formulas used to compute the various ratios.

**58. This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from D&B, appointed by our Company. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.**

This Draft Red Herring Prospectus includes industry-related information that is derived from the industry report titled **“Industry Research Report on Global Gas Turbine Industry, Indian Aerospace & Defence (A&D) and component and EPC Projects (Oil & Gas Refining & Transportation)”** dated January 12, 2024 (**“D&B Report”**), prepared by D&B. D&B has stated in its consent letter that all information contained in the Report has been obtained or derived from publicly available sources and interaction with industry participants, which they consider as reliable and after exercise of reasonable care and diligence by them. Although reasonable care has been taken to ensure that the information therein is true, such information is provided ‘as is’ without any warranty of any kind, and in particular, makes no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. All information contained therein must be construed solely as statements of opinion and not any recommendation for investment.

As such, a blanket, generic use of the derived results or the methodology is not encouraged. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions vary widely among different industry sources. Further, such assumptions may change based on various factors. We cannot assure you that D&B assumptions are correct or will not change and, accordingly, our position in the market may differ, favourably or unfavourably, from that presented in this Draft Red Herring Prospectus. Further, the commissioned report is not a recommendation to invest or disinvest in our Company. Prospective investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Draft Red Herring Prospectus, when making their investment decisions. For the disclaimers associated with the D&B Report, see **“Certain Conventions, Presentation of Financial, Industry and Market Data and Currency of Presentation-Industry and Market Data”** on page 16.

**59. There is no monitoring agency appointed by Our Company to monitor the utilization of the Issue proceeds.**

As per SEBI (ICDR) Regulations, 2018, as amended, appointment of monitoring agency is required only for Issue size above ₹ 1000.00 Mn. Hence, we have not appointed any monitoring agency to monitor the utilization of Issue proceeds. However, the audit committee of our Board will monitor the utilization of Issue proceeds in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, our Company shall inform about material deviations in the utilization of Issue proceeds to the stock exchange and shall also simultaneously make the material deviations / adverse comments of the audit committee public.



**60. *Our Corporate Promoter & Holding Company will jointly continue to retain majority shareholding in our Company after the issue, which will allow them to determine the outcome of the matters requiring the approval of shareholders.***

Our Corporate Promoter and Holding Company, Corrtch International Limited, will continue to hold collectively [●]% of the Equity share capital of the company. As a result of the same, it will be able to exercise significant influence over the control of the outcome of the matter that requires approval of the majority shareholders vote. Such a concentration of the ownership may also have the affect of delaying, preventing or deterring any change in the control of our company. In addition to the above, our promoter will continue to have the ability to take actions that are not in, or may conflict with our interest or the interest of some or all of our minority shareholders, and there is no assurance that such action will not have any adverse effect on our future financials or results of operations.

**61. *Any future issuance of Equity Shares may dilute your shareholdings, and sale of the Equity Shares by our major shareholders may adversely affect the trading price of our Equity Shares.***

Any future equity issuance by our Company may lead to the dilution of investors' shareholdings in our Company. In addition, any sale of substantial Equity Shares in the public market after the completion of this Offer, including by our major shareholders, or the perception that such sales could occur, could adversely affect the market price of the Equity Shares and could significantly impair our future ability to raise capital through offerings of the Equity Shares. We cannot predict what effect, if any, market sales of the Equity Shares held by the major shareholders of our Company or the availability of these Equity Shares for future sale will have on the market price of our Equity Shares.

**62. *Certain data mentioned in this Draft Red Herring Prospectus has not been independently verified.***

We have not independently verified data from industry publications contained herein and although we believe these sources to be reliable, we cannot assure that they are complete or reliable. Such data may also be produced on a different basis from comparable information compiled with regard to other countries. Therefore, discussions of matters relating to India and its economy are subject to the limitation that the statistical and other data upon which such discussions are based have not been verified by us and may be incomplete or unreliable.

**EXTERNAL RISK FACTORS**

**63. *A slowdown in economic growth in India may adversely affect our business, financial condition, cash flows, results of operations and prospects.***

The performance and growth of our business are necessarily dependent on economic conditions prevalent in India, which may be materially and adversely affected by centre or state political instability or regional conflicts, a general rise in interest rates, inflation, and economic slowdown elsewhere in the world or otherwise. Further, there have been periods of slowdown in the economic growth of India. India's economic growth is affected by various factors including domestic consumption and savings, balance of trade movements, namely export demand and movements in key imports (oil and oil products), global economic uncertainty and liquidity crisis, volatility in exchange currency rates and annual rainfall which affects agricultural production. Any continued or future slowdown in the Indian economy or a further increase in inflation could have a material adverse affect on the price of our raw materials and demand for our products and, as a result, on our business and financial results. The Indian financial market and the Indian economy are influenced by economic and market conditions in other countries, particularly in emerging market in Asian countries. Financial turmoil in Asia, Europe, the U.S. and elsewhere in the world in recent years has affected the Indian economy. Although economic conditions are different in each country, investors' reactions to developments in one country can have adverse affects on the securities of companies in other countries, including India. A loss in investor confidence in the financial systems of other emerging markets may cause increased volatility in Indian financial markets and, indirectly, in the Indian economy in general. Any worldwide financial instability, including the financial crisis and fluctuations in the stock markets in China and further deterioration of credit conditions in the U.S. or European markets, could also have a negative impact on the Indian economy. Financial disruptions may occur again and could harm our business and financial results.

**64. *Changing laws, rules and regulations and legal uncertainties in India, including adverse application of tax laws and regulations, may adversely affect our business and financial performance.***

Our business and financial performance could be adversely affected by changes in law or interpretations of existing, or the promulgation of new, laws, rules and regulations in India applicable to us and our business. For further details please refer to the chapter "**Government and Other Approvals**" on page 245 for details of the laws currently applicable to us. There can be no assurance that the central or the state governments in India may not implement new regulations and policies which will require us to obtain approvals and licenses from the central or the state governments in India and other regulatory bodies or impose onerous requirements and conditions on our operations. Any such changes and the related uncertainties with respect to the implementation of the new regulations may have a material adverse affect on all our business, financial condition and results of operations. In addition, we may have to incur capital expenditures to comply with the requirements of any new regulations, which may also materially harm our results of operations. For instance, the Government has proposed a comprehensive national goods and services tax ("**GST**") regime that will combine taxes and levies by the Central and state Governments into a unified rate structure. Given the limited availability of information in the public domain concerning the GST, we are unable to provide any assurance as to the tax

regime following implementation of the GST. The implementation of this new structure may be affected by any disagreement between certain state Governments, which could create uncertainty. Any such future amendments may affect our overall tax efficiency, and may result in significant additional taxes becoming payable.

**65. *Instability in financial markets could materially and adversely affect our results of operations and financial condition.***

The Indian economy and financial markets are significantly influenced by worldwide economic, financial and market conditions. Any financial turmoil, especially in the United States of America or Europe, may have a negative impact on the Indian economy. Although economic conditions differ in each country, investors' reactions to any significant developments in one country can have adverse affects on the financial and market conditions in other countries. A loss in investor confidence in the financial systems, particularly in other emerging markets, may cause increased volatility in Indian financial markets. The global financial turmoil, an outcome of the sub-prime mortgage crisis which originated in the United States of America, led to a loss of investor confidence in worldwide financial markets. Indian financial markets have also experienced the contagion affect of the global financial turmoil, evident from the sharp decline in SENSEX, BSE's benchmark index. Any prolonged financial crisis may have an adverse impact on the Indian economy and us, thereby resulting in a material and adverse affect on our business, operations, financial condition, profitability and price of our Equity Shares.

**66. *Natural disasters, fires, epidemics, pandemics, acts of war, terrorist attacks, civil unrest and other events could materially and adversely affect our business***

Natural disasters (such as typhoons, flooding and earthquakes), epidemics, pandemics such as COVID-19, man-made disasters, including acts of war, terrorist attacks, environmental issues and other events, many of which are beyond our control, may lead to economic instability, including in India or globally, which may in turn materially and adversely affect our business, financial condition, cash flows and results of operations.

Our operations may be adversely affected by fires, natural disasters and/or severe weather, which can result in damage to our property or inventory and generally reduce our productivity and may require us to evacuate personnel and suspend operations. Any terrorist attacks or civil unrest as well as other adverse social, economic and political events in India could have a negative effect on us. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the price of the Equity Shares.

India has experienced natural calamities such as earthquakes, tsunamis, floods etc. In recent years, the extent and severity of these natural disasters determine their impact on the Indian economy. Prolonged spells of abnormal rainfall or other natural calamities could have a negative impact on the Indian economy, which could adversely affect our business, prospects, financial condition and results of operations as well as the price of the Equity Shares.

**67. *Government regulation of foreign ownership of Indian securities may have an adverse affect on the price of the Equity Shares.***

Foreign ownership of Indian securities is subject to government regulation. Under foreign exchange regulations currently in affect in India, transfer of shares between non-residents and residents are freely permitted (subject to certain exceptions) if they comply with the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares, which are sought to be transferred, is not in compliance with such pricing guidelines or reporting requirements or fall under any of the exceptions referred to above, then the prior approval of the RBI will be required. Additionally, shareholders who seek to convert the rupees proceeds from the sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no objection/ tax clearance certificate from the Income Tax authorities. There can be no assurance that any approval required from the RBI or any other government agency can be obtained.

**68. *If certain labour laws become applicable to us, our profitability may be adversely affected.***

India has stringent labour legislations that protect the interests of workers, including legislation that sets forth detailed procedures for dispute resolution and employee removal and legislation that imposes certain financial obligations on employers upon retrenchment. Any change or modification in the existing labour laws may affect our flexibility in formulating labour related policies.

**69. *Our performance is linked to the stability of policies and the political situation in India.***

The Government of India has traditionally exercised, and continues to exercise, a significant influence over many aspects of the economy. Our business, and the market price and liquidity of our Equity Shares, may be affected by interest rates, changes in government policy, taxation, social and civil unrest and other political, economic or other developments in or affecting India. Any political instability in India may adversely affect the Indian securities markets in general, which could also adversely affect the trading price of our Equity Shares. Any political instability could delay the reform of the Indian economy and could have a material adverse affect on the market for our Equity Shares. There can be no assurance to the investors that these liberalization policies will continue under the newly elected government. Protests against privatization could slow down the pace of liberalization and deregulation. The rate of economic liberalization could change, and specific laws and policies affecting companies in the industrial

equipment manufacturing sectors, foreign investment, currency exchange rates and other matters affecting investment in our securities could change as well. A significant change in India's economic liberalization and deregulation policies could disrupt business and economic conditions in India and thereby affect our business.

**70. *We may require further equity issuance, which will lead to dilution of equity and may affect the market price of our Equity Shares or additional funds through incurring debt to satisfy our capital needs, which we may not be able to procure and any future equity offerings by us.***

Our growth is dependent on having a strong balance sheet to support our activities. In addition to the IPO Proceeds and our internally generated cash flow, we may need other sources of financing to meet our capital needs which may include entering into new debt facilities with lending institutions or raising additional equity in the capital markets. We may need to raise additional capital from time to time, dependent on business conditions. The factors that would require us to raise additional capital could be business growth beyond what the current balance sheet can sustain; additional capital requirements imposed due to changes in regulatory regime or significant depletion in our existing capital base due to unusual operating losses. Any fresh issue of shares or convertible securities would dilute existing holders, and such issuance may not be done at terms and conditions, which are favourable to the then existing shareholders of our Company. If our Company decides to raise additional funds through the incurrence of debt, our interest obligations will increase, and we may be subject to additional covenants, which could further limit our ability to access cash flows from our operations. Such financings could cause our debt to equity ratio to increase or require us to create charges or liens on our assets in favour of lenders. We cannot assure you that we will be able to secure adequate financing in the future on acceptable terms, in time, or at all. Our failure to obtain sufficient financing could result in the delay or abandonment of our expansion plans. Our business and future results of operations may be affected if we are unable to implement our expansion strategy.

Any future issuance of Equity Shares by our Company may dilute shareholding of investors in our Company; and hence affect the trading price of our Company's Equity Shares and its ability to raise capital through an Offer of its securities. In addition, any perception by investors that such issuances or sales might occur could also affect the trading price of our Company's Equity Shares. Additionally the disposal, pledge or encumbrance of Equity Shares by any of our Company's major shareholders, or the perception that such transactions may occur may affect the trading price of the Equity Shares. No assurance may be given that our Company will not issue Equity Shares or that such shareholders will not dispose of, pledge or encumber their Equity Shares in the future.

**71. *The Offer price of our Equity Shares may not be indicative of the market price of our Equity Shares after the Offer and the market price of our Equity Shares may decline below the Offer price and you may not be able to sell your Equity Shares at or above the Offer Price.***

The Offer price of the equity shares have been based on many factor and may not be indicative of the market price of our Equity Shares after the Offer. For further information please refer the section titled "***Basis for Issue Price***" beginning on page 84 of the Draft Red Herring Prospectus. The market price of our Equity Shares could be subject to significant fluctuations after the Offer, and may decline below the Offer Price. We cannot assure you that you will be able to sell your Equity Shares at or above the Offer Price.

## SECTION IV – INTRODUCTION

### THE ISSUE

<b>PRESENT ISSUE IN TERMS OF THIS DRAFT RED HERRING PROSPECTUS</b>	
<b>Equity Shares Offered through Public Issue <sup>(1)</sup></b>	Issue of up to 60,48,000* Equity Shares of face value of ₹ 10 each fully paid-up of our Company.
<b>Out of which:</b>	
<b>Issue Reserved for the Market Makers</b>	Upto 3,04,000 Equity Shares aggregating to ₹ [●] Mn.
<b>Issue Reserved for the Employees <sup>(5)</sup></b>	Up to [●] Equity Shares aggregating to ₹ [●] Mn.
<b>Net Offer to the Public</b>	Upto [●] Equity Shares aggregating to ₹ [●] Mn.
<b>Out of which*</b>	
<b>QIB Portion <sup>(3)(4)</sup></b>	Not more than [●] Equity Share aggregating upto ₹ [●] Mn
<b>Of which</b>	
i) Anchor Investor	Upto [●] Equity Shares aggregating up to ₹ [●] Mn
ii) Net QIB Portion (assuming anchor investor portion is fully subscribed)	Upto [●] Equity Shares aggregating up to ₹ [●] Mn
<b>Of Which</b>	
Available for allocation to Mutual Funds only (5% of the Net QIB Portion)	Upto [●] Equity Shares aggregating up to ₹ [●] Mn
Balance of QIB Portion for all QIBs including Mutual Funds	Upto [●] Equity Shares aggregating up to ₹ [●] Mn
Non-Institutional Portion	Not less than [●] Equity Shares aggregating up to ₹ [●] Mn
Retail Portion	Not less than [●] Equity Shares aggregating up to ₹ [●] Mn
<b>Pre and Post – Offer Equity Shares</b>	
<b>Equity Shares outstanding prior to the Issue</b>	1,68,00,000 Equity Shares of face value of ₹ 10 each
<b>Equity Shares outstanding after the Issue</b>	Upto [●] Equity Shares of face value ₹ 10 each
<b>Use of Net Proceeds by our Company</b>	Please see the chapter titled “ <i>Objects of the Issue</i> ” on page 74 of this Draft Prospectus.

\*Subject to finalisation of the Basis of Allotment. Number of shares may need to be adjusted for lot size upon determination of issue price.

Notes:

- The Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. This Issue is being made by our company in terms of Regulation of 229 (2) of SEBI ICDR Regulations read with Rule 19(2)(b)(i) of SCRR wherein not less than 25% of the post – issue paid up equity share capital of our company are being offered to the public for subscription.
- The present Issue has been authorized by our Board pursuant to a resolution passed at its meeting held on December 08, 2023 and by our Shareholders pursuant to a special resolution passed pursuant to Section 62(1)(c) of the Companies Act, 2013 at the Extra Ordinary General meeting held on December 11, 2023.
- The SEBI ICDR Regulations permit the issue of securities to the public through the Book Building Process, which states that, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation on a proportionate basis to Retail Individual Bidders and not more than 50% of the Net Issue shall be allotted on a proportionate basis to QIBs, subject to valid Bids being received at or above the Issue Price. Accordingly, we have allocated the Net Issue i.e., not more than 50% of the Net Issue to QIB and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Investors and not less than 15% of the Net Issue shall be available for allocation to non-institutional bidders.
- Subject to valid Bids being received at or above the Issue Price, undersubscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the Book Running Lead Manager and the Designated Stock Exchange, subject to applicable laws.
- In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 2,00,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹ 5,00,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after allocation up to ₹ 5,00,000), shall be added to the Net Issue. The Employee Reservation Portion shall constitute up to 0.5% of the post- Issue paid-up Equity Share capital. For further details, see “*Issue Structure*” beginning on page 281 of this Draft Red Herring Prospectus. Our Company, in consultation with the Book Running Lead Managers, may offer a

discount of up to [●] % of the Issue Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees bidding in the Employee Reservation Portion, which shall be announced two Working Days prior to the Bid/Issue Opening Date.

Our Company may, in consultation with the Book Running Lead Manager, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allotment in the Mutual Fund Portion will be added to the Net QIB Portion and allocated proportionately to the QIB Bidders (other than Anchor Investors) in proportion to their Bids. For further details, please refer section titled “Issue Procedure” beginning on page 286 of this Draft Red Herring Prospectus.

**SUMMARY OF OUR FINANCIAL STATEMENTS**

**CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES**

**(Rs. In Millions)**

<b>Particulars</b>	<b>Note No.</b>	<b>As at 31-Oct-23</b>	<b>As at 31-Mar-23</b>	<b>As at 31-Mar-22</b>	<b>As at 31-Mar-21</b>
<b>ASSETS</b>					
<b>NON-CURRENT ASSETS</b>					
(a) Property, Plant and Equipment	<b>4.1</b>	124.21	133.66	85.82	54.71
(b) Intangible Assets	<b>4.2</b>	0.10	0.10	0.10	0.10
(c) Financial Assets					
(i) Investments	<b>5</b>	11.37	11.49	11.70	11.94
(ii) Other Financial Assets	<b>6</b>	187.23	132.56	166.98	73.62
(d) Other Non-Current Assets	<b>7</b>	0.07	0.07	0.06	0.58
		<b>322.98</b>	<b>277.88</b>	<b>264.66</b>	<b>140.95</b>
<b>CURRENT ASSETS</b>					
(a) Inventories	<b>8</b>	489.76	437.08	308.36	356.50
(b) Financial Assets					
(i) Investments	<b>9</b>	0.98	0.90	0.87	0.69
(ii) Trade Receivables	<b>10</b>	286.42	258.77	315.34	317.12
(iii) Cash and Cash Equivalents	<b>11</b>	10.84	19.30	29.44	4.15
(iv) Bank balances other than above (iii)	<b>12</b>	162.47	150.95	74.08	27.95
(v) Loans	<b>13</b>	8.91	6.87	6.08	5.64
(vi) Other Financial Assets	<b>14</b>	-	-	-	2.35
(c) Current Tax Assets (Net)	<b>15</b>	1.57	8.53	35.74	12.60
(d) Other Current Assets	<b>16</b>	314.75	197.11	151.90	61.51
		<b>1,275.70</b>	<b>1,079.51</b>	<b>921.81</b>	<b>788.52</b>
<b>TOTAL ASSETS</b>		<b>1,598.68</b>	<b>1,357.39</b>	<b>1,186.47</b>	<b>929.47</b>
<b>EQUITY AND LIABILITIES</b>					
<b>EQUITY</b>					
(a) Equity Share Capital	<b>17</b>	21.00	21.00	21.00	21.00
(b) Other Equity	<b>18</b>	721.55	644.87	563.66	465.50
(c) Non-Controlling Interest		2.29	2.21	2.10	1.98
		<b>744.84</b>	<b>668.08</b>	<b>586.76</b>	<b>488.48</b>
<b>LIABILITIES</b>					
<b>NON-CURRENT LIABILITIES</b>					
(a) Financial Liabilities					
(i) Borrowings	<b>19</b>	80.80	63.04	40.28	11.55
(b) Provisions	<b>20</b>	9.56	7.78	10.05	8.65
(c) Deferred tax liabilities	<b>21</b>	3.38	4.05	4.84	5.92
(d) Other Non-Current Liabilities	<b>22</b>	-	0.86	0.66	3.41
		<b>93.74</b>	<b>75.73</b>	<b>55.83</b>	<b>29.53</b>
<b>CURRENT LIABILITIES</b>					
(a) Financial Liabilities					
(i) Borrowings	<b>23</b>	279.20	103.24	48.14	28.50
(ii) Trade Payables	<b>24</b>				
- Total outstanding dues of micro and small enterprises		26.99	9.34	8.80	34.48
- Total outstanding dues of creditors other than micro and small enterprises		356.97	382.42	321.89	222.11
(iii) Other Financial Liabilities	<b>25</b>	25.76	25.51	12.15	24.49
(b) Other Current Liabilities	<b>26</b>	63.14	84.97	144.91	93.04
(c) Provisions	<b>27</b>	8.04	8.10	7.98	8.87
		<b>760.10</b>	<b>613.58</b>	<b>543.87</b>	<b>411.48</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>1,598.68</b>	<b>1,357.39</b>	<b>1,186.47</b>	<b>929.47</b>

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS**

(Rs. In Millions)

<b>Particulars</b>	<b>Note No.</b>	<b>For the period ended 31-Oct-23</b>	<b>For the year ended 31-Mar-23</b>	<b>For the year ended 31-Mar-22</b>	<b>For the year ended 31-Mar-21</b>
<b>INCOME</b>					
Revenue from operations	<b>28</b>	936.33	1,462.72	2,004.27	1,158.16
Other income	<b>29</b>	7.94	16.04	14.50	19.13
<b>TOTAL INCOME</b>		<b>944.27</b>	<b>1,478.76</b>	<b>2,018.77</b>	<b>1,177.29</b>
<b>EXPENSES</b>					
Cost of Materials Consumed	<b>30</b>	156.45	237.30	197.87	36.97
Purchases of trading materials		9.49	47.56	593.67	359.71
Manufacturing Expenses	<b>31</b>	405.64	769.09	837.73	631.55
Changes in Inventories of Finished Goods, Stock-In-Trade and Work In Progress	<b>32</b>	23.77	-20.09	35.34	(107.95)
Employee benefits expense	<b>33</b>	141.57	172.20	113.48	118.81
Finance Costs	<b>34</b>	19.38	19.31	7.66	4.38
Depreciation and amortization expenses	<b>4.1, 4.2</b>	15.41	20.12	8.07	7.86
Other expenses	<b>35</b>	70.67	128.97	86.13	90.08
<b>TOTAL EXPENSES</b>		<b>842.37</b>	<b>1,374.44</b>	<b>1,879.95</b>	<b>1,141.40</b>
<b>Profit/(Loss) before share of profit / (loss) of associate, exceptional items and tax</b>		<b>101.90</b>	<b>104.32</b>	<b>138.82</b>	<b>35.89</b>
Share in Profit / (Loss) of Associate Concerns		(0.12)	(0.21)	(0.24)	(0.25)
<b>Total Share in Profit / (Loss) of Associate Concerns</b>		<b>(0.12)</b>	<b>(0.21)</b>	<b>(0.24)</b>	<b>(0.25)</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>101.78</b>	<b>104.11</b>	<b>138.58</b>	<b>35.64</b>
Exceptional items (net)		-	-	-	-
<b>Profit/(Loss) before tax</b>		<b>101.78</b>	<b>104.11</b>	<b>138.58</b>	<b>35.64</b>
<b>Tax items</b>					
Current tax		24.50	25.50	39.30	8.90
Deferred tax (asset) / liability		(0.25)	(2.12)	(0.35)	(0.68)
<b>Total tax items</b>		<b>24.25</b>	<b>23.38</b>	<b>38.95</b>	<b>8.21</b>
<b>Profit/(Loss) for the period / year</b>		<b>77.53</b>	<b>80.73</b>	<b>99.63</b>	<b>27.42</b>
<b>Other Comprehensive Income</b>					
Items that will not be re-classified to Profit or Loss					
Re-measurement gains/ (losses) on post-employment benefit plans		(1.18)	3.80	(2.08)	(0.04)
Tax impacts on the above adjustments in OCI		0.41	(1.33)	0.73	0.01
<b>Other Comprehensive Income/ (Loss) for the year</b>		<b>(0.77)</b>	<b>2.47</b>	<b>(1.35)</b>	<b>(0.02)</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>		<b>76.76</b>	<b>83.20</b>	<b>98.28</b>	<b>27.40</b>
<b>Profit for the year attributable to:</b>					
Owners of the Company		77.45	80.61	99.51	27.33
Non-Controlling Interests		0.08	0.12	0.12	0.10
		<b>77.53</b>	<b>80.73</b>	<b>99.63</b>	<b>27.42</b>
<b>Total Comprehensive Income attributable to:</b>					
Owners of the Company		76.63	83.08	98.16	27.31
Non-Controlling Interests		0.12	0.12	0.12	0.10
		<b>76.76</b>	<b>83.20</b>	<b>98.28</b>	<b>27.40</b>
<b>Earnings Per Equity Share (Basic &amp; Diluted)</b>	<b>36</b>	36.92	38.44	47.39	13.01



**CONSOLIDATED STATEMENT OF CASH FLOWS**

(Rs. In Millions)

Particulars	For the period ended	For the year ended	For the year ended	For the year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>				
<b>Profit/ (loss) Before Tax</b>	101.78	104.32	138.59	35.64
Adjustments for:				
Depreciation and amortization	15.41	20.12	8.07	7.86
Interest and finance charges	19.38	19.31	7.66	4.38
Interest income	(3.40)	(6.52)	(3.92)	(3.87)
Distribution Income	(2.34)	(3.57)	(4.12)	(5.69)
(Gain)/Loss on fixed assets sold/ discarded (net)	-	-	0.06	-
Gain on Fair Valuation of Investments	(0.09)	(0.03)	(0.18)	(0.17)
Re-measurement gains/ (losses) on post employment benefit plans	(1.18)	3.80	(2.08)	(0.04)
<b>Operating Profit before Working Capital Changes</b>	<b>129.56</b>	<b>137.43</b>	<b>144.08</b>	<b>38.11</b>
<b>Adjustments for changes in working capital :</b>				
(Increase)/decrease in trade receivables, loans & advances and other assets	(201.58)	45.48	(178.85)	(40.72)
(Increase)/decrease in inventories	(52.68)	(128.73)	48.14	(50.04)
Increase/(decrease) in trade payables, other liabilities and provisions	(26.19)	14.21	115.54	69.63
<b>Cash Generated from Operations</b>	<b>(280.45)</b>	<b>(69.04)</b>	<b>(15.17)</b>	<b>(21.13)</b>
Income taxes (paid)/refunded	(17.54)	1.72	(62.44)	(12.61)
<b>Net Cashflow from Operating Activities</b>	<b>(168.43)</b>	<b>70.11</b>	<b>66.47</b>	<b>4.38</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of fixed assets	(5.96)	(67.97)	(39.39)	(3.25)
Proceeds from sale of fixed assets	-	-	0.15	-
(Investment in )/ Proceed from Investments	-	-	(0.00)	2.66
Interest received	3.40	6.52	3.92	3.87
Long term loans and advances	(0.31)	(0.49)	(0.44)	
(Investment in )/ Proceed from Fixed Deposits	(11.52)	(76.87)	(46.13)	(0.91)
<b>Net Cashflow from Investing Activities</b>	<b>(14.39)</b>	<b>(138.81)</b>	<b>(81.90)</b>	<b>2.37</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds/Payment from Borrowings	193.72	77.86	48.38	(4.48)
Interest and finance charges	(19.38)	(19.31)	(7.66)	(4.38)
<b>Net Cashflow from Financing Activities</b>	<b>174.34</b>	<b>58.56</b>	<b>40.72</b>	<b>(8.86)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>(8.47)</b>	<b>(10.13)</b>	<b>25.29</b>	<b>(2.11)</b>
<b>Cash and bank balances at the beginning of the year</b>	19.31	29.45	4.15	6.27
<b>Cash and bank balances at the end of the year</b>	<b>10.84</b>	<b>19.31</b>	<b>29.45</b>	<b>4.15</b>

**NOTES:**

- 1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
- 2) Figures in bracket indicate cash outflow.
- 3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.

**Components of cash and cash equivalents**

Cash & Cash Equivalents	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Balances with banks</b>				
<i>In current Accounts</i>	9.81	18.33	28.47	3.63
<i>Fixed Deposits</i>	0.12	0.12	0.12	0.13
<b>Cash on hand</b>	0.91	0.85	0.85	0.40
	<b>10.84</b>	<b>19.30</b>	<b>29.44</b>	<b>4.15</b>

## GENERAL INFORMATION

### Brief Summary:

Our Company was originally incorporated as public limited company under the name of “**IEC International Limited**” on May 05, 2000 under the provisions of Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli, bearing registration no. as 04-37925. Thereafter, the name of the Company was changed from “IEC International Limited” to “MJB India Gas Turbine Services Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on June 06, 2002. Further, the name of our company was changed to “Corrtech Energy Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on May 14, 2009 bearing CIN U52330GJ2000PLC037925.

For further details please refer to chapter titled “**History and Corporate Structure**” beginning on page 145 of this Draft Red Herring Prospectus.

<b>CIN</b>	U52330GJ2000PLC037925
<b>Registration No.</b>	037925
<b>Date of Incorporation</b>	May 02, 2000
<b>Registered Office</b>	<b>Corrtech Energy Limited</b> Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India <b>Tel. No.:</b> +91-2717-688800 <b>Email:</b> <a href="mailto:info@corrtechenergy.com">info@corrtechenergy.com</a> <b>Website:</b> <a href="http://www.corrtechenergy.com">www.corrtechenergy.com</a>
<b>Designated Stock Exchange</b>	SME Platform of NSE “NSE Emerge”
<b>Address of the Registrar of Companies</b>	<b>Registrar of Companies, Ahmedabad</b> ROC Bhavan, Opp. Rupal Park Society, behind Ankur Bus Stop, Naranpura, Ahmedabad – 380 013, Gujarat <b>Tel No:</b> 079-27438531 <b>Email id:</b> <a href="mailto:roc.ahmedabad@mca.gov.in">roc.ahmedabad@mca.gov.in</a> <b>Website:</b> <a href="http://www.mca.gov.in">www.mca.gov.in</a>

### Board of Directors:

The Board of Directors of our Company as on the date of filing of this Draft Red Herring Prospectus consists of:

<b>Name of Directors</b>	<b>Designation</b>	<b>Address</b>	<b>DIN</b>
Sandeep Indrasen Mittal	Managing Director	D-33 Aryaman Bunglows, Thaltej Shilaj Road, Shilaj, Ahmedabad, Gujarat – 380 059	01643818
Amit Indrasen Mittal	Whole Time Director	38, Akashneem, Opp. Nehru Foundation, Bodakdev, Ahmedabad, Gujarat – 380 054	01644010
Kavita Amitbhai Mittal	Non-Executive Director	38, Akashneem, opp. Nehru Foundation, Bodakdev, Ahmedabad, Gujarat – 380054	01643876
Vimal Maganbhai Patel	Independent Director	702, Pushkar Apartment, Judges Bungalow Road, Bodakdev, Ahmedabad, Gujarat - 380054	09429174
Sanjay Verma	Independent Director	House No. 425, IIM old campus Opp. Atira Vastrapur, Ahmedabad, Gujarat – 380015	08979532

For further details in relation to our directors, please refer to chapter titled “**Our Management**” on page 150 of this Draft Red Herring Prospectus.

<b>Chief Financial Officer</b>	<b>Company Secretary &amp; Compliance Officer</b>
<b>Kalpiti Ghanshyamkumar Thakkar</b> <b>Corrtech Energy Limited</b> <b>Address:</b> Shed No 7, Survey No 407, Sp-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India <b>Tel. No.:</b> +91-2717-688800 <b>Email:</b> <a href="mailto:cfo@corrtech.in">cfo@corrtech.in</a> <b>Website:</b> <a href="http://www.corrtechenergy.com">www.corrtechenergy.com</a>	<b>Akshit Soni</b> <b>Corrtech Energy Limited</b> <b>Address:</b> Shed No 7, Survey No 407, Sp-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India <b>Tel. No.:</b> +91-2717-688800 <b>Email:</b> <a href="mailto:cs@corrtech.in">cs@corrtech.in</a> <b>Website:</b> <a href="http://www.corrtechenergy.com">www.corrtechenergy.com</a>

### Investor Grievances:

**Investors may contact our Company Secretary and Compliance Officer and/or the Registrar to the Issue and/or the Lead Manager, in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, credit of allotted Equity Shares in the respective beneficiary account or refund orders, etc.**

All grievances in relation to the application through ASBA process may be addressed to the Registrar to the Issue, with a copy to the relevant Designated Intermediary with whom the ASBA Form was submitted, giving details such as the full name of the sole or First Applicant, ASBA Form number, Applicants DP ID, Client ID, PAN, number of Equity Shares applied for, date of submission of ASBA Form, address of Bidder, the name and address of the relevant Designated Intermediary, where the ASBA Form was submitted by the Bidder, ASBA Account number in which the amount equivalent to the Bid Amount was blocked and UPI ID used by the Retail Individual Investors. Further, the Bidder shall enclose the Acknowledgment Slip from the Designated Intermediaries in addition to the documents or information mentioned hereinabove.

For all Issue related queries and for redressal of complaints, Applicants may also write to the Book Running Lead Manager. All complaints, queries or comments received by Stock Exchange/SEBI shall be forwarded to the Book Running Lead Manager, who shall respond to the same.

All grievances relating to the Anchor Investors may be addressed to the Registrar to the Issue, giving full details such as name of the sole or first Applicant, Bid cum Application Form number, Applicants DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Applicant, number of Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form and the name and address of the relevant BRLM where the Anchor Investor Application Form was submitted by the Anchor Investor. For all Issue related queries and for redressal of complaints, investors may also write to the BRLM.

**Details of Key Intermediaries pertaining to this Issue and our Company:**

<b>Book Running Lead Manager to the Issue</b>	<b>Legal Advisor to the Issue</b>
<b>Hem Securities Limited</b> <b>Address:</b> 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai – 400 013, Maharashtra, India <b>Tel No.:</b> +91-22-4906 0000 <b>Email:</b> <a href="mailto:ib@hemsecurities.com">ib@hemsecurities.com</a> <b>Investor Grievance Email:</b> <a href="mailto:redressal@hemsecurities.com">redressal@hemsecurities.com</a> <b>Website:</b> <a href="http://www.hemsecurities.com">www.hemsecurities.com</a> <b>Contact Person:</b> Akun Goyal <b>SEBI Reg. No.:</b> INM000010981	<b>Mindspright Legal</b> <b>Address:</b> 712-714, C-Wing, Trade World, Kamla City, Senapati Bapat Marg, Lower Parel (West), Mumbai-400013, Maharashtra, India. <b>Contact Person:</b> Richa Bhansali <b>Tel No.:</b> +91-022- 42197000 <b>Email:</b> <a href="mailto:legal@mindspright.co.in">legal@mindspright.co.in</a> <b>Website:</b> <a href="http://www.mindspright.co.in">www.mindspright.co.in</a>
<b>Registrar to the Issue</b>	<b>Statutory Auditor</b>
<b>Link Intime India Private Limited</b> <b>Address:</b> C101,247 park L.B.S Marg, Vikhroli (West) Mumbai, Maharashtra 400083 <b>Tel No.:</b> +91 8108114949 <b>Email:</b> <a href="mailto:corrtech.ipo@linkintime.co.in">corrtech.ipo@linkintime.co.in</a> <b>Investor Grievance Email:</b> <a href="mailto:corrtech.ipo@linkintime.co.in">corrtech.ipo@linkintime.co.in</a> <b>Contact Person:</b> Ms. Shanti Gopalkrishnan <b>Website:</b> <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> <b>SEBI Registration Number:</b> INR000004058	<b>Patel Jain &amp; Associates, Chartered Accountants</b> <b>Address:</b> 702, Silicon Tower, Opp. Axis Bank, near law garden, Elies bridge, Ahmedabad - 380006 <b>Tel No.:</b> +91-8460532385 <b>Email:</b> <a href="mailto:vivek@pateljain.com">vivek@pateljain.com</a> <b>Firm Registration No.:</b> 129797W <b>Contact Person:</b> Vivek Bhatt <b>Membership No:</b> 193504 <b>Peer Review Certificate Number:</b> 013962
<b>Banker to our Company</b>	<b>Syndicate Member*</b>
<b>Kotak Mahindra Bank Limited</b> <b>Address:</b> 7 <sup>th</sup> Floor, 7-B, Venus Amadeus, Jodhpur Cross Road, Satellite, Ahmedabad – 380 015 <b>Tel No.:</b> 079 67168701 <b>Email:</b> <a href="mailto:niraj.shah@kotak.com">niraj.shah@kotak.com</a> <b>Contact Person:</b> Mr. Niraj Shah <b>Website:</b> <a href="http://www.kotak.com">www.kotak.com</a>	[•]
<b>Bankers to the Issue/ Refund Banker/ Sponsor Bank*</b>	
[•]	

\*The Banker to the Issue (Sponsor Bank) and Syndicate Member shall be appointed prior to filing of the Red Herring Prospectus with the RoC.

**Designated Intermediaries:**

**Self-Certified Syndicate Banks (SCSB's)**

The list of banks that have been notified by SEBI to act as SCSBs for the ASBA process is provided on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>) and updated from time to time. For details on Designated Branches of SCSBs collecting the Bid-cum-Application Forms, refer to the above mentioned SEBI link.

Further, as notified by SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019; the applications through UPI in IPOs can be made only through the SCSBs/ mobile applications whose name appears on the SEBI website [www.sebi.gov.in](http://www.sebi.gov.in) in at the following path: Home >> Intermediaries/Market Infrastructure Institutions >> Recognized intermediaries.

>> Self Certified Syndicate Banks eligible as Issuer Banks for UPI.

Investor shall ensure that when applying in IPO using UPI, the name of his Bank appears in the list of SCSBs displayed on the SEBI website which are live on UPI. Further, he/she shall also ensure that the name of the app and the UPI handle being used for making the application is also appearing in the aforesaid list.

### **Syndicate SCSB Branches**

In relation to ASBA Bids submitted to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35> and updated from time to time. For more information on such branches collecting Bid-cum-Application Forms from the Syndicate at Specified Locations, refer to the above-mentioned SEBI link.

### **Registered Brokers**

Bidders can submit Bid cum Application Forms in the Issue using the stock brokers network of the Stock Exchanges, i.e., through the Registered Brokers at the Broker Centres. The list of the Registered Brokers eligible to accept ASBA forms, including details such as postal address, telephone number and email address, is provided on the website of the SEBI at (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>), respectively, as updated from time to time.

### **Registrar and Share Transfer Agents**

The list of the Registrar to Issue and Share Transfer Agents (RTAs) eligible to accept Bid cum Applications forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, are provided at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>, as updated from time to time.

### **Collecting Depository Participants (CDP's)**

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of SEBI at (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>), as updated from time to time.

### **Brokers to the Issue**

All members of the recognized stock exchanges would be eligible to act as Brokers to the Issue.

### **Expert Opinion**

Except for the reports in the section “*Financial Information of the Company*” and “*Statement of Special Tax Benefits*” on page 170 and 90 respectively of this Draft Red Herring Prospectus from the Statutory Auditor, our Company has not obtained any expert opinions. We have received written consent from the Statutory Auditors for inclusion of their name. However, the term “expert” shall not be construed to mean an “expert” as defined under the U.S. Securities Act, 1933.

### **Inter-se Allocation of Responsibilities**

Since, Hem Securities Limited is the sole Book Running Lead Manager to this Issue, a statement of inter se allocation of responsibilities among Book Running Lead Manager is not applicable.

### **Appraisal and Monitoring Agency**

As per regulation 262(1) of SEBI ICDR Regulations, the requirement of monitoring agency is not mandatory if the Issue size is up to ₹ 10,000 Lakh. Since the Issue size is below ₹ 10,000 Lakh, our Company has not appointed any monitoring agency for this Issue. However, as per section 177 of the Companies Act, the Audit Committee of our Company, would be monitoring the utilization of the proceeds of the issue.

### **Green Shoe Option**

No Green Shoe Option is applicable for this Issue.

## **Credit Rating**

As this is an issue of Equity Shares, there is no credit rating for the Issue.

## **IPO Grading**

Since the issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 there is no requirement of appointing an IPO Grading agency.

## **Debenture Trustees**

As this is an issue of Equity Shares, the appointment of Debenture trustees is not required.

## **Filing of Draft Red Herring Prospectus/ Red Herring Prospectus/Prospectus with the SEBI/ ROC**

The Draft Red Herring Prospectus is being filed with NSE, Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra, India.

The Draft Red Herring Prospectus will not be filed with SEBI, nor will SEBI issue any observation on the Offer Document in terms of Regulation 246(2) of SEBI (ICDR) Regulations, 2018. Pursuant to Regulation 246(5) of SEBI (ICDR) Regulations, 2018 and SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, a copy of Prospectus will be filed online through SEBI Intermediary Portal at <https://siportal.sebi.gov.in>.

A copy of the Red Herring Prospectus along with the material contracts and documents required to be filed under Section 32 of the Companies Act, 2013 would be filed with the RoC at its office through the electronic portal at <http://www.mca.gov.in> and a copy of the Prospectus to be filed under Section 26 of the Companies Act, 2013 would be filed with the RoC at its office and through the electronic portal at <http://www.mca.gov.in>

## **Book Building Process**

Book Building, with reference to the Issue, refers to the process of collection of Bids on the basis of the Red Herring Prospectus within the Price Band. The Price Band shall be determined by our Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process, and advertised in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Ahmedabad Edition of Regional newspaper [●] where our registered office is situated at least two working days prior to the Bid/ Issue Opening date. The Issue Price shall be determined by our Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process after the Bid/ Issue Closing Date. Principal parties involved in the Book Building Process are:-

- Our Company
- The Book Running Lead Manager in this case being Hem Securities Limited,
- The Syndicate Member(s) who are intermediaries registered with SEBI/ registered as brokers with NSE and eligible to act as Underwriters. The Syndicate Member(s) will be appointed by the Book Running Lead Manager;
- The Registrar to the Issue and;
- The Designated Intermediaries and Sponsor bank

The SEBI (ICDR) Regulations have permitted the Issue of securities to the public through the Book Building Process, wherein allocation to the public shall be made as per Regulation 253 of the SEBI ICDR Regulations.

The Issue is being made through the Book Building Process wherein not more than 50% of the Net Issue shall be available for allocation on a proportionate basis to QIBs, provided that our Company, in consultation with the BRLM allocate upto 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI (ICDR) Regulations (the "Anchor Investor Portion"), out of which one third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Issue Price. 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. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders, in accordance with the SEBI Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders may participate in the Issue through an ASBA process by providing details of their respective bank account which will be blocked by the SCSBs. All Bidders are mandatorily required to utilize the ASBA process to participate in the Issue. Under-subscription if any, in any category, except in the QIB Category, would be allowed to be met with spill over from any other category or a combination of categories at the discretion of our Company in consultation with the BRLM and the Designated Stock Exchange.

**All Bidders, except Anchor Investors, are mandatorily required to use the ASBA process for participating in the Issue. In accordance with the SEBI ICDR Regulations, QIBs bidding in the QIB Portion and Non-Institutional Bidders bidding in the Non-Institutional Portion are not allowed to withdraw or lower the size of their Bids (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Retail Individual Bidders and Eligible Employees Bidding in the Employee Reservation Portion can revise their Bids during the Bid/Issue Period and withdraw their Bids until the Bid/Issue Closing Date. Further, Anchor Investors cannot withdraw their Bids after the Anchor Investor Bid/Issue Period. Allocation to the Anchor Investors will be on a discretionary basis.**

Subject to valid Bids being received at or above the Issue Price, allocation to all categories in the Net Issue, shall be made on a proportionate basis, except for Retail Portion where allotment to each Retail Individual Bidders shall not be less than the minimum bid lot, subject to availability of Equity Shares in Retail Portion, and the remaining available Equity Shares, if any, shall be allotted on a proportionate basis. Under – subscription, if any, in any category, would be allowed to be met with spill – over from any other category or a combination of categories at the discretion of our Company in consultation with the Book Running Lead Manager and the Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill over from other categories or a combination of categories.

In terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors (except Anchor Investors) applying in a public Issue shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self Certified Syndicate Banks (SCSBs) for the same. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018, Retail Individual Investors applying in public Issue may use either Application Supported by Blocked Amount (ASBA) facility for making application or also can use UPI as a payment mechanism with Application Supported by Blocked Amount for making application. For details in this regards, specific attention are invited to the chapter titled “*Issue Procedure*” beginning on page 286 of the Draft Red Herring Prospectus.

The process of Book Building under the SEBI ICDR Regulations is subject to change from time to time and the investors are advised to make their own judgment about investment through this process prior to making a Bid or application in the Issue.

For further details on the method and procedure for Bidding, please see section entitled “*Issue Procedure*” on page 286 of this Draft Red Herring Prospectus.

**Illustration of the Book Building and Price Discovery Process:** Bidders should note that this example is solely for illustrative purposes and is not specific to the Issue; it also excludes Bidding by Anchor Investors. Bidders can bid at any price within the Price Band. For instance, assume a Price Band of ₹20 to ₹ 24 per share, Issue size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Issuer at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to Issue the desired number of Equity Shares is the price at which the book cuts off, i.e., ₹ 22.00 in the above example. The Issuer, in consultation with the BRLM, may finalise the Issue Price at or below such Cut-Off Price, i.e., at or below ₹ 22.00. All Bids at or above this Issue Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

#### **Steps to be taken by the Bidders for Bidding:**

- Check eligibility for making a Bid (see section titled “*Issue Procedure*” on page 286 of this Draft Red Herring Prospectus);
- Ensure that you have a demat account and the demat account details are correctly mentioned in the Bid cum Application Form;
- Ensure correctness of your PAN, DP ID and Client ID mentioned in the Bid cum Application Form. Based on these parameters, the Registrar to the Issue will obtain the Demographic Details of the Bidders from the Depositories.
- Except for Bids on behalf of the Central or State Government officials, residents of Sikkim and the officials appointed by the courts, who may be exempt from specifying their PAN for transacting in the securities market, for Bids of all values ensure that you have mentioned your PAN allotted under the Income Tax Act in the Bid cum Application Form. The exemption for Central or State Governments and officials appointed by the courts and for investors residing in Sikkim is subject to the Depository Participant’s verification of the veracity of such claims of the investors by collecting sufficient documentary evidence in support of their claims.
- Ensure that the Bid cum Application Form is duly completed as per instructions given in this Draft Red Herring Prospectus and in the Bid cum Application Form;

#### **Bid/Issue Program:**

Event	Indicative Dates
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Bid/Issue Opening Date <sup>(1)</sup>	[●]
Bid/Issue Closing Date <sup>(2)</sup>	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange	[●]
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account	[●]
Credit of Equity Shares to Demat accounts of Allottees	[●]
Commencement of trading of the Equity Shares on the Stock Exchange	[●]

<sup>(1)</sup> Our Company in consultation with the Book Running Lead Manager may consider participation by Anchor Investors in accordance with the SEBI (ICDR) Regulations. The Anchor Investor Bid/ Issue Period shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations.

<sup>(2)</sup> 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 above timetable is indicative and does not constitute any obligation on our Company or the Book Running Lead Manager. Whilst our Company shall ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on the Stock Exchange are taken within 3 Working Days of the Bid/ Issue Closing Date, the timetable may change due to various factors, such as extension of the Bid/Issue Period by our Company, revision of the Price Band or any delays in receiving the final listing and trading approval from the Stock Exchange. The Commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchange and in accordance with the applicable laws.

Bid Cum Application Forms and any revisions to the same will be accepted only between 10.00 A.M. to 5.00 P.M. (IST) during the Issue Period (except for the Bid/ Issue Closing Date). On the Bid/ Issue Closing Date, the Bid Cum Application Forms will be accepted only between 10.00 A.M. to 3.00 P.M. (IST) for retail and non-retail Bidders. The time for applying for Retail Individual Bidder on Bid/Issue Closing Date maybe extended in consultation with the BRLM, RTA and NSE taking into account the total number of applications received up to the closure of timings.

Due to the limitation of time available for uploading the Bid Cum Application Forms on the Bid/Issue Closing Date, Bidders are advised to submit their applications one (1) day prior to the Bid/ Issue Closing Date and, in any case, not later than 3.00 P.M. (IST) on the Bid/ Issue Closing Date. Any time mentioned in this Draft Red Herring Prospectus is IST. Bidders are cautioned that, in the event a large number of Bid Cum Application Forms are received on the Bid/Issue Closing Date, as is typically experienced in public Issue, some Bid Cum Application Forms may not get uploaded due to the lack of sufficient time. Such Bid Cum Application Forms that cannot be uploaded will not be considered for allocation under this Issue. Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holidays). Neither our Company nor the BRLM is liable for any failure in uploading the Bid Cum Application Forms due to faults in any software/hardware system or otherwise.

In accordance with SEBI (ICDR) Regulations, QIBs and Non-Institutional Bidders are not allowed to withdraw or lower the size of their Application (in terms of the quantity of the Equity Shares or the Application amount) at any stage. Retail Individual Bidders can revise or withdraw their Bid Cum Application Forms prior to the Bid/Issue Closing Date. Allocation to Retail Individual Bidders, in this Issue will be on a proportionate basis.

In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid Cum Application Form, for a particular Bidder, the details as per the file received from Stock Exchange may be taken as the final data for the purpose of Allotment. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical or electronic Bid Cum Application Form, for a particular ASBA Bidder, the Registrar to the Issue shall ask the relevant SCSBs/ RTAs / DPs / stock brokers, as the case may be, for the rectified data.

### **Withdrawal of the Issue**

Our Company in consultation with the BRLM, reserve the right to not to proceed with the Issue at any time before the Bid/ Issue Opening Date without assigning any reason thereof.

If our Company withdraws the Issue anytime after the Bid/ Issue Opening Date but before the allotment of Equity Shares, a public notice within 2 (two) working days of the Bid/ Issue Closing Date, providing reasons for not proceeding with the Issue shall be issued by our Company. The notice of withdrawal will be issued in the same newspapers where the pre- Issue advertisements have appeared and the Stock Exchange will also be informed promptly. The BRLM, through the Registrar to the Issue, will instruct the SCSBs to unblock the ASBA Accounts within 1 (one) working Day from the day of receipt of such instruction.

If our Company withdraws the Issue after the Bid/ Issue Closing Date and subsequently decides to proceed with an Issue of the Equity Shares, our Company will have to file a fresh Draft Red Herring Prospectus with the stock exchange where the Equity Shares may be proposed to be listed.



Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approvals of the Stock Exchange with respect to the Equity Shares issued through the Draft Red Herring Prospectus, which our Company will apply for only after Allotment; and (ii) the registration of Red Herring Prospectus/ Prospectus with RoC.

## Underwriting

The Company and the Book Running Lead Manager to the Issue hereby confirm that the Issue will be 100% Underwritten by the Underwriter Hem Securities Limited in the Capacity of underwriter to the issue.

Pursuant to the terms of the Underwriting Agreement dated December 27, 2023 entered into by Company, Underwriter, the obligations of the Underwriter are subject to certain conditions specified therein. The Details of the Underwriting commitments are as under:

Details of the Underwriter	No. of shares underwritten	Amount Underwritten(₹ in Mn)	% of Total Issue Size Underwritten
<b>Hem Securities Limited</b> <b>Address:</b> 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai 400013, India <b>Tel No.:</b> +91-22-4906 0000 <b>Email:</b> ib@hemsecurities.com <b>Investor Grievance Email:</b> redressal@hemsecurities.com <b>Website:</b> www.hemsecurities.com <b>Contact Person:</b> Mr. Rohit Sharma <b>SEBI Registration Number.:</b> INM000010981	60,48,000	[•]	100%

*\*Includes upto 3,04,000 Equity Shares of the Market Maker Reservation Portion which are to be subscribed by the Market Maker, Hem Finlease Private Limited in its own account in order to claim compliance with the requirements of Regulation 261 of the SEBI (ICDR) Regulations, 2018, as amended.*

In the opinion of the Board of Directors of our Company, the resources of the above mentioned Underwriter are sufficient to enable them to discharge their respective obligations in full.

## Change in Statutory Auditors during the last three (3) years

Except as stated below, there have been no changes in our Company's auditors in the last three (3) years:

Details of Statutory Auditor	Date of Change	Reason of Change
<b>V. D. SHUKLA &amp; CO.</b> <b>Chartered Accountants,</b> <b>Address:</b> 22, Aakruti Society, Satellite Road, Ahmedabad, Gujarat – 380 015. <b>Tel No.:</b> 079-26740078 <b>Email:</b> vdshuklaco1984@yahoo.com <b>Firm Registration No.:</b> 110240W <b>Contact Person:</b> Vimal D. Shukla <b>Membership No:</b> 036416	September 02, 2022	Resignation due to Pre-occupation of other assignment
<b>Bhalgami &amp; Rangani</b> <b>Chartered Accountants,</b> <b>Address:</b> 401, Anuj Complex, Opp Sardar Patel Seva Samaj Hal, Ahmedabad, Gujarat – 380 009 <b>Tel No.:</b> 09724408388 <b>Email:</b> cabhalgami@gmail.com <b>Firm Registration No.:</b> 136465W <b>Contact Person:</b> CA Mihir Bhalgami <b>Membership No:</b> 168024	September 30, 2022	Appointment
<b>Bhalgami &amp; Rangani</b> <b>Chartered Accountants,</b> <b>Address:</b> 401, Anuj Complex, Opp Sardar Patel Seva Samaj Hal, Ahmedabad, Gujarat – 380 009 <b>Tel No.:</b> 09724408388 <b>Email:</b> cabhalgami@gmail.com <b>Firm Registration No.:</b> 136465W <b>Contact Person:</b> CA Mihir Bhalgami <b>Membership No:</b> 168024	December 01, 2023	Resignation due to Pre-occupation of other assignment
<b>Patel Jain &amp; Associates</b> <b>Chartered Accountants,</b>	December 11, 2023	Appointment in case of casual vacancy

<b>Address:</b> 702, 7th Floor, Silicon Tower, B/h Samartheshwar, Mahadev, Nr. Law Garden, Ellisbridge, Ahmedabad, Gujarat – 380 006 <b>Tel No.:</b> 08460532385 <b>Email:</b> vivek@pateljain.com <b>Firm Registration No.:</b> 129797W <b>Contact Person:</b> Vivek Bhatt <b>Membership No.:</b> 193504		
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#### Details of the Market Making arrangement for this Issue

Our Company and the BRLM has entered into Market Making Agreement dated December 27, 2023 with the following Market Maker, to fulfill the obligations of Market Making for this issue:

<b>Name</b>	Hem Finlease Private Limited
<b>Correspondence Address</b>	203, Jaipur Tower, M I Road, Jaipur, Rajasthan 302001, India.
<b>Tel No.</b>	0141-4051000
<b>E-mail</b>	<a href="mailto:ib@hemsecurities.com">ib@hemsecurities.com</a>
<b>Website</b>	<a href="http://www.hemsecurities.com/">http://www.hemsecurities.com/</a>
<b>Contact Person</b>	Mr. Ashok Soni
<b>SEBI Registration No.</b>	INZ000167734
<b>NSE Market Maker Registration No.</b>	SMEMM0674109092020

The Market Maker shall fulfil the applicable obligations and conditions as specified in the SEBI (ICDR) Regulations, and its amendments from time to time and the circulars issued by the NSE and SEBI regarding this matter from time to time.

#### Following is a summary of the key details pertaining to the Market making arrangement:

- The Market Maker(s) (individually or jointly) shall be required to provide a 2-way quote for 75% of the time in a day. The same shall be monitored by the stock exchange. Further, the Market Maker(s) shall inform the exchange in advance for each and every black out period when the quotes are not being offered by the Market Maker(s).
- The prices quoted by Market Maker shall be in compliance with the Market Maker Spread Requirements and other particulars as specified or as per the requirements of the NSE Emerge (SME platform of NSE) and SEBI from time to time.
- The minimum depth of the quote shall be ₹1,00,000/-. However, the investors with holdings of value less than ₹ 1,00,000/- shall be allowed to offer their holding to the Market Maker(s) (individually or jointly) in that scrip provided that he sells his entire holding in that scrip in one lot along with a declaration to the effect to the selling broker.
- The Market Maker shall not sell in lots less than the minimum contract size allowed for trading on the SME platform of NSE (in this case currently the minimum trading lot size is [•] equity shares; however, the same may be changed by the SME platform of NSE from time to time).
- After a period of three (3) months from the market making period, the Market Maker would be exempted to provide quote if the Shares of Market Maker in our company reaches to 25% of Issue Size. Any Equity Shares allotted to Market Maker under this Issue over and above 25% of Issue Size would not be taken in to consideration of computing the threshold of 25% of Issue Size. As soon as the Shares of Market Maker in our Company reduces to 24% of Issue Size, the Market Maker will resume providing 2 way quotes.
- There shall be no exemption/ threshold on downside. However, in the event the Market Maker exhausts his inventory through market making process, NSE may intimate the same to SEBI after due verification.
- Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker(s), for the quotes given by him.
- There would not be more than five Market Makers for a script at any point of time and the Market Makers may compete with other Market Makers for better quotes to the investors.
- On the first day of the listing, there will be pre-opening session (call auction) and there after the trading will happen as per the equity market hours. The circuits will apply from the first day of the listing on the discovered price during the pre-open call auction.
- The Market maker may also be present in the opening call auction, but there is no obligation on him to do so.
- There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Exchange, while *force-majeure* will be applicable for non-controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.
- The Market Maker(s) shall have the right to terminate said arrangement by giving a 3 (three) months' notice or on mutually acceptable terms to the Merchant Banker, who shall then be responsible to appoint a replacement Market Maker(s) and execute a fresh arrangement. In case of termination of the above mentioned Market Making agreement prior to the completion of the compulsory Market Making period, it shall be the responsibility of the BRLM to arrange for another Market Maker in replacement during the term of the notice period being served by the Market Maker but prior to the date of releasing the existing Market Maker from its duties in order to ensure compliance with the requirements of regulation 261(1) of the SEBI (ICDR) Regulations, 2018, as amended. Further our Company and the BRLM reserve the right to appoint other Market Makers either as a replacement of the current Market Maker or as an additional Market Maker subject to the total number of Designated Market Makers does not exceed

five or as specified by the relevant laws and regulations applicable at that particular point of time. The Market Making Agreement is available for inspection at our office from 10.00 A.M. to 5.00 P.M. on working days.

- **Risk containment measures and monitoring for Market Makers:** SME portal of NSE will have all margins, which are applicable on NSE main board viz., Mark-to-Market, Value-At-Risk (VAR) Margin, Extreme Loss Margin, Special Margins and Base Minimum Capital etc. NSE can impose any other margins as deemed necessary from time-to-time.
- **Punitive Action in case of default by Market Makers:** NSE Emerge Exchange will monitor the obligations on a real time basis and punitive action will be initiated for any exceptions and/or non-compliances. Penalties/ fines may be imposed by the Exchange on the Market Maker, in case he is not able to provide the desired liquidity in a particular security as per the specified guidelines. These penalties/ fines will be set by the Exchange from time to time. The Exchange will impose a penalty on the Market Maker in case he is not present in the market (offering two way quotes) for at least 75% of the time. The nature of the penalty will be monetary as well as suspension in market making activities/ trading membership. The Department of Surveillance and Supervision of the Exchange would decide and publish the penalties/ fines/ suspension for any type of misconduct/ manipulation/ other irregularities by the Market Maker from time to time.
- **Price Band and Spreads:** The price band shall be 20% and the market maker spread (difference between the sell and the buy quote) shall be within 10% or as intimated by Exchange from time to time.
- Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27, 2012, limits on the upper side for market makers during market making process has been made applicable, based on the Issue size and as follows:

Issue Size	Buy quote exemption threshold (including mandatory initial inventory of 5% of the Issue Size)	Re-Entry threshold for buy quote (including mandatory initial inventory of 5% of the Issue Size)
Up to ₹20 Crore	25%	24%
₹20 to ₹50 Crore	20%	19%
₹50 to ₹80 Crore	15%	14%
Above ₹80 Crore	12%	11%

The SEBI Circular bearing reference no: CIR/MRD/DP/ 02/2012 dated January 20, 2012, has laid down that for issue size up to ₹ 250 crores, the applicable price bands for the first day shall be:

- i. In case equilibrium price is discovered in the Call Auction, the price band in the normal trading session shall be 5% of the equilibrium price.
- ii. In case equilibrium price is not discovered in the Call Auction, the price band in the normal trading session shall be 5% of the issue price.

In terms of Regulation 241 of the SEBI (ICDR) Regulations, 2018, the Equity Shares which are subject to lock-in shall carry inscription '**non-transferable**' along with the duration of specified non-transferable period mentioned in the face of the security certificate. The shares which are in dematerialized form, if any, shall be locked-in by the respective depositories. The details of lock-in of the Equity Shares shall also be provided to the Designated Stock Exchange before the listing of the Equity Shares.

#### **Other requirements in respect of lock-in:**

- i. In terms of Regulation 242 of the SEBI (ICDR) Regulations, the locked in Equity Shares held by the Promoters as specified above, can be pledged with any scheduled commercial bank or public financial institution or a systemically important non-banking finance company or a housing finance company as collateral security for loan granted by such bank or institution provided that the pledge of Equity Shares is one of the terms of the sanction of the loan. Provided that securities locked in as minimum promoter's contribution may be pledged only if, in addition to fulfilling the above requirements, the loan has been granted by such bank or institution, for the purpose of financing one or more of the objects of the Issue.
- ii. In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by persons other than the Promoters prior to the Issue may be transferred to any other person holding the Equity Shares which are locked in as per Regulation 239 of the SEBI (ICDR) Regulations, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable.
- iii. Further in terms of Regulation 243 of the SEBI (ICDR) Regulations, the specified securities held by the promoters and locked-in as per regulation 238 may be transferred to another promoters or any person of the promoter group or a new promoters or a person in control of the issuer subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable.

#### **Other confirmations**

1. Neither, we nor our Promoters, Directors and the BRLM to this Issue have entered into any buyback and/ or standby arrangements and/ or similar arrangements for the purchase of our Equity Shares from any person.
2. As on the date of this Draft Red Herring Prospectus, the entire Issued Share, Subscribed and Paid-up Share Capital of our Company is fully paid up. Since the entire issue price in respect of the issue is payable on application, all the successful applicants will be

allotted fully paid- up Equity shares.

3. The BRLM i.e. Hem Securities Limited and their associates do not hold any Equity Shares in our Company as on the date of filing of this Draft Red Herring Prospectus.
4. As on the date of this Draft Red Herring Prospectus, we do not have any Employees Stock Option Scheme / Employees Stock Purchase Scheme and we do not intend to allot any shares to our employees under Employee Stock Option Scheme/ Employee Stock Purchase Plan from the proposed issue. As and when, options are granted to our employees under the Employee Stock Option Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits) Regulations, 2014.
5. We have 7 (Seven) shareholders including 6 Individual Nominee of Corrtch International Limited as on the date of filing of this Draft Red Herring Prospectus.
6. As on the date of filing of this Draft Red Herring Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other instruments which would entitle Promoters or any shareholders or any other person any option to acquire our Equity Shares after this Initial Public Offer
7. Our Company has not raised any bridge loan against the proceeds of the Issue.
8. As on the date of this Draft Red Herring Prospectus, none of the shares held by our Promoters/ Promoter Group are subject to any pledge.
9. We here by confirm that there will be no further issue of capital whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from the date of the Draft Red Herring Prospectus until the Equity Shares offered have been listed or application money unblocked on account of failure of Issue.
10. None of our Equity Shares has been issued out of revaluation reserve created out of revaluation of assets.
11. An over-subscription to the extent of 1% of the Issue can be retained for the purpose of rounding off to the nearest integer during finalizing the allotment, subject to minimum allotment, which is the minimum application size in this Issue.
12. Consequently, the actual allotment may go up by a maximum of 1% of the Issue, as a result of which, the post-issue paid up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoters and subject to 3 year lock- in shall be suitably increased; so as to ensure that 20% of the post Issue paid-up capital is locked in.
13. Allocation to all categories shall be made on a proportionate basis subject to valid applications received at or above the Issue Price. Under subscription, if any, in any of the categories, would be allowed to be met with spill-over from any of the other categories or a combination of categories at the discretion of our Company in consultation with the BRLM and Designated Stock Exchange i.e. NSE. Such inter-se spill over, if any, would be affected in accordance with applicable laws, rules, regulations and guidelines.
14. In case of over-subscription in all categories the allocation in the issue shall be as per the requirements of Regulation 253 of SEBI (ICDR) Regulations, 2018 and its amendments from time to time.
15. At any given point of time there shall be only one denomination of the Equity Shares, unless otherwise permitted by law.
16. Our Company shall comply with such disclosure and accounting norms as may be specified by NSE, SEBI and other regulatory authorities from time to time.
17. There are no Equity Shares against which depository receipts have been issued.
18. Other than the Equity Shares, there is no other class of securities issued by our Company.
19. There are no safety net arrangements for this public issue.
20. As per RBI regulations, OCBs are not allowed to participate in this issue.
21. Our Promoters and Promoter Group will not participate in this Issue.
22. This Issue is being made through Book Building Method.
23. Our Company has not made any public issue of any kind or class of securities since its incorporation.
24. In terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended, (the SCRR) the Issue is being made for at least 25% of the post-issue paid-up Equity Share capital of our Company. Further, this Issue is being made in terms of Chapter

IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time.

25. No person connected with the Issue shall offer any incentive, whether direct or indirect, in the nature of discount, commission, and allowance, or otherwise, whether in cash, kind, services or otherwise, to any Applicant.

We shall ensure that transactions in Equity Shares by the Promoters and members of the Promoter Group, if any, between the date of filing the Red Herring Prospectus with the RoC and the Issue Closing Date are reported to the Stock Exchanges within 24 hours of such transactions being completed.

## CAPITAL STRUCTURE

Set forth below are the details of the Equity Share Capital of our Company as on the date of this Draft Red Herring Prospectus:

(₹ in Mn, except share data)			
Sr. No.	Particulars	Aggregate Value at Face Value	Aggregate Value at Issue Price
A	Authorized Share Capital 2,50,00,000 Equity Shares having Face Value of ₹ 10/- each	250.0	-
B	Issued, Subscribed & Paid-up Share Capital prior to the Issue 1,68,00,000 Equity Shares having Face Value of ₹10/- each	168.0	-
C	Present Issue in terms of this Draft Red Herring Prospectus* Upto 60,48,000 Equity Shares having Face Value of ₹ 10/- each at a price of ₹ [●] per share	604.8	[●]
	<b>Which comprises of:</b>		
	<b>Reservation for Market Maker Portion</b> Upto 3,04,000 Equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share reserved as Market Maker Portion	30.4	[●]
	<b>Employee Reservation portion**</b> [●] Equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share reserved as Employee Reservation Portion	[●]	[●]
D	<b>Net Issue to Public</b> Net Issue to Public of [●] Equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share to the Public	[●]	[●]
	<b>Out of which</b>		
	i. At least [●] Equity Shares aggregating up to Rs. [●] Mn will be available for allocation to Retail Individual Investors	[●]	[●]
	ii. At least [●] Equity Shares aggregating up to Rs. [●] Mn will be available for allocation to Non-Institutional Investors	[●]	[●]
	iii. Not more than [●] Equity Shares aggregating up to Rs. [●] Mn will be available for allocation to Qualified Institutional Buyers	[●]	[●]
E	<b>Issued, Subscribed and Paid-up Equity Share Capital after the Issue</b> [●] Equity Shares of face value of ₹10/- each		[●]
F	<b>Securities Premium Account</b>		
	Before the Issue (as on date of this Draft Red Herring Prospectus)		Nil
	After the Issue		[●]

\*The Present Issue of upto 60,48,000 Equity Shares in terms of this Draft Red Herring Prospectus has been authorized pursuant to a resolution of our Board of Directors dated December 08, 2023 and by special resolution passed under Section 62(1)(c) of the Companies Act, 2013 at an Extra Ordinary General Meeting of the members held on December 11, 2023.

\*\*Employee Reservation Portion by an Eligible Employee shall not exceed ₹500,000 (net of Employee Discount, if any). However, the initial Allotment to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹ 200,000 (net of Employee Discount, if any) in value. Only in the event of an under-subscription in the Employee Reservation Portion post the initial allotment, such unsubscribed portion may be Allotted on a proportionate basis to Eligible Employees Bidding in the Employee Reservation Portion, for a value in excess of ₹200,000 (net of Employee Discount, if any), subject to the total Allotment to an Eligible Employee not exceeding ₹500,000 (net of Employee Discount, if any) in value. Our Company, in consultation with the BRLMs, may offer an Employee Discount, if any, of up to [●] % to the Issue Price (equivalent to ₹ [●] per Equity Share) to Eligible Employees, which shall be announced at least two Working Days prior to the Bid/Issue Opening Date.

### Classes of Shares:

Our Company has only one class of share capital i.e., Equity Shares of face value of ₹ 10/- each only. All the issued Equity Shares are fully paid-up. Our Company has no outstanding convertible instruments as on the date of this Draft Red Herring Prospectus.

### NOTES TO THE CAPITAL STRUCTURE:

#### 1. Changes in Authorized Equity Share Capital of our Company:

Sr. No.	Particulars	Cumulative No. of Equity Shares	Face Value of Equity Share	Cumulative Authorized Share Capital (₹ in Mn)	Date of Meeting	Whether AGM/ EGM
1.	On incorporation	10,00,000	10/-	100.0	On Incorporation	N.A.

2.	Increase in Authorized Share Capital from ₹100.00 Lakh to ₹400.00 Lakhs	40,00,000	10/-	400.0	October 31, 2008	EGM
3.	Increase in Authorized Share Capital from ₹400.00 Lakhs to ₹2,500.00 Lakhs	2,50,00,000	10/-	250.0	November 01, 2023	EGM

## 2. Equity Share Capital History of our Company:

a) The following table sets forth details of the history of the Equity Share capital of our Company:

Date of Allotment of Equity Shares	No. of Equity Shares allotted	Face Value (₹)	Issue Price (including Premium if applicable) (₹)	Consideration Cash/ Other than Cash	Nature of Allotment	Cumulative No. of Equity Shares	Cumulative Securities Premium (₹)*	Cumulative Paid up Capital (₹)
Upon Incorporation	7,000	10/-	10/-	Cash	Subscription to MOA <sup>(i)</sup>	7,000	-	70,000
February 27, 2002	45,000	10/-	10/-	Cash	Further Issue <sup>(ii)</sup>	52,000	-	5,20,000
September 28, 2004	9,48,000	10/-	10/-	Cash	Further Issue <sup>(iii)</sup>	10,00,000	-	1,00,00,000
November 06, 2008	11,00,000	10/-	50/-	Cash	Further Issue <sup>(iv)</sup>	21,00,000	4,40,00,000	21,00,00,000
November 06, 2023	1,47,00,000	10/-	Nil	Nil	Bonus Issue in the ratio of 7:1	1,68,00,000	-	16,80,00,000

All the above-mentioned shares are fully paid up since the date of allotment.

(i) Initial Subscribers to the Memorandum of Association subscribed 7,000 Equity Shares of Face Value of ₹ 10/- each, details of which are given below:

Sr. No.	Name of Subscribers	Number of Shares Subscribed
1.	Indrasen J. Mittal	1,000
2.	Amit Indrasen Mittal	1,000
3.	Sandeep Indrasen Mittal	1,000
4.	Kavita Amitbhai Mittal	1,000
5.	Manju V. Mittal	1,000
6.	Harini S. Mittal	1,000
7.	Shailesh Javia	1,000
	Total	7,000

(ii) Further issue of 45,000 Equity Shares of Face Value of ₹ 10/- each as per details given below:

Sr. No.	Name of Allottees	Number of Shares Allotted
1.	Indrasen J. Mittal	9,000
2.	Amit Indrasen Mittal	9,000
3.	Sandeep Indrasen Mittal	9,000
4.	Kavita Amitbhai Mittal	9,000
5.	Harini S. Mittal	9,000
	Total	45,000

(iii) Further issue of 9,48,000 Equity Shares of Face Value of ₹ 10/- each as per details given below:

Sr. No.	Name of Allottees	Number of Shares Allotted
1.	Amit Indrasen Mittal	2,500
2.	Sandeep Indrasen Mittal	5,000
3.	Kavita Amitbhai Mittal	2,500
4.	IEC Projects Limited	9,38,000
	Total	9,48,000



(iv) Issue of 11,00,000 Equity Shares of Face Value of ₹ 10/- each as per details given below:

Sr. No.	Name of Allottee	Number of Shares Allotted
1.	Corrtech International Limited	11,00,000
	Total	11,00,000

(v) Bonus issue of 1,47,00,000 Equity Shares of Face Value of ₹ 10/-each in the ratio of 7:1 i.e. Seven (7) Bonus Equity Share for every One (1) Equity Shares held by shareholders. (refer point no. 4 below for allottee list).

- b) As on the date of this Draft Red Herring Prospectus, our Company does not have any Preference Share Capital.
3. The Company has not issued any Equity Share in the last two years preceding the date of the Draft Red Herring Prospectus.
4. The Company has not issued any Equity Shares for consideration other than cash.

Except as set out below we have not issued Equity Shares for consideration other than cash:

Date of Allotment	Number of Equity Shares	Face Value (₹)	Issue Price (₹)	Reason of Allotment	Benefits Accrued to Our Company	Name of Allottee	No. of Shares allotted
November 06, 2023	1,47,00,000	10/-	Nil	Bonus Issue in the ratio of 7:1	Capitalization of Reserves & Surplus*	Corrtech International Limited	1,47,00,000
						Total	1,47,00,000

\*Above allotment of shares has been made out of Reserve & Surplus available for distribution to shareholders and no part of revaluation reserve has been utilized for the purpose.

5. No Equity Shares have been allotted pursuant to any scheme approved under sections 230-234 of the Companies Act, 2013 or under the erstwhile corresponding provisions of the Companies Act, 1956.
6. Our Company has not issued any shares pursuant to an Employee Stock Option Scheme.
7. Our Company has not issued Equity shares at price below the Issue price within last one year from the date of the Draft Red Herring Prospectus.
8. We have not revalued our assets since inception and have not issued any Equity Shares (including bonus shares) by capitalizing any revaluation reserves.
9. **Shareholding Pattern of the Company**

The table below represents the shareholding pattern of our Company in accordance with Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as on the date of this Draft Red Herring Prospectus:

**I - Our Shareholding Pattern:-**

Category	Category of shareholder	No. of shareholders	No. of fully paid-up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities*				No. of Shares Underlying Outstanding convertible	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) As a % of (A+B+C2)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
								Class Equity Shares of ₹10/- each^	Classes eg: y	Total								
I	II	III	IV	V	VI	VII = IV+V+VI	VIII	IX				X	XI=VII+X	XII	XIII	XIV		
(A)	Promoters & Promoter Group	7*	1,68,00,000	-	-	1,68,00,000	100.00	1,68,00,000	-	1,68,00,000	100.00	-	100.00	-	-	-	1,68,00,000	
(B)	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C)	Non Promoter-Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
(C2)	Shares held by Emp. Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
	<b>Total</b>	7*	<b>1,68,00,000</b>	-	-	<b>1,68,00,000</b>	<b>100.00</b>	<b>1,68,00,000</b>	-	<b>1,68,00,000</b>	<b>100.00</b>	-	<b>100.00</b>	-	-	-	<b>1,68,00,000</b>	

\*7 members includes Corrttech International Limited and 6 Individual Nominees named as Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Prashant Sandeep Mittal and Mittal Pankajkumar Shah. All Nominees holds 1 share each in name Corrttech International Limited.

The term "Encumbrance" has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

**Notes:**

- As on date of this Draft Red Herring Prospectus 1 Equity share holds 1 vote.
- We have only one class of Equity Shares of face value of ₹ 10/- each.

- *We have entered into tripartite agreement dated December 22, 2023 and July 03, 2019 with CDSL & NSDL respectively.*
- *Our Company will file the shareholding pattern in the form prescribed under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, one day prior to the listing of the Equity shares. The shareholding pattern will be uploaded on the Website of the NSE before commencement of trading of such Equity Shares*

10. **List of Shareholders of the Company holding 1% or more of the paid up Share Capital of the Company:-**

a) As on the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Names of Shareholders	Shares held (Face Value of ₹ 10 each)	% Pre-Issue paid up Share Capital
1.	Corrtech International Limited*	1,68,00,000	100.00
	<b>Total</b>	<b>1,68,00,000</b>	<b>100.00</b>

\*6 individual Nominees namely, Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Prashant Sandeep Mittal and Mittal Pankajkumar Shah holds 1 equity share each in name Corrtech International Limited.

b) Ten days prior to the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Names of Shareholders	Shares held (Face Value of ₹ 10 each)	% Pre-Issue paid up Share Capital
1.	Corrtech International Limited	1,68,00,000	100.00
	<b>Total</b>	<b>1,68,00,000</b>	<b>100.00</b>

\*6 individual Nominees namely, Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Prashant Sandeep Mittal and Mittal Pankajkumar Shah holds 1 equity share each in name Corrtech International Limited.

c) One Year prior to the date of filing of this Draft Red Herring Prospectus

Sr. No.	Names of Shareholders	Shares held (Face Value of ₹ 10 each)	% Pre-Issue paid up Share Capital
1.	Corrtech International Limited	20,99,994	100.00
2.	Sandeep Indrasen Mittal <sup>#</sup>	1	Negligible
3.	Amit Indrasen Mittal <sup>#</sup>	1	Negligible
4.	Kavita Amitbhai Mittal <sup>#</sup>	1	Negligible
5.	Harini Mittal <sup>#</sup>	1	Negligible
6.	Shailesh Javia <sup>#</sup>	1	Negligible
7.	Yogesh Trivedi <sup>#</sup>	1	Negligible
	<b>Total</b>	<b>21,00,000</b>	<b>100.00</b>

<sup>#</sup> Holding the Equity shares as Nominees of Corrtech International Limited.

\*Details of shares held on February 15, 2023 and percentage held has been calculated based on the paid-up capital of our Company as on February 15, 2023.

d) Two Years prior to the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Names of Shareholders	Shares held (Face Value of ₹ 10 each)	% Pre-Issue paid up Share Capital
1.	Corrtech International Limited	20,99,994	100.00
2.	Sandeep Indrasen Mittal <sup>#</sup>	1	Negligible
3.	Amit Indrasen Mittal <sup>#</sup>	1	Negligible
4.	Kavita Amitbhai Mittal <sup>#</sup>	1	Negligible
5.	Harini Mittal <sup>#</sup>	1	Negligible
6.	Shailesh Javia <sup>#</sup>	1	Negligible
7.	Yogesh Trivedi <sup>#</sup>	1	Negligible
	<b>Total</b>	<b>21,00,000</b>	<b>100.00</b>

<sup>#</sup>Holding the Equity shares as Nominees of Corrtech International Limited.

\*Details of shares held on February 15, 2022 and percentage held has been calculated based on the paid-up capital of our Company as on February 15, 2022.

11. Our Company has not made any Initial Public Offer of specified securities in the preceding two years.

12. There will be no further issue of capital, whether by way of issue of bonus shares, preferential allotment, Right issue or in any other manner during the period commencing from the date of the Draft Red Herring Prospectus until the Equity Shares of our Company have been listed or application money unblocked on account of failure of Issue. Further, our Company does not intend to alter its capital structure within six months from the date of opening of the offer, by way of split/ consolidation of the denomination of Equity Shares. However, our Company may further issue Equity shares (including issue of securities convertible into Equity Shares) whether preferential or otherwise after the date of the listing of equity shares to finance an acquisition, merger or joint venture or for regulatory compliance or such other scheme of arrangement or any other purpose as the Board of Directors may deem fit, if an opportunity of such nature is determined by the Board of Directors to be in the interest of our Company.

13. **Capital Build-up in respect of Shareholding of our Promoters**

As on the date of this Draft Red Herring Prospectus, Our Promoter Corrttech International Limited hold 1,68,00,000 Equity Shares which includes 6 shares held by 6 individual nominees of Corrttech International Limited named as Sandeep Indrasen Mittal, Amit Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Mittal Pankaj Kumar Shah and Prashant Sandeep Mittal. None of the Equity Shares held by our Promoters is subject to any pledge.

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

Date of Allotment and made fully paid up/ Transfer	No. of Equity Shares	Face Value Per Share (₹)	Issue/ Acquisition/ Transfer Price (₹)	Consideration	Nature of Issue	Pre-Issue Shareholding %	Post-Issue Shareholding %
<b>Corrttech International Limited</b>							
February 15, 2008	10,00,000	10	10	Cash	Acquisition of Share by way of Transfer <sup>(i)</sup>	5.95	[●]
November 06, 2008	11,00,000	10	50	Cash	Further Issue of shares	6.55	[●]
November 06, 2023	1,47,00,000	10	Nil	Other than Cash	Bonus Issue of Shares in Ratio of 7:1	87.50	[●]
<b>Total (A)</b>	<b>1,68,00,000</b>					<b>100.00</b>	<b>[●]</b>
<b>IEC Projects Limited</b>							
September 28, 2004	9,38,000	10	10	Cash	Further Issue of Shares	5.58	[●]
February 15, 2008	(9,38,000)	10	10	Cash	Transfer of Shares <sup>(ii)</sup>	(5.58)	[●]
<b>Total (B)</b>	<b>0.00</b>					<b>0.00</b>	<b>[●]</b>
<b>Sandeep Indrasen Mittal</b>							
May 02, 2000	1,000	10	10	Cash	Subscription to MOA	Negligible	[●]
February 27, 2002	9,000	10	10	Cash	Further Issue of Shares	Negligible	[●]
September 28, 2004	5,000	10	10	Cash	Further Issue of Shares	Negligible	[●]
March 31, 2007	500	10	10	Cash	Acquisition of Shares by way of Transfer of Shares <sup>(iii)</sup>	Negligible	[●]
February 15, 2008	(15,500)	10	10	Cash	Transfer of Shares <sup>(iv)</sup>	Negligible	[●]
<b>Total (C)</b>	<b>0.00</b>					<b>0.00</b>	<b>[●]</b>
<b>Amit Indrasen Mittal</b>							
May 02, 2000	1,000	10	10	Cash	Subscription to MOA	Negligible	[●]
February 27, 2002	9,000	10	10	Cash	Further Issue of Shares	Negligible	[●]
September 28, 2004	2,500	10	10	Cash	Further Issue of Shares	Negligible	[●]
March 31, 2007	500	10	10	Cash	Acquisition of Shares by way of Transfer of Shares <sup>(v)</sup>	Negligible	[●]
February 15, 2008	(13,000)	10	10	Cash	Transfer of Shares <sup>(vi)</sup>	Negligible	[●]
<b>Total (D)</b>	<b>0.00</b>					<b>0.00</b>	<b>[●]</b>
<b>Grand Total</b>	<b>1,68,00,000</b>					<b>100.00</b>	

Note: None of the Shares has been pledged by our Promoters.

i. Details of transfer of shares by Corrttech International Limited by way of transfer of 10,00,000 equity shares.

Sr. No.	Date of Transfer	Name of Transferor	No. of Share Transfer
1.	February 15, 2008	Shashibala Mittal	10,000
2.		Amit Mittal	13,000
3.		Sandeep Mittal	15,500
4.		Kavita Mittal	12,500
5.		Harini Mittal	10,000
6.		IEC Projects Ltd.	9,38,000
7.		Shailesh Javia*	1,000
		<b>Total</b>	<b>10,00,000</b>

\*994 Shares of Shailesh Javia has transferred to Corrttech International Limited and 6 shares transferred to other individuals including Sandeep I. Mittal, Amit Mittal, Kavita Mittal on behalf of Corrttech International Limited.

ii. Details of Disposal of Shares by IEC Projects Limited by way of transfer of 9,38,000 equity shares.

Sr. No.	Date of Transfer	Name of Transferee	No. of Share Transfer
1.	February 15, 2008	Corrttech International Limited	9,38,000
		<b>Total</b>	<b>9,38,000</b>

iii. Details of Acquisition of Shares by Sandeep Indrasen Mittal by way of transfer of 500 equity shares.

Sr. No.	Date of Transfer	Name of Transferor	No. of Share Transfer
1.	March 31, 2007	Manju V. Mittal	500
		<b>Total</b>	<b>500</b>

iv. Details of Disposal of shares by Sandeep Indrasen Mittal by way of transfer of 15,500 equity shares.

Sr. No.	Date of Transfer	Name of Transferee	No. of Share Transfer
1.	February 15, 2008	Corrttech International Limited	15,500
		<b>Total</b>	<b>15,500</b>

v. Details of Acquisition of Shares by Amit Indrasen Mittal by way of transfer of 500 equity shares.

Sr. No.	Date of Transfer	Name of Transferor	No. of Share Transfer
1.	March 31, 2007	Manju V. Mittal	500
		<b>Total</b>	<b>500</b>

vi. Details of Disposal of shares by Amit Indrasen Mittal by way of transfer of 13,000 equity shares.

Sr. No.	Date of Transfer	Name of Transferee	No. of Share Transfer
1.	February 15, 2008	Corrttech International Limited	13,000
		<b>Total</b>	<b>13,000</b>

14. The average cost of acquisition or subscription of shares by our Promoters is set forth in the table below:

Sr. No.	Name of the Promoters	No. of Shares held	Average cost of Acquisition (in ₹)
1.	Corrttech International Limited	1,68,00,000	3.87

\*Includes 6 share held by 6 individual nominees of Corrttech International Limited.

15. Shareholding of Promoters & Promoter Group

Following are the details of pre and post Issue shareholding of persons belonging to the category “Promoters and Promoter Group”:

Sr. No	Names	Pre IPO		Post IPO	
		Shares Held	% Shares Held	Shares Held	% Shares Held
	<b>Promoters</b>				
1.	Corrttech International Limited	1,68,00,000	100.00	1,68,00,000	100.00
	<b>Total</b>	<b>1,68,00,000</b>	<b>100.00</b>	<b>1,68,00,000</b>	<b>100.00</b>

\*As on date of this DRHP, our Company is a Wholly owned Subsidiary of Corrttech International Limited. In order to meet the requirement of minimum seven members, six other members, namely, Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Anant A. Mittal, Prashant Sandeep Mittal and Mittal Pankajkumar Shah holds 1 equity share each of Corrttech International Limited as Nominee shareholder.

16. Except as provided below, no Equity Shares were acquired/ purchased/ sold by the Promoters and Promoter Group, Directors and their immediate relatives within six months immediately preceding the date of filing of this Draft Red Herring Prospectus.

Date of Allotment/ Transfer	Name of Shareholder	No. of Equity Share	% of Pre issue Capital	Allotment/ Acquire/ Transfer	Category of Allottees (Promoters/ Promoter Group/ Director)
November 06, 2023	Corrtech International Limited	1,47,00,000	87.50	Bonus issue in ratio of 7:1	Promoter

17. None of our Promoters, Promoter Group, our Directors and their relatives has entered into any financing arrangement or financed the purchase of the Equity Shares of our Company by any other person during the period of six months immediately preceding the date of filing of the Draft Red Herring Prospectus.

#### 18. Details of Promoters' Contribution Locked-in for Three Years

Pursuant to Regulation 236 and 238 of SEBI (ICDR) Regulations, 2018, an aggregate of 20.00% of the post issue capital held by our Promoters shall be considered as Promoter's Contribution ("**Promoters Contribution**") and shall be locked-in for a period of three years from the date of allotment of Equity shares issued pursuant to this Issue. The lock in of Promoter's Contribution would be created as per applicable law and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

As on the date of this Draft Red Herring Prospectus, our Promoters hold 1,68,00,000 Equity Shares constituting [●]% of the Post-Issued, subscribed and paid up Equity Share Capital of our Company, which are eligible for the Promoters' contribution.

Our Promoter, Corrtech International Limited has given written consent to include its 45,80,000 Equity Shares held and subscribed in its name as part of Promoters Contribution constituting 20.05% of the post issue Equity Shares of our Company. Further, Corrtech International Limited has agreed not to sell or transfer or pledge or otherwise dispose of in any manner, the Promoters contribution, for a period of three years from the date of allotment in the Issue.

Date of Allotment/ Transfer and made fully Paid Up	No. of Equity Shares locked-in	Face Value Per Share (₹)	Issue/ Acquisition/ Transfer Price (₹)	Nature of transaction	Post-Issue Shareholding %	Lock in Period
<b>Corrtech International Limited</b>						
November 06, 2023	45,80,000	10	Nil	Bonus Issue in ratio of 7:1	[●]	3 years
Total	45,80,000				[●]	

The minimum Promoter's contribution has been brought in to the extent of not less than the specified minimum lot and from persons defined as "**Promoter**" under the SEBI (ICDR) Regulations. All Equity Shares, which are being locked in are not ineligible for computation of Minimum Promoters Contribution as per Regulation 237 of the SEBI (ICDR) Regulations and are being locked in for 3 years as per Regulation 238(a) of the SEBI (ICDR) Regulations i.e., for a period of three years from the date of allotment of Equity Shares in this issue.

The entire pre-issue shareholding of the Promoters and Promoter Group, other than the Minimum Promoters contribution which is locked in for three years, shall be locked in for a period of one year from the date of allotment in this Issue.

#### Eligibility of Share for "Minimum Promoters Contribution in terms of clauses of Regulation 237(1) of SEBI (ICDR) Regulations, 2018

Reg. No.	Promoters' Minimum Contribution Conditions	Eligibility Status of Equity Shares forming part of Promoter's Contribution
237(1) (a) (i)	Specified securities acquired during the preceding three years, if they are acquired for consideration other than cash and revaluation of assets or capitalization of intangible assets is involved in such transaction	The minimum Promoter's contribution does not consist of such Equity Shares. Hence Eligible
237 (1) (a) (ii)	Specified securities acquired during the preceding three years, resulting from a bonus issue by utilization of revaluation reserves or unrealized profits of the issuer or from bonus issue against Equity Shares which are ineligible for minimum promoters' contribution	The minimum Promoter's contribution does not consist of such Equity Shares. Hence Eligible
237 (1) (b)	Specified securities acquired by promoters during the preceding one year at a price lower than the price at which	The minimum Promoter's contribution does not consist of such Equity Shares. Hence Eligible.



Reg. No.	Promoters' Minimum Contribution Conditions	Eligibility Status of Equity Shares forming part of Promoter's Contribution
	specified securities are being offered to public in the initial public offer	
237(1) (c)	Specified securities allotted to promoters during the preceding one year at a price less than the issue price, against funds brought in by them during that period, in case of an issuer formed by conversion of one or more partnership firms, where the partners of the erstwhile partnership firms are the promoters of the issuer and there is no change in the management: Provided that specified securities, allotted to promoters against capital existing in such firms for a period of more than one year on a continuous basis, shall be eligible	The minimum Promoter's contribution does not consist of such Equity Shares. Hence Eligible.
237 (1) (d)	Specified securities pledged with any creditor.	Our Promoters have not Pledged any shares with any creditors. Accordingly, the minimum Promoter's contribution does not consist of such Equity Shares. Hence Eligible.

#### Details of Promoters' Contribution Locked-in for One Year

In terms of Regulation 238(b) and 239 of the SEBI (ICDR) Regulations, 2018, in addition to the Minimum Promoters contribution which is locked in for three years, as specified above, the entire pre-issue equity share capital constituting 1,22,20,000 Equity Shares shall be locked in for a period of one year from the date of allotment of Equity Shares in this Issue.

In terms of Regulation 241 of the SEBI (ICDR) Regulations, 2018, the Equity Shares which are subject to lock-in shall carry inscription '**non-transferable**' along with the Ratio of specified non-transferable period mentioned in the face of the security certificate. The shares which are in dematerialized form, if any, shall be locked-in by the respective depositories. The details of lock-in of the Equity Shares shall also be provided to the Designated Stock Exchange before the listing of the Equity Shares.

#### Other requirements in respect of lock-in:

- a) In terms of Regulation 242 of the SEBI (ICDR) Regulations, the locked in Equity Shares held by the Promoters, as specified above, can be pledged with any scheduled commercial bank or public financial institution or a systemically important non-banking finance company or a housing finance company as collateral security for loan granted by such bank or institution provided that the pledge of Equity Shares is one of the terms of the sanction of the loan. Provided that securities locked in as minimum promoter's contribution may be pledged only if, in addition to fulfilling the above requirements, the loan has been granted by such bank or institution, for the purpose of financing one or more of the objects of the Issue.
  - b) In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by persons other than the Promoters prior to the Issue may be transferred to any other person holding the Equity Shares which are locked in as per Regulation 239 of the SEBI (ICDR) Regulations, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable.
  - c) Further in terms of Regulation 243 of the SEBI (ICDR) Regulations, the specified securities held by the promoters and locked-in as per regulation 238 may be transferred to other promoters or any person of the Promoter Group or a new promoter or a person in control of the issuer subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable.
19. Neither, we nor our Promoters, Directors and the BRLM to this Issue have entered into any buyback and/ or standby arrangements and/ or similar arrangements for the purchase of our Equity Shares from any person.
  20. As on the date of this Draft Red Herring Prospectus, the entire Issued Share, Subscribed and Paid-up Share Capital of our Company is fully paid up. Since the entire issue price in respect of the issue is payable on application, all the successful applicants will be allotted fully paid-up Equity Shares.
  21. The BRLM i.e., Hem Securities Limited and their associates do not hold any Equity Shares in our Company as on the date of filing of this Draft Red Herring Prospectus.
  22. As on the date of this Draft Red Herring Prospectus, we do not have any Employees Stock Option Scheme/ Employees Stock Purchase Scheme and we do not intend to allot any shares to our employees under Employee Stock Option Scheme/ Employee Stock Purchase Plan from the proposed issue. As and when, options are granted to our employees under the Employee Stock Option Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits) Regulations, 2014.

23. We have 7 (Seven) shareholders including 6 Individual Nominee of Corrttech International Limited as on the date of filing of this Draft Red Herring Prospectus.
24. As on the date of filing of this Draft Red Herring Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other instruments which would entitle Promoters or any shareholders or any other person any option to acquire our Equity Shares after this Initial Public Offer
25. Our Company has not raised any bridge loan against the proceeds of the Issue.
26. As on the date of this Draft Red Herring Prospectus, none of the shares held by our Promoters/ Promoter Group are subject to any pledge.
27. We here by confirm that there will be no further issue of capital whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from the date of the Draft Red Herring Prospectus until the Equity Shares offered have been listed or application money unblocked on account of failure of Issue.
28. An over-subscription to the extent of 1% of the Issue, subject to the maximum post issue paid up capital of ₹ 25 Cr., can be retained for the purpose of rounding off to the nearest integer during finalizing the allotment, subject to minimum allotment, which is the minimum application size in this Issue. Consequently, the actual allotment may go up by a maximum of 1% of the Issue, as a result of which, the post-issue paid up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoter and subject to 3-year lock- in shall be suitably increased; so as to ensure that 20% of the post Issue paid-up capital is locked in.
29. At any given point of time there shall be only one denomination of the Equity Shares, unless otherwise permitted by law.
30. Our Company shall comply with such disclosure and accounting norms as may be specified by NSE, SEBI and other regulatory authorities from time to time.
31. There are no Equity Shares against which depository receipts have been issued.
32. Other than the Equity Shares, there is no other class of securities issued by our Company.
33. There are no safety net arrangements for this public issue.
34. As per RBI regulations, OCBs are not allowed to participate in this issue.
35. Our Promoters and Promoter Group will not participate in this Issue.
36. This Issue is being made through Book Building Method.
37. Our Company has not made any public issue of any kind or class of securities since its incorporation.
38. In terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended, (the SCRR) the Issue is being made for at least 25% of the post-issue paid-up Equity Share capital of our Company. Further, this Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time.
39. No person connected with the Issue shall offer any incentive, whether direct or indirect, in the nature of discount, commission, and allowance, or otherwise, whether in cash, kind, services or otherwise, to any Applicant.
40. We shall ensure that transactions in Equity Shares by the Promoters and members of the Promoter Group, if any, between the date of filing the Prospectus with the Registrar of companies and the Bid/Issue Closing Date are reported to the Stock Exchanges within 24 hours of such transactions being completed.
41. Eligible Employees bidding in the Employee Reservation Portion must ensure that the Bid Amount does not exceed ₹ 500,000. Unless the Employee Reservation Portion is undersubscribed, the value of allocation to an Eligible Employee shall not exceed ₹ 200,000. In the event of undersubscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees for value exceeding ₹ 200,000 upto ₹ 500,000. Any unsubscribed portion remaining in the Employee Reservation Portion shall be added to the Net Issue to the public. For further details, please see the section entitled **“Issue Structure”** on page 281 of this Draft Red Herring Prospectus.

## OBJECTS OF THE ISSUE

The issue comprises of a fresh Issue of up to 60,48,000 Equity Shares of our Company at an Issue Price of INR [●] per Equity Share.

We intend to utilize the net proceeds of the Issue to meet the following objects: -

1. Funding of capital expenditure towards installation of additional plant and machinery in the existing Gas turbine & aero-engine components manufacturing unit;
2. Funding of capital expenditure towards heavy construction equipment and machineries for O&G segment;
3. To meet working capital requirements;
4. General corporate purpose

*(Collectively referred as the “Objects”)*

We believe that listing will enhance our corporate image and visibility of brand name of our Company. We also believe that our Company will receive the benefits from listing of Equity Shares on the NSE Emerge (SME Platform of NSE). It will also provide liquidity to the existing shareholders and will also create a public trading market for the Equity Shares of our Company.

### **Net Proceeds**

The details of the Net Proceeds are set forth below:

<b>Particulars</b>	<b>Amt (INR in Mn)</b>
Gross Proceeds of the Issue	[●]
Less: Issue related expenses in relation to Issue*	[●]
<b>Net Proceeds</b>	<b>[●]</b>

\* To be finalized upon determination of the Issue price and will be updated in the prospectus prior to filing with the RoC.

### **Requirement of Funds and Utilization of Net Proceeds**

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

<b>Sr. No</b>	<b>Particulars</b>	<b>Amt (INR in Mn)</b>
1.	Funding of capital expenditure towards installation of additional plant and machinery in the existing Gas turbine & aero-engine components manufacturing unit	130.86
2.	Funding of capital expenditure towards heavy construction equipment and machineries for O&G segment;	110.95
3.	To meet Working Capital requirements	[●]
4.	General Corporate Purpose*	[●]
	<b>Total</b>	<b>[●]</b>

\* To be finalized upon determination of the Issue price and updated in the prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.

Our fund requirements and deployment thereof are based on internal management estimates of our current business plans and havenot been appraised by any bank or financial institution. These are based on current conditions and are subject to change in light of changes in external circumstances or costs or in other financial conditions, business strategy, as discussed further below.

### **Means of Finance**

We intend to finance our Objects of Issue through Net Issue Proceeds which is as follows:

<b>Particulars</b>	<b>Amt (INR in Mn)</b>
Net Issue Proceeds	[●]
<b>Total</b>	<b>[●]</b>

*Since, the entire fund requirement are to be funded from the proceeds of the Issue, there is no requirement to make firm arrangements of finance under Regulation 230(1)(e) of the SEBI ICDR Regulations through verifiable means towards at*

least 75% of the stated means of finance, excluding the amounts to be raised through the proposed Issue.

Subject to applicable law, if the actual utilization towards the Objects is lower than the proposed deployment, such balance will be used for general corporate purposes to the extent that the total amount to be utilized towards general corporate purposes will not exceed 25% of the Gross Proceeds in accordance with Regulation 7(2) of the SEBI ICDR Regulations. In case of a shortfall in raising the requisite capital from the Net Proceeds or an increase in the total estimated cost of the Objects, business considerations may require us to explore a range of options including utilizing our internal accruals and seeking additional debt from existing and/or future lenders. We believe that such alternate arrangements would be available to fund any such shortfalls. Further, in case of variations in the actual utilization of funds earmarked for the purpose set forth above, increased funding requirements for a particular purpose may be financed by surplus funds, if any, available in respect of other purposes for which funds are being raised in the Fresh Issue. Any variation in the utilization of the Net Proceeds as disclosed in this Draft Red Herring Prospectus shall be subject to certain compliance requirements, including prior approval of the shareholders of our Company. The Objects may be varied in the manner provided in **“Objects of the Issue – Variation in Objects”** on page 74

As we operate in competitive environment, our Company may have to revise its business plan from time to time and consequently our fund requirements may also change. Our Company’s historical expenditure may not be reflective of our future expenditure plans. Our Company may have to revise its estimated costs, fund allocation and fund requirements owing to various factors such as economic and business conditions, increased competition and other external factors which may not be within the control of our management. This may entail rescheduling or revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of the Company’s management.

For further details on the risks involved in our business plans and executing our business strategies, please see the section titled **“Risk Factors”** beginning on page 26 of the Draft Red Herring Prospectus.

#### **Details of Utilization of Net Proceeds**

The details of utilization of the Net Proceeds are set forth herein below:

#### **1. Funding of capital expenditure towards purchase of additional plant and machinery for usage in the existing Gas turbine & aero-engine components manufacturing unit**

Our Company intends to enhance its existing manufacturing capabilities of gas turbine components and aero-engine components through investment in additional plant & machineries and related software. These assets will be positioned at our existing manufacturing unit located at Changodar, Gujarat. Our Company proposes to use part of net proceeds to the extent to INR 130.86 Mn to meet capital expenditure in relation to below mentioned plant & machineries (including software).

In order to enhance the production capacity, we intend to purchase various machines such as VMC machines, welding machines, vacuum furnace machine and polishing machine. Additionally, we plan to acquire a 5-ton crane for heavy material movement and install a solar rooftop for energy consumption at our existing manufacturing unit.

A detailed breakup of estimated cost which are proposed to be funded from the net issue proceeds is set forth below:

S. No	Machinery Details	Qty	Quotation/ Purchase order	Quotation Amt.	Advance Paid	Balance to be funded from IPO proceeds
				(In INR Mn)		
1	Vacuum Brazing Furnace	1	The Company has placed the order for this machinery with Xitiz Techomech LLP against the quotation dated September 13, 2023	20.532	3.48	17.052
2	Plasma Spray System	1	Quotation dated January 20, 2023 from Metallizing Equipment Co. Pvt. Ltd.	9.930	-	9.930
3	Furnace with air circulation system	1	Quotation dated November 11, 2023 from Shivang Furnaces and Ovens Industries Pvt. Ltd.	3.658	-	3.658
4	Welding Machines	5	Quotation dated December 12, 2023 from Supertech Services Pvt. Ltd.	2.823	-	2.823

5	Clamping components and plate	1	Quotation dated December 15, 2023 from Swastik Engineering Solution, Ahmedabad	0.554	-	0.554
6	Coordinate Measuring Machine (CMM) Control software	1	Quotation dated January 10, 2023 from Hexagon Metrology India Pvt. Ltd.	2.183	-	2.183
7	CNC Vertical Machining Centre	6	Quotation dated January 01, 2024 from Cosmos Impex (India) Pvt. Ltd.	24.221	-	24.221
8	Pallet Trucks (Material Handling equipment)	2	Quotations dated January 30, 2024 from Majboot Material Handling Pvt. Ltd.	1.038	-	1.038
9	CAD/CAM Software	1	Quotations dated November 29, 2023 from Siemens Industry Software (India) Pvt. Ltd.	3.039	-	3.039
10	Polishing Machine	1	Quotation dated October 31, 2023 from IMM Maschinenbau GmbH	52.136	4.479	47.657
11	EOT Crane 5 Ton	1	Quotation dated November 23, 2023 from Sumo Material Handling Systems & Services, Ahmedabad	0.886	-	0.886
12	442 KWP Solar Rooftop System	1	Quotation dated December 29, 2023 from Shivay Solar Energy Pvt. Ltd	17.815	-	17.815
<b>TOTAL (Rounded Off)</b>				<b>138.82</b>	<b>7.96</b>	<b>130.86</b>

Notes:

- a) Except for machinery specified at S. No. 1 and 10, we have not placed orders for any other machinery. We have considered the above quotations for the budgetary estimate purpose and the actual cost of procurement and actual supplier/dealer may vary.
- b) All quotations received from the vendors mentioned above are valid as on the date of this Draft Red Herring Prospectus.
- c) The machinery/equipment models and quantity to be purchased are based on the present estimates of our management. The Management shall have the flexibility to revise such estimates (including but not limited to change of machinery or vendor or addition/deletion of any machinery) at the time of actual placement of the order. In such case, the Management can utilize the surplus of proceeds, if any, arising at the time of actual placement of the order, to meet the cost of such other machinery, equipment's or utilities, as required for manufacturing. Furthermore, if any surplus from the proceeds remains after meeting the total cost of machineries, equipment's and utilities for the aforesaid purpose, the same will be used for our general corporate purposes, subject to limit of 25% of the amount raised by our Company through this Issue.
- d) We are not acquiring any second-hand machinery.
- e) The quotations relied upon by us in arriving at the above cost are valid for a specific period of time and may lapse after the expiry of the said period. Consequent upon which, there could be a possible escalation in the cost of machineries proposed to be acquired by us at the actual time of purchase, resulting in increase in the project cost. Further, cost can be escalated on account of freight expenses, installation charges, packaging & forwarding, custom duty etc. Such cost escalation would be met out of either of surplus portion of net issue proceeds (if any) or our internal accruals. All amounts are inclusive of taxes.
- f) The quotation for Polishing Machine is in Euro. We have considered conversion rate: 1 Euro = 90.17 INR as on January 29, 2024; Reference – www.fbil.org.in

## 2. Funding of capital expenditure towards heavy construction equipment and machineries for O&G segment

Our Company intends to invest in heavy construction equipment and machineries for O&G segment in order to reduce the

dependency on third party contractors and also to gain control over quality standards and overall project execution timelines. We believe that this investment will enhance operational efficiency and cost-effectiveness in our Oil and Gas (O&G) projects. Our Company proposes to use part of net proceeds to the extent to INR 110.95 Mn to meet capital expenditure in relation to below mentioned heavy construction equipment and machineries for O&G segment.

A detailed breakup of estimated cost towards purchase of heavy construction equipment and machineries for O&G segment which are proposed to be funded from net issue proceeds is set forth below:

S. No	Equipment	Qty	Quotation/ Purchase order	Quotation amount
				(In INR Mn)
1	Hydraulic cranes fitted with outriggers (20 tonne capacity)	4	Quotation dated January 16, 2024 from Orion Equipment, Ahmedabad	19.116
2	Trailer Truck – (Bharat Benz 4023T)	3	Quotation dated January 18, 2024 from Kataria Motors Pvt. Ltd.	10.851
3	Compressors One Compressor with 325 CFM capacity Seven compressors with 450 CFM capacity Two compressors with 575 CFM capacity One compressor with 1024 CFM capacity	1 7 2 1	Quotations dated December 15, 2023, December 12, 2023 and December 29, 2023 from Elgi Equipments Ltd. Quotation dated January 04, 2024 from Technobrain Engineering LLP	21.470
4	JCB excavator loader	5	Quotation dated December 26, 2023 from Amin Equipment LLP	17.324
5	Hydraulic excavators (Tata Hitachi)	3	Quotation dated December 30, 2023 from Kaveen Infra Solutions Pvt. Ltd.	19.348
6	Pumps Pressure Pump with capacity of 30 LPM Pressure Pump with capacity of 12 LPM Dewatering submersible pump	3 2 7	Quotations dated January 07, 2024 from Absolute Engineering, Ahmedabad Quotation dated January 24, 2024 from Absolute Engineering, Ahmedabad	1.654
7	Diesel Generator sets 50 KVA 82.50 KVA 125 KVA	7 2 1	Quotation dated December 22, 2023 from ABC Power Solutions	8.791
8	Light Motor Vehicles for projects work Four Mahindra Bolero Four Mahindra Bolero Camper	8	Quotation dated January 03, 2024 from Shital Motors Private Limited Quotation dated January 03, 2024 from Param Wheels LLP	9.456
9	Mahindra Tractors	4	Quotation dated January 09, 2024 from N.K Tractors, Ahmedabad	2.328

10	Hydraulic Trolleys	4	Quotation dated January 09, 2024 from Shree Engineering works	0.614
<b>TOTAL (Rounded off)</b>				<b>110.95</b>

Notes:

- a) We have considered the above quotations for the budgetary estimate purpose and have not placed orders for them. The actual cost of procurement and actual supplier/dealer may vary.
- b) All quotations received from the vendors mentioned above are valid as on the date of this Draft Red Herring Prospectus. However, we have not entered into any definitive agreements with any of these vendors and there can be no assurance that the same vendors would be engaged to eventually supply the machineries/equipment's or at the same costs.
- c) The machinery/equipment models and quantity to be purchased are based on the present estimates of our management. The Management shall have the flexibility to revise such estimates (including but not limited to change of machinery or vendor or addition/deletion of any machinery) at the time of actual placement of the order. In such case, the Management can utilize the surplus of proceeds, if any, arising at the time of actual placement of the order, to meet the cost of such other machinery, equipment's or utilities, as required for manufacturing. Furthermore, if any surplus from the proceeds remains after meeting the total cost of machineries, equipment's and utilities for the aforesaid purpose, the same will be used for our general corporate purposes, subject to limit of 25% of the amount raised by our Company through this Issue.
- d) We are not acquiring any second-hand machinery.
- e) The quotations relied upon by us in arriving at the above cost are valid for a specific period of time and may lapse after the expiry of the said period. Consequent upon which, there could be a possible escalation in the cost of machineries proposed to be acquired by us at the actual time of purchase, resulting in increase in the project cost. Further, cost can be escalated on account of freight expenses, installation charges, packaging & forwarding, custom duty etc. Such cost escalation would be met out of either of surplus portion of net issue proceeds (if any) or our internal accruals. All amounts are inclusive of taxes.

### 3. To Meet Working Capital Requirements

With the expansion of the business, company will be in the need of additional working capital requirements. We fund a majority of our working capital requirements in the ordinary course of business from banks facilities and internal accruals.

Our business requires working capital majorly for investment in inventories, trade receivables and payment to trade payables and funding day to day operations.

The Company will meet the requirement to the extent of ₹ [●] Mn from the Net Proceeds of the Offer and balance from internal accruals/borrowings at an appropriate time. The balance portion of our Company working capital requirement shall be met from the working capital facilities availed and internal accruals. The incremental and proposed working capital requirements and key assumptions with respect to the determination of the same are mentioned below:

**Details of estimation of Working Capital requirement are as follows:**

(INR in Millions)

Sr. No.	Particulars	Actual (Restated – Standalone basis)				Estimated	
		31-Mar-21	31-Mar-22	31-Mar-23	31-Oct-23	31-Mar-24	31-Mar-25
I.	<b>Current Assets</b>						
A.	Trade Receivables						
	(a) Manufacturing business	161.61	135.03	159.99	113.57	165.02	197.94
	(b) O&G projects	155.51	166.80	98.78	172.85	155.00	169.50
	(c) Trading	-	13.51	-	-	-	-
	<b>Total</b>	<b>317.12</b>	<b>315.34</b>	<b>258.77</b>	<b>286.42</b>	<b>320.02</b>	<b>367.44</b>
B.	Inventories						
	(a) Manufacturing business	308.24	266.59	323.09	279.59	336.51	346.51
	(b) O&G projects	17.65	25.25	97.17	193.78	170.55	214.24
	(c) Trading	29.51	15.41	15.72	15.29	9.49	-
	<b>Total</b>	<b>355.40</b>	<b>307.25</b>	<b>435.98</b>	<b>488.66</b>	<b>516.55</b>	<b>560.75</b>



C.	Other financial & Current Assets	63.88	151.92	197.42	316.81	321.37	354.37
	<b>Total (I)</b>	<b>736.40</b>	<b>774.51</b>	<b>892.17</b>	<b>1091.88</b>	<b>1157.95</b>	<b>1282.56</b>
II	<b>Current Liabilities</b>						
D.	Trade Payables						
	(a) Manufacturing business						
	(b) O&G projects	45.46	111.72	147.27	109.12	142.30	99.89
	(c) Trading	201.43	194.82	244.49	274.85	218.78	105.88
	<b>Total</b>	<b>9.69</b>	<b>24.15</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
		<b>256.58</b>	<b>330.69</b>	<b>391.76</b>	<b>383.97</b>	<b>361.08</b>	<b>205.77</b>
E.	Other Current Liabilities, Financial liabilities and provisions	126.35	165.00	118.51	96.84	115.82	145.48
	<b>Total (II)</b>	<b>382.93</b>	<b>495.69</b>	<b>510.27</b>	<b>480.81</b>	<b>476.90</b>	<b>351.25</b>
III	<b>Working Capital(I)-(II)</b>	<b>351.13</b>	<b>278.82</b>	<b>381.91</b>	<b>611.08</b>	<b>681.05</b>	<b>931.31</b>
IV	Funding Pattern						
	Borrowings & Internal Accruals	351.13	278.82	381.91	611.08	[•]	[•]
	<b>IPO Proceeds</b>					[•]	[•]

### Assumptions for working capital requirements

The following table sets forth the details of the holding period (with days rounded to the nearest whole number) considered for financial years ended March 31, 2023, March 31, 2022 and March 31, 2021, as well as projections for financial year ended March 31, 2024 and March 31, 2025.

Particulars	March 31, 2021	March 31, 2022	March 31, 2023	March 31, 2024	March 31, 2025
<b>Inventories (Days)</b>					
(a) Manufacturing business	523 days	465 days	278 days	205 days	158 days
(b) O&G projects	12 days	8 days	36 days	44 days	46 days
(c) Trading	26 days	9 days	118 days	137 days	-
<b>Trade Receivables (Days)</b>					
(a) Manufacturing business	274 days	236 days	138 days	100 days	90 days
(b) O&G projects	107 days	51 days	36 days	40 days	36 days
(c) Trading	-	8 days	-		
<b>Creditors (Days)</b>					
(a) Manufacturing business	69 days	206 days	227 days	158 days	90 days
(b) O&G projects	204 days	85 days	116 days	75 days	30 days
(c) Trading	8 days	15 days	-	-	-

### **Justification:**

<b>Inventories</b>	<p>In case of manufacturing business, the inventory levels tend to be dependent upon delivery schedules, work order and number of orders the Company is expected to supply over the next six months and over the last three Fiscals the inventory levels for manufacturing business have ranged between 278-523 days. The inventory was higher in fiscal 2021 due to COVID-19 as Company faced supply chain related issues which delayed deliveries and required the Company to retain higher inventory levels. The Company expects the inventories levels to normalize in Fiscal 2024 and Fiscal 2025, the Company has assumed inventories of 205 days for Fiscal 2024 and 158 days for Fiscal 2025</p> <p>In case of O&amp;G project development business, the inventory levels tend to be dependent upon the nature of work order, timelines and total project development orders in hand. Based on the Company's current order book and with the perspective to increase business operations in O&amp;G segment, the Company has assumed inventories of 44 days for Fiscal 2024 and 46 days for Fiscal 2025.</p> <p>In case of trading business, for fiscal 2023 and for seven months period ended Oct.'23, the revenue from trading operations has fallen from INR 608.60 Mn in Fiscal 2022 to INR 48.52 Mn in Fiscal 2023 and INR 9.67 Mn for seven months period ended Oct.'23. For Fiscal 2024, the Company expects the</p>
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	revenue from trading operations to remain insignificant. During last three fiscals, the inventory levels for trading business have ranged between 9-118 days. For fiscal 2024, the Company expects inventory level to be 137 days, and for fiscal 2025, the Company does not expects any revenue from trading activities, thus the inventory level of trading goods has been assumed to be nil.
<b>Trade receivables</b>	<p>In case of manufacturing business, the holding levels of the Company's trade receivables have ranged from 138-274 days during the last 3 Fiscals. The levels of trade receivables in Fiscal 2021 were elevated owing to delayed recovery due to COVID-19 which partially normalized in Fiscal 2022 to 236 days and reduced to 138 days in Fiscal 2023 and is expected to be further reduced to be at around 100 days during Fiscal 2024. During Fiscal 2025, owing to the better credit management policies, the Company intends to keep trade receivables days to be near 90 days for Fiscal 2025.</p> <p>In case of O&amp;G project development business, the holding levels of the Company's trade receivables have ranged from 36-107 days during the last 3 Fiscals. The levels of trade receivables in Fiscal 2021 were elevated owing to delayed recovery due to COVID-19 which partially normalized in Fiscal 2022 to 51 days and reduced to 36 days in Fiscal 2023. As per the current order book in hand, the holding level for debtors is anticipated to be around 40 days during Fiscal 2024 and 36 days for Fiscal 2025.</p>
<b>Trade payables</b>	As per last three fiscals, the past trend of trade payables payment days for manufacturing business has been in the range of 69 days to 227 days and in respect of O&G project development business, the same has remained between 85 days to 204 days. With the additional working capital funding, the Company intends to reduce trade payable for Fiscal 2024 to around 158 days for creditors in respect of manufacturing business and around 75 days for creditors in respect of O&G project development business. Similarly, for Fiscal 2025, the Company further intends to reduce trade payable to around 90 days for manufacturing and 30 days for O&G project development business during Fiscal 2025 to avail cash discount as well as competitive purchase price, which will increase overall profitability of the Company. By reducing the time it takes to settle the payables, Company aim to negotiate more favourable terms and conditions with the suppliers, enabling us to access competitive pricing for the goods Company procure.

#### 4. General Corporate Purpose

Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purposes. We intend to deploy the balance Fresh Issue proceeds aggregating ₹ [●] Mn towards the general corporate purposes to drive our business growth. In accordance with the policies set up by our Board, we have flexibility in applying the remaining Net Proceeds, for general corporate purpose including but not restricted to, meeting operating expenses, initial development costs for projects other than the identified projects, and the strengthening of our business development and marketing capabilities, meeting exigencies, which the Company in the ordinary course of business may not foresee or any other purposes as approved by our Board of Directors, subject to compliance with the necessary provisions of the Companies Act, 2013.

We confirm that any issue related expenses shall not be considered as a part of General Corporate Purpose. Further in case, our actual issue expenses turn to be lesser than the estimated issue expenses of ₹ [●] Mn, such surplus amount shall be utilized for General Corporate Purpose in such a manner that the amount for general corporate purposes, as mentioned in the Draft Red Herring Prospectus/ Prospectus, shall not exceed 25% of the amount raised by our Company through this Issue.

The total estimated Issue Expenses are ₹ [●] Mn, which is [●] % of the total Issue Size. The details of the Issue Expenses are tabulated below:

Activity	(₹ in Mn)	As a % of Estimates Issue Expenses	As a % of Issue Size
Book Running Lead Manger Fees	[●]	[●]	[●]
Underwriting Commission	[●]	[●]	[●]
Brokerage and selling commission	[●]	[●]	[●]
Fees Payable to Registrar to the Issue	[●]	[●]	[●]
Fees Payable for Advertising and Publishing Expenses	[●]	[●]	[●]
Fees Payable to Regulators including Stock Exchanges	[●]	[●]	[●]
Payment for Printing & Stationery, Postage, etc.	[●]	[●]	[●]
Fees Payable to Statutory Auditor, Legal Advisors and other Professionals	[●]	[●]	[●]
Others (Commission/processing fee for SCSBs, Sponsor Bank and Banker(s) to the Issue and brokerage and selling commission and bidding charges for Members of the Syndicate, Registered Brokers, RTAs and CDPs and Miscellaneous Expenses)	[●]	[●]	[●]
<b>Total</b>	[●]	[●]	[●]

<sup>(1)</sup> Amounts will be finalised and incorporated in the Prospectus on determination of Issue Price. Issue expenses include

applicable taxes, where applicable. Issue expenses are estimates and are subject to change.

- (2) Selling commission payable to the SCSBs on the portion for Retail Individual Bidders, Eligible Employees, Non-Institutional Bidders, which are directly procured by the SCSBs, would be as follows

Portion for Retail Individual Bidders*	[●] % of the Amount Allotted* (plus applicable taxes)
Portion for Eligible Employees*	[●] % of the Amount Allotted* (plus applicable taxes)
Portion for Non-Institutional Bidders*	[●] % of the Amount Allotted* (plus applicable taxes)

\*Amount allotted is the product of the number of Equity Shares Allotted and the Issue Price. The selling commission payable to the SCSBs will be determined on the basis of the bidding terminal ID as captured in the Bid Book of BSE.

- (3) No uploading/ processing fees shall be payable by our Company to the SCSBs on the applications directly procured by them. Processing fees payable to the SCSBs on the portion for Retail Individual Bidders, Eligible Employees and Non-Institutional Bidders which are procured by the members of the Syndicate/ sub-Syndicate/ Registered Broker/ CRTAs/ CDPs and submitted to SCSB for blocking, would be as follows:

Portion for Retail Individual Bidders	[●] per valid Bid cum Application Form (plus applicable taxes)
Portion for Eligible Employees	[●] per valid Bid cum Application Form (plus applicable taxes)
Portion for Non-Institutional Bidders	[●] per valid Bid cum Application Form (plus applicable taxes)

Notwithstanding anything contained above the total processing fee payable under this clause will not exceed [●] (plus applicable taxes) and in case if the total processing fees exceeds [●] (plus applicable taxes) then processing fees will be paid on pro-rata basis.

- (4) The processing fees for applications made by UPI Bidders using the UPI Mechanism would be as follows:

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

\*For each valid application by respective Sponsor Bank

Notwithstanding anything contained above in this clause the total Uploading charges/ Processing fees payable to Members of the Syndicate/ RTAs/ CDPs for applications made by RIBs (up to ₹200,000), Non-Institutional Bidders (for an amount more than ₹200,000 and up to ₹500,000) using the UPI Mechanism and in case if the total uploading charges/ processing fees exceeds [●] (plus applicable taxes) then uploading charges/ processing fees using UPI Mechanism will be paid on pro-rata basis.

- (5) Selling commission on the portion for Retail Individual Bidders, Eligible Employees and Non-Institutional Bidders which are procured by members of the Syndicate (including their sub-Syndicate Members), Registered Brokers, CRTAs and CDPs or for using 3-in-1 type accounts- linked online trading, demat & bank account provided by some of the Registered Brokers which are Members of the Syndicate (including their Sub-Syndicate Members) would be as follows:

Portion for Retail Individual Bidders	[●] % of the Amount Allotted* (plus applicable taxes)
Portion for Eligible Employees	[●] % of the Amount Allotted* (plus applicable taxes)
Portion for Non-Institutional Bidders	[●] % of the Amount Allotted* (plus applicable taxes)

\*Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price

Uploading charges payable to Members of the Syndicate (including their sub-Syndicate Members), CRTAs and CDPs on the applications made by RIBs using 3-in-1 accounts and Non-Institutional Bidders which are procured by them and submitted to SCSB for blocking or using 3-in-1 accounts, would be as follows: [●] plus applicable taxes, per valid application bid by the Syndicate (including their sub-Syndicate Members), CRTAs and CDPs.

Bidding charges payable to the Registered Brokers, CRTAs/ CDPs on the portion for RIBs and Non-Institutional Bidders which are directly procured by the Registered Brokers or CRTAs or CDPs and submitted to SCSB for processing, would be as follows:

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

\* Based on valid applications

Notwithstanding anything contained above the total uploading/ bidding charges payable under this clause will not exceed [●] (plus applicable taxes) and in case if the total uploading/ bidding charges exceeds [●] (plus applicable taxes) then uploading charges will be paid on pro-rata basis.

The Selling Commission payable to the Syndicate/ Sub-Syndicate Members will be determined on the basis of the application form number/ series, provided that the application is also bid by the respective Syndicate/ Sub-Syndicate Member. For clarification, if a Syndicate ASBA application on the application form number/ series of a Syndicate/ Sub-Syndicate Member, is bid by an SCSB, the Selling Commission will be payable to the SCSB and not the Syndicate/ Sub-Syndicate Member. Bidding Charges payable to members of the Syndicate (including their sub-Syndicate Members), CRTAs and CDPs on the portion for RIBs and Non-Institutional

Bidders which are procured by them and submitted to SCSB for blocking, would be as follows: [●] plus applicable taxes, per valid application bid by the Syndicate (including their sub-Syndicate Members), CRTAs and CDPs.

The selling commission and bidding charges payable to Registered Brokers the CRTAs and CDPs will be determined on the basis of the bidding terminal ID as captured in the Bid Book of BSE or NSE

All such commissions and processing fees set out above shall be paid as per the timelines in terms of the Syndicate Agreement and Escrow and Sponsor Bank Agreement. Further, the processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021.

#### Proposed Schedule of Implementation:

The proposed year wise break up of deployment of funds and Schedule of Implementation of Net Issue Proceeds is as under:

(₹ in Mn)			
S. No.	Particulars	Amount to be deployed and utilized in F.Y. 23-24	Amount to be deployed and utilized in F.Y. 24-25
1.	Funding of capital expenditure towards installation of additional plant and machinery in the existing Gas turbine & aero-engine components manufacturing unit;	[●]	[●]
2.	Funding of capital expenditure towards heavy construction equipment and machineries for O&G segment;	[●]	[●]
3.	To meet working capital requirements	[●]	[●]
4.	General corporate purpose	[●]	[●]
	<b>Total</b>	[●]	[●]

#### Appraisal

The fund requirements, deployment of funds and the intended use of the Net Proceeds as described in the DRHP, Red Herring Prospectus and the Prospectus are based on our current business plan, management estimates, prevailing market conditions and other commercial considerations. However, such fund requirements and deployment of funds have not been appraised by any external agency or any bank or financial institution or any other independent agency.

We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, our business and growth strategies, competitive landscape, general factors affecting our results of operations, financial condition and access to capital and other external factors such as changes in the business environment or regulatory climate and interest or exchange rate fluctuations, which may not be within the control of our management. This may entail reviewing the proposed utilisation of the Net Proceeds and changing the allocation of funds from its planned allocation at the discretion of our management, subject to compliance with applicable law.

#### Shortfall of Funds

Any shortfall in meeting the fund requirements will be met by way of internal accruals and or unsecured Loans.

#### Bridge Financing Facilities

As on the date of the Draft Red Herring Prospectus, we have not raised any bridge loans which are proposed to be repaid from the Net Proceeds.

#### Monitoring Utilization of Funds

As the size of the Issue will not exceed ₹ 1000.0 Mn, the appointment of Monitoring Agency would not be required as per Regulation 262(1) of the SEBI ICDR Regulations. Our Board and the management will monitor the utilization of the Net Issue Proceeds through our audit committee. Pursuant to Regulation 32 of the SEBI Listing Regulations, our Company shall on half-yearly basis disclose to the Audit Committee the Application of the proceeds of the Issue. On an annual basis, our Company shall prepare a statement of funds utilized for purposes other than stated in this Draft Red Herring Prospectus and place it before the Audit Committee. Such disclosures shall be made only until such time that all the proceeds of the Issue have been utilized in full.

#### Interim Use of Proceeds

Pending utilization of the Issue proceeds of the Issue for the purposes described above, our Company will deposit the Net Proceeds with scheduled commercial banks included in schedule II of the RBI Act.

Our Company confirms that it shall not use the Net Proceeds for buying, trading or otherwise dealing in shares of any listed company or for any investment in the equity markets or investing in any real estate product or real estate linked products.

### **Variation in Objects**

In accordance with Section 27 of the Companies Act, 2013, our Company shall not vary the objects of the Issue without our Company being authorized to do so by the Shareholders by way of a Special Resolution. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution shall specify the prescribed details as required under the Companies Act and shall be published in accordance with the Companies Act and the rules there under. As per the current provisions of the Companies Act, our Promoter or controlling Shareholders would be required to provide an exit opportunity to such shareholders who do not agree to the proposal to vary the objects, at such price, and in such manner, as may be prescribed by SEBI, in this regard.

### **Other confirmations**

There are no material existing or anticipated transactions with our Promoter, our Directors, our Company's key Managerial personnel, in relation to the utilization of the Net Proceeds. No part of the Net Proceeds will be paid by us as consideration to our Promoter, our directors or key managerial personnel except in the normal course of business and in compliance with the applicable laws.

## BASIS FOR ISSUE PRICE

Investors should read the following summary with the section titled “Risk Factors”, the details about our Company under the section titled “**Our Business**” and its financial statements under the section titled “**Financial Information of the Company**” beginning on page 113 and 170 respectively of the Draft Red Herring Prospectus. The trading price of the Equity Shares of Our Company could decline due to these risks and the investor may lose all or part of his investment.

**The Issue Price will be determined by our Company in consultation with the BRLM on the basis of the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10.00 each and the Issue Price is ₹ [●] times of the face value.**

### QUALITATIVE FACTORS

We believe the following business strengths allow us to successfully compete in the industry:

- a) In-house manufacturing facility with stringent quality control mechanism;
- b) Long standing relationship with our customers and prequalification experience helps us in securing projects;
- c) Varied product range appealing to a diverse customer base;
- d) Wide Range of Products;
- e) Strong Order book; and
- f) Experienced Promoters with strong management team having domain knowledge

For a detailed discussion on the qualitative factors which form the basis for computing the price, please refer to sections titled “**Our Business**” beginning on page 113 of this Draft Red Herring Prospectus.

### QUANTITATIVE FACTORS

The information presented below relating to our Company is based on the Restated Financial Statements. For details, please refer section titled “**Financial Information of the Company**” on page 170 of this Draft Red Herring Prospectus.

Some of the quantitative factors which may form the basis for calculating the Issue Price are as follows:

#### 1. Basic & Diluted Earnings per share (EPS) (Face value of ₹ 10 each):

As per the Restated Consolidated Financial Statements:-

Sr. No	F.Y./Period	Basic & Diluted (₹)	Weights
1.	Financial Year ending March 31, 2021	1.63	1
2.	Financial Year ending March 31, 2022	5.92	2
3.	Financial Year ending March 31, 2023	4.81	3
	<b>Weighted Average</b>	<b>4.65</b>	<b>6</b>
	Seven months period ending October 31, 2023	4.61	

#### Notes:

- i. The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- ii. The face value of each Equity Share is ₹10.00.
- iii. Earnings per Share has been calculated in accordance with Accounting Standard 20 – “Earnings per Share” issued by the Institute of Chartered Accountants of India.
- iv. The above statement should be read with Significant Accounting Policies and the Notes to the Restated Financial Statements as appearing in Annexure IV.
- v. Basic Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of equity shares outstanding during the year/ period
- vi. Diluted Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of diluted potential equity shares outstanding during the year/ period.

#### 2. Price Earning (P/E) Ratio in relation to the Price Band of ₹ [●] to ₹ [●] per Equity Share of Face Value of ₹ 10/- each fully paid up:

Particulars	(P/E) Ratio at the Floor Price	(P/E) Ratio at the Cap Price
P/E ratio based on the Basic & Diluted EPS, as restated for Fiscal 2023	[●]	[●]
P/E ratio based on the Weighted Average EPS, as restated.	[●]	[●]

<b>Industry P/E Ratio*</b>	<b>(P/E) Ratio</b>
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<b>Industry Average</b>	-
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\* There is no such listed company which is engaged in both the business verticals namely (a) Manufacturing of Gas turbine & Aero-engine components (“**Manufacturing business**”) and (b) Development of projects in the Oil & Gas segment (“**O&G projects**”), in which we operate. Thus, the Industry P/E ratio cannot be determined.

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

Sr. No	F.Y./Period	RoNW (%)	Weights
1	F.Y. ending March 31, 2021	5.62	1
2	F.Y. ending March 31, 2022	17.02	2
3	F.Y. ending March 31, 2023	12.11	3
	<b>Weighted Average</b>	<b>12.67</b>	<b>6</b>
	7 months period ending October 31, 2023	<b>10.43</b>	

**Note:**

- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- The RoNW has been computed by dividing restated profit attributable to owners with restated Net worth as at the end of the year/period
- 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.

### 4. Net Asset Value (NAV) per Equity Share:

Sr. No.	NAV per Equity Share	(Amount in ₹)
1.	As at March 31, 2021	231.67
2.	As at March 31, 2022	278.41
3.	As at March 31, 2023	317.08
5.	NAV per Equity Share after the Issue	[●]
6.	Issue Price	[●]
	As at October 31, 2023	353.60

\*The above NAV has been calculated based on weighted number of shares outstanding at the end of the respective year/period.

**Notes:**

- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- NAV per share=Restated Net worth at the end of the year/period divided by weighted average number of equity shares outstanding at the end of the year/period
- Net worth is computed as the sum of the aggregate of paid-up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account.
- Issue Price per Equity Share will be determined by our Company in consultation with the Book Running Lead Manager.

### 5. Comparison of Accounting Ratios with Industry Peers

Name of Company	Current Market Price (₹)	Face Value	EPS		PE	RoNW (%)	Book Value (₹)	Total Income (₹ In Mn)
			Basic	Diluted				
Corrtech Energy Limited	[●]	10	38.44	38.44	[●]	12.11%	353.60	1,462.72
<b>Peer Group</b>								
Azad Engineering Limited	961.30	2	1.79	1.79	537.04	4.23%	42.30	2,516.75
Likhitha Infrastructure Limited	259.10	5	15.28	15.28	14.16	23.80%	63.39	3,649.55

There is no such listed company which is engaged in both the business verticals namely (a) Manufacturing of Gas turbine & Aero-engine components (“**Manufacturing business**”) and (b) Development of projects in the Oil & Gas segment (“**O&G projects**”), in which we operate. Thus, for the broad comparison purpose, we have enlisted such names in peer group which are engaged in either of the business vertical in which we operate.

**Notes:**

- Source – All the financial information for listed industry peers mentioned above is sourced from the Annual Reports/Offer Documents of the aforesaid companies and stock exchange data dated 31.01.2024 to compute the corresponding financial ratios. For our Company, we have taken Current Market Price as the issue price of equity share. Further, P/E Ratio is based on the current market price of the respective scrips.
- The EPS, NAV, RoNW and total Income of our Company are taken as per Restated Financial Statement for the Financial Year 2022-23



- (iii) NAV per share is computed as the closing net worth divided by the weighted average number of paid up equity shares as on March 31, 2023.
- (iv) RoNW has been computed as net profit after tax divided by closing net worth.
- (v) Net worth has been computed in the manner as specifies in Regulation 2(1) (hh) of SEBI (ICDR) Regulations, 2018.
- (vi) The face value of Equity Shares of our Company is ₹ 10/- per Equity Share and the Issue price is [●] times the face value of equity share.

## 6. Key Performance Indicators

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 growth of our company.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated January 04, 2024 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 Draft Red Herring Prospectus. Further, the KPIs herein have been certified by Patel Jain & Associates, Chartered Accountants, by their certificate dated January 04, 2024.

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 113 and 227, respectively. We have described and defined the KPIs as applicable in “Definitions and Abbreviations” on page 1.

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 utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue, whichever is later or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

### Key Performance Indicators of our Company

(₹ In Millions except percentages and ratios)

Key Financial Performance	April 23 - Oct 23	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from operations <sup>(1)</sup>	936.33	1,462.72	2,004.27	1,158.16
EBITDA <sup>(2)</sup>	124.17	121.08	134.75	27.42
EBITDA Margin <sup>(3)</sup>	13.26%	8.28%	6.72%	2.37%
PAT <sup>(4)</sup>	77.45	80.61	99.51	27.33
PAT Margin <sup>(5)</sup>	8.27%	5.51%	4.96%	2.36%
RoE(%) <sup>(6)</sup>	11.00%	12.89%	18.58%	5.62%
RoCE (%) <sup>(7)</sup>	10.91%	14.48%	20.83%	7.27%

#### Notes:

- (1) Revenue from operation means revenue from sales, service and other operating revenues
- (2) EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income
- (3) ‘EBITDA Margin’ is calculated as EBITDA divided by Revenue from Operations
- (4) PAT is taken as Profit after Tax attributable to equity owner.
- (5) ‘PAT Margin’ is calculated as Profit after Tax attributable to equity owner divided by revenue from operations.
- (6) Return on Equity is ratio of Profit after Tax attributable to equity owners and Average Shareholder Equity
- (7) Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders’ Fund + Long term borrowing + Short term borrowing+ Deferred Tax Liability

#### 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 to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	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 shareholders’ funds.
RoCE (%)	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.

7. Set forth below are the details of comparison of key performance of indicators with our listed industry peer:

(₹ In Millions except percentages and ratios)

Key Financial Performance	Corrtech Energy Limited			Azad Engineering Limited			Likhitha Infrastructure Limited		
	FY 2022-23	FY 2021-22	FY 2020-21	FY 2022-23	FY 2021-22	FY 2020-21	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from operations <sup>(1)</sup>	1,462.72	2,004.27	1,158.16	2,516.75	1,944.67	1,227.21	3649.55	2572.12	1906.22
EBITDA <sup>(2)</sup>	121.08	134.75	27.42	722.78	622.68	281.54	822.99	616.29	386.46
EBITDA Margin (%) <sup>(3)</sup>	8.28%	6.72%	2.37%	28.72 %	32.02%	22.94%	22.55%	23.96%	20.27%
PAT <sup>(4)</sup>	80.61	99.51	27.33	84.73	294.57	115.0	595.23	459.90	289.90
PAT Margin (%) <sup>(5)</sup>	5.51%	4.96%	2.36%	3.37 %	15.15%	9.37%	16.30%	17.88%	15.21%
RoE(%) <sup>(6)</sup>	12.89%	18.58%	5.62%	5.36%	27.61%	12.61%	26.89%	26.58%	25.96%
RoCE (%) <sup>(7)</sup>	14.48%	20.83%	7.27%	12.99%	16.95%	12.09%	32.57%	31.92%	25.10%

Notes:

<sup>(1)</sup>Revenue from operation means revenue from sales, service and other operating revenues

<sup>(2)</sup>EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income

<sup>(3)</sup>‘EBITDA Margin’ is calculated as EBITDA divided by Revenue from Operations

<sup>(4)</sup> PAT is taken as Profit after Tax attributable to equity owner.

<sup>(5)</sup> ‘PAT Margin’ is calculated as Profit after Tax attributable to equity owner/year divided by revenue from operations.

<sup>(6)</sup> Return on Equity is ratio of Profit after Tax attributable to equity owners and Average Shareholder Equity

<sup>(7)</sup> Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders’ Fund + Long term borrowing + Short term borrowing+ Deferred Tax Liability

## 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 has been no issuance of Equity Shares other than Equity Shares issued pursuant to a bonus issue on November 06, 2023 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) and excluding employee stock options granted but not vested), 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 shares)

There have been no secondary sale/ acquisitions of Equity Shares, 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 of shares), during the 18 months preceding the date of this certificate, 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) Since there are no such transactions to report to under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/ Promoter Group entities or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to the date of this certificate irrespective of the size of transactions, is as below:

### Primary Transactions:

Except as disclosed below, there have been no primary transactions in the last three years preceding the date of this Draft Red Herring Prospectus:

Date of Allotment	No. of equity Shares allotted	Issue price per equity share (₹)	Nature of allotment	Nature of consideration	Total Consideration (in ₹ Mn)
November 06, 2023	1,47,00,000	Nil	Bonus Issue in ratio of 7:1	Other than Cash	Nil

### Secondary Transactions:

There have been no secondary transactions by the Promoters, members of the Promoter Group or shareholder(s) having the right to nominate director(s) in the Board of Directors of our Company are a party to the transaction, in the last three years preceding the date of this Draft Red Herring Prospectus.

Weighted average cost of acquisition & Issue price:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor Price* (i.e. ₹ [●])	Issue price* (i.e. ₹ [●])
Weighted average cost of acquisition of primary / new issue as per paragraph 8(a) above.	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>
Weighted average cost of acquisition for secondary sale / acquisition as per paragraph 8(b) above.	NA <sup>^^</sup>	NA <sup>^^</sup>	NA <sup>^^</sup>
Weighted average cost of acquisition of primary issuances / secondary transactions as per paragraph 8(c) above	Nil	[●] times	[●] times

Note:  
<sup>^</sup>There were no primary/ new issue of shares (equity/ convertible securities) as mentioned in paragraph 8(a) above, in last 18 months from the date of this Draft Red Herring Prospectus.

<sup>^^</sup>There were no secondary sale/ acquisitions as mentioned in paragraph 8(b) above, in last 18 months from the date of this Draft Red Herring Prospectus.

\* To be updated at Prospectus stage.

This is a Book Built Issue and the price band for the same shall be published 2 working days before opening of the Issue in all editions of the English national daily newspaper and all editions of [●], a Hindi national daily newspaper and Ahmedabad edition of [●], a regional newspaper each with wide circulation where the registered office of the company is situated.

The Price Band/ Floor Price/ Issue Price shall be determined by our Company in consultation with the BRLM and will be justified by us in consultation with the BRLM on the basis of the above information. Investors should read the above-mentioned information along with ***“Our Business”***, ***“Risk Factors”*** and ***“Restated Financial Statements”*** on pages 113, 26 and 170 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”*** or any other factors that may arise in the future and you may lose all or part of your investments.

## STATEMENT OF SPECIAL TAX BENEFITS

To,

The Board of Directors

**Corrtech Energy Limited**

Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate,  
Near Sarvodaya Hotel, Changodar, Ahmedabad - 382213, Gujarat, India

Dear Sirs,

**Sub: Statement of Tax Benefits ('The Statement') available to Corrtech Energy Limited ("The Company") and its shareholders under the Direct and Indirect Tax Laws in India**

We hereby report that the enclosed annexure prepared by the management of **Corrtech Energy Limited Company**, states the special tax benefits available to the Company and the shareholders of the Company under the Income-Tax Act, 1961, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the Union Territory Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017 (collectively the "GST Act") presently in force in India. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant provisions of the Act. Hence, the ability of the Company or its shareholders to derive the tax benefits is dependent upon fulfilling such conditions which, based on business imperatives which the Company may face in the future, the Company may or may not choose to fulfill.

The benefits discussed in the enclosed Annexure cover only special tax benefits available to the Company and do not cover any general tax benefits available to the Company. Further, the preparation of enclosed statement and the contents stated therein is the responsibility of the Company's management. We are informed that, this Statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the proposed initial public offering of Equity shares ("the Issue") by the Company.

We do not express any opinion or provide any assurance as to whether:

- a) The Company or its shareholders will continue to obtain these benefits in future; or
- b) The conditions prescribed for availing the benefits have been/would be met.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company.

Our views are based on facts and assumptions indicated to us and the existing provisions of tax law and its interpretations, which are subject to change or modification from time to time by subsequent legislative, regulatory, administrative, or judicial decisions. Any such changes, which could also be retrospective, could have an effect on the validity of our views stated herein.

We assume no obligation to update this statement on any events subsequent to its issue, which may have a material effect on the discussions herein. This report including enclosed annexure are intended solely for your information and for the inclusion in the Draft Prospectus/ Prospectus or any other issue related material in connection with the proposed initial public offer of the Company and is not to be used, referred to or distributed for any other purpose without our prior written consent.

**For M/s Patel Jain & Associates**  
**Chartered Accountants**  
**FRN: 129797W**

Sd/-

**CA Vivek Bhatt**  
**Partner**  
**(M.No. 193504**  
**Place: Ahmedabad**  
**Date: 04/01/2024**  
**UDIN: 24193504BKBZEE5170**

## ANNEXURE TO THE STATEMENT OF SPECIAL TAX BENEFITS

*The information provided below sets out the special tax benefits available to the Company and the Equity Shareholders under the Income Tax Act, 1961 presently in force in India. It is not exhaustive or comprehensive and is not intended to be a substitute for professional advice. Investors are advised to consult their own tax consultant with respect to the tax implications of an investment in Equity Shares particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the benefits, which an investor can avail.*

**A. SPECIAL DIRECT AND INDIRECT TAX BENEFITS TO THE COMPANY**

The Company is not entitled to any special tax benefits under the Income Tax Act, 1961 and GST Act.

**B. SPECIAL DIRECT AND INDIRECT TAX BENEFITS TO THE SHAREHOLDERS**

The Shareholders of the Company are not entitled to any special tax benefits under the Income Tax Act, 1961 and GST Act.

**Notes:**

1. For the purpose of reporting here, we have not considered the general tax benefits available to the company or shareholders.
2. The above statement covers only certain relevant direct tax law benefits and indirect tax law benefits or benefit.
3. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement.

## **SECTION V – ABOUT THE COMPANY INDUSTRY OVERVIEW**

*The information contained in this section is derived from the report titled “Industry Research Report on Global Gas Turbine Industry, Indian Aerospace & Defence (A&D) and component and EPC Projects (Oil & Gas Refining & Transportation)” dated January 12, 2024 (“D&B Report”), prepared and issued by Dun & Bradstreet Information Services India Private Limited exclusively for the purpose of this Issue, and commissioned and paid for by our Company. D&B has stated in its consent letter that all information contained in the Report has been obtained or derived from publicly available sources and interaction with industry participants, which they consider as reliable and after exercise of reasonable care and diligence by them. Although reasonable care has been taken to ensure that the information therein is true, such information is provided ‘as is’ without any warranty of any kind, and in particular, makes no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. All information contained therein must be construed solely as statements of opinion and not any recommendation for investment.*

*As such, a blanket, generic use of the derived results or the methodology is not encouraged. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions vary widely among different industry sources. Further, such assumptions may change based on various factors. We cannot assure you that D&B assumptions are correct or will not change and, accordingly, our position in the market may differ, favourably or unfavourably, from that presented in this Draft Red Herring Prospectus. Further, the commissioned report is not a recommendation to invest or disinvest in our Company. Prospective investors are advised not to unduly rely on the commissioned report or extracts thereof as included in this Draft Red Herring Prospectus, when making their investment decisions. For risks in relation to commissioned reports, see “Risk Factors – **“This Draft Red Herring Prospectus contains information from an industry report which we have paid for and commissioned from D&B, appointed by our Company. There can be no assurance that such third-party statistical, financial and other industry information is either complete or accurate.”** on page 26 of this DRHP.*

### **A. Macro-Economic Overview**

#### **Overview of Global Macroeconomic**

The global economy is now showing signs of moderate recovery as it posted a growth of 3.5% in CY 2022. But GDP growth is expected to report a moderate 3% growth in CY 2023 and 2.9% in CY 2024. Global banks were carrying a historically high debt burden after COVID. Central banks took tight monetary measures to control inflation and spike in commodity prices. Russia's war with Ukraine further affected the global supply chains and inflated the prices of energy and other food items. These factors coupled with war-related economic sanctions impacted the economic activities in Europe. Any further escalation in the war may further affect the rebound of the economy in Europe.

While China was facing a crisis in the real estate sector and prices of properties were declining, with the reopening of the economy, consumer demand is picking up again. The Chinese authorities have taken a variety of measures, including additional monetary easing, tax relief for corporates, and new vaccination targets for the elderly. The government has also taken steps to help the real estate sector including cracking down on debt-ridden developers, announcing stimulus for the sector and measures to encourage the completion and delivery of unfinished real estate projects. The sector is now witnessing investments from developers and demand from buyers.

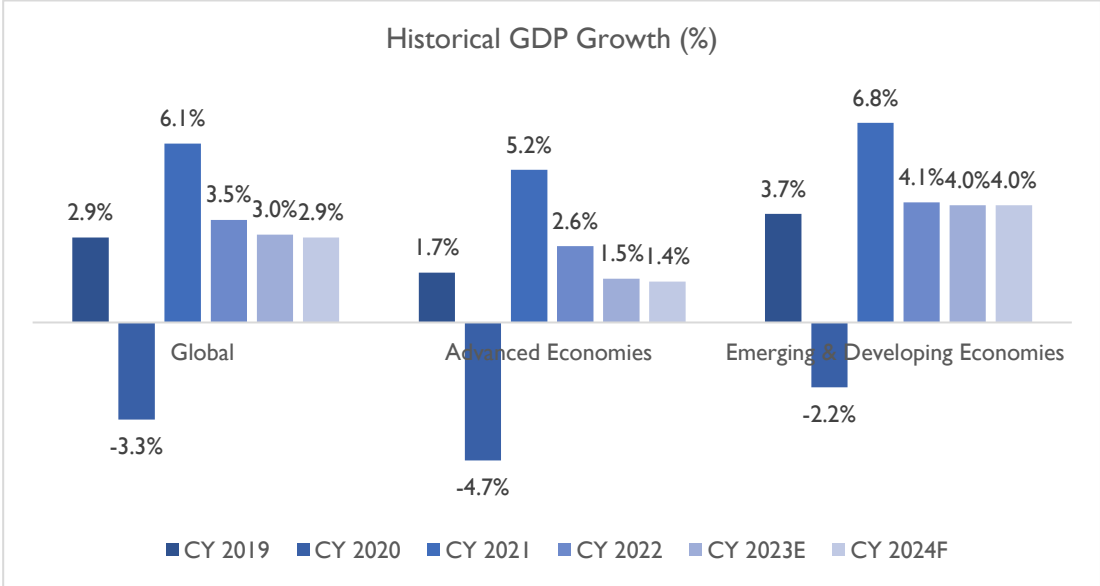
Global headline inflation is set to fall from 8.7 % in CY 2022 to 7.0 % in CY 2023, primarily on the back of softening commodity prices. Most of the central banks in the world has been increasing interest rates since CY 2021 to control inflation, and this is having an impact. With the sharp rise in policy rates, vulnerabilities in the banking sector have come into focus. Fears of contagion have risen across the broader financial sector, including non-banking financial institutions with regulators taking action to stabilize the banking system.

#### **Overview of Global GDP Growth**

The global economy started to rise from its lowest levels after countries started to lift the lockdown. The pandemic lockdown was a key factor as it affected economic activities resulting in a recession in the year CY 2020, as the GDP growth touched - 3.3%.

In CY 2021 disruption in the supply chain affected most of the advanced economies as well as low-income developing economies. The rapid spread of Delta and the threat of new variants in mid of CY 2021 further increased uncertainty in the global economic environment.

Global economic activities experienced a sharper-than-expected slowdown in CY 2022. One of the highest inflations in decades forced most of the central banks to tighten their fiscal policies. Russia’s invasion of Ukraine affected the global food supply resulting in a further increment in the cost of living. As a result, global growth declined from 6.1% in CY 2021 to 3.5% in CY 2022.



Source – IMF Global GDP Forecast Release 2023

*Note: Advanced Economies and Emerging & Developing Economies are as per the classification of the World Economic Outlook (WEO). This classification is not based on strict criteria, economic or otherwise, and it has evolved over time. It comprises of 40 countries under the Advanced Economies including the G7 (the United States, Japan, Germany, France, Italy, the United Kingdom, and Canada) and selected countries from the Euro Zone (Germany, Italy, France etc.). The group of emerging market and developing economies (156) includes all those that are not classified as Advanced Economies (India, China, Brazil, Malaysia etc.)*

In the current scenario, global GDP growth is forecasted to record a moderate growth of 3% in CY 2023 as compared to 3.5 % growth in CY 2022. While high inflation and rising borrowing costs are affecting private consumption, on the other hand, fiscal consolidation is affecting government consumption.

Moderating growth in developed economies will affect the GDP growth in CY 2024 and global GDP is expected to record marginal growth of 2.9% in CY 2024. The current crisis in the housing sector, bank lending, and industrial sectors are affecting the growth of global GDP. Inflation forced central banks to adopt tight monetary policies. After touching the peak, inflationary pressures are slowly easing out. This environment weighs against interest rate cuts by many monetary authorities. The expectation is therefore still for slowing growth in the second half of CY 2023 and the first half of CY 2024.

**Macroeconomic overview of India**

**GDP Growth for India**

India’s economy is showing signs of resilience with GDP growing by 7.2% in FY 2023. Although this translates into a moderation in demand (compared to FY 2022), the GDP growth in FY 2023 represents a return to pre pandemic era growth path. Despite this moderation in growth, India continues to remain one of the fastest growing economies in the world.

Country	GDP Growth (2022)
India	7.2%



United Kingdom	4.1%
Italy	3.7%
Canada	3.4%
China	3.0%
Brazil	2.9%
France	2.5%
United States	2.1%
South Africa	1.9%
Germany	1.8%
Japan	1.0%
Russia	-2.1%

Source: World Bank

GDP growth for India refers to FY 2023 as per MOSPI

Countries considered include - Largest Developed Economies and BRICS (Brazil, Russia, India, China, and South)

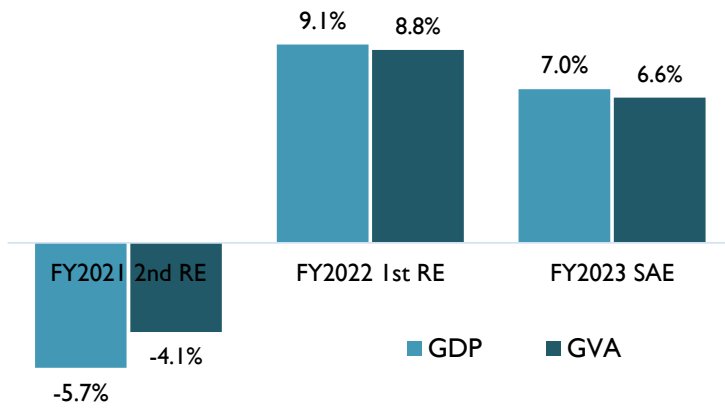
Countries have been arranged in descending order of GDP growth.

There are quite a few factors aiding India's economic recovery – notably its resilience to external shocks (ongoing Russia – Ukraine conflict) and rebound in private consumption. This rebound in private consumption is bringing back the focus on improvements in domestic demand, which together with revival in export demand is a precursor to higher industrial activity. Already the capacity utilization rates in Indian manufacturing sector are recovering as industries have stepped up their production volumes. As this momentum sustains, the country may enter a new capex cycle. The universal vaccination program by the Government has played a big part in reinstating confidence among the population, in turn helping to revive private consumption.

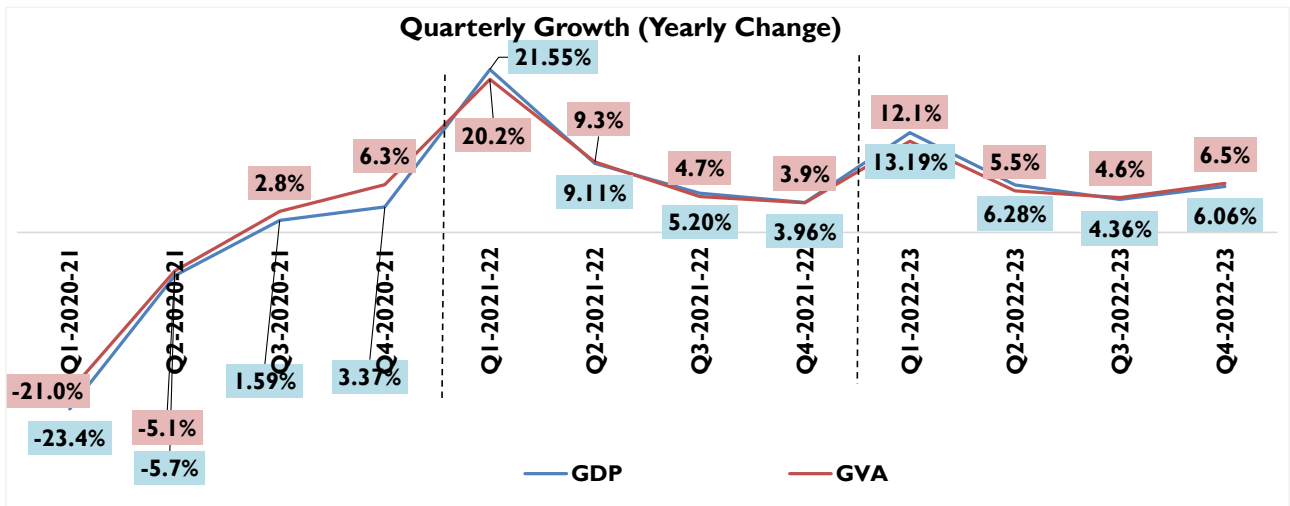
Realizing the need to impart external stimuli, the Government stepped up its spending on infrastructure projects which in turn had a positive impact on economic growth. The capital expenditure of central government increased by nearly 24.5% during FY 2023 as compared to the previous fiscal. The improvement was accentuated further as the Union Budget 2023-2024 announced 37.4% increase in capital expenditure (budget estimates), to the tune of Rs 10 trillion. The announcement also included 30% increase in financial assistance to states at Rs 1.3 trillion for capex. This has provided the much-needed confidence to private sector, and in turn attracted private investment.

India's GDP in FY 2023 grew by 7.2% compared to 9.1% in the previous fiscal on the back of slowing domestic as well as external demand owing to series of interest rate hikes globally to tackle high inflation. The year-on-year moderation in growth rate is also partly due to a fading impact of pandemic-induced base effects which had contributed towards higher growth in FY 2022. On quarterly basis, the country growth moderated in Q2 and Q3 of FY 2023 which highlights impact of slowing economy on the back of monetary tightening. During Q3 FY 2023, the country's GDP grew by 4.36% against 6.28% y-o-y increase in the corresponding quarter last fiscal. However, the fourth quarter of FY 2023 saw a rebound in growth rate, indicating an optimistic scenario.

Growth Trend (Constant 2011-12 Prices)



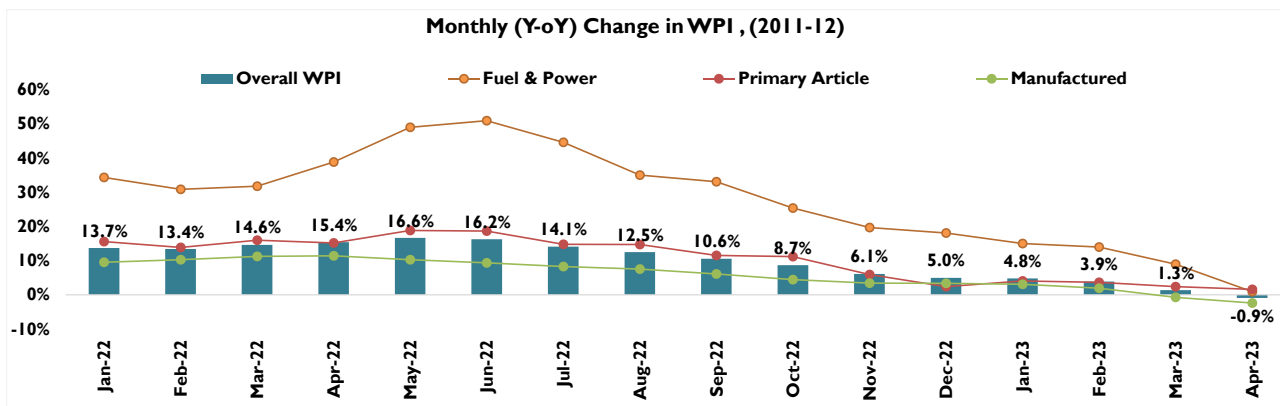
Source: Ministry of Statistics & Programme Implementation (MOSPI)  
RE stands for Revised Estimates, SAE stands for Second Advance Estimates



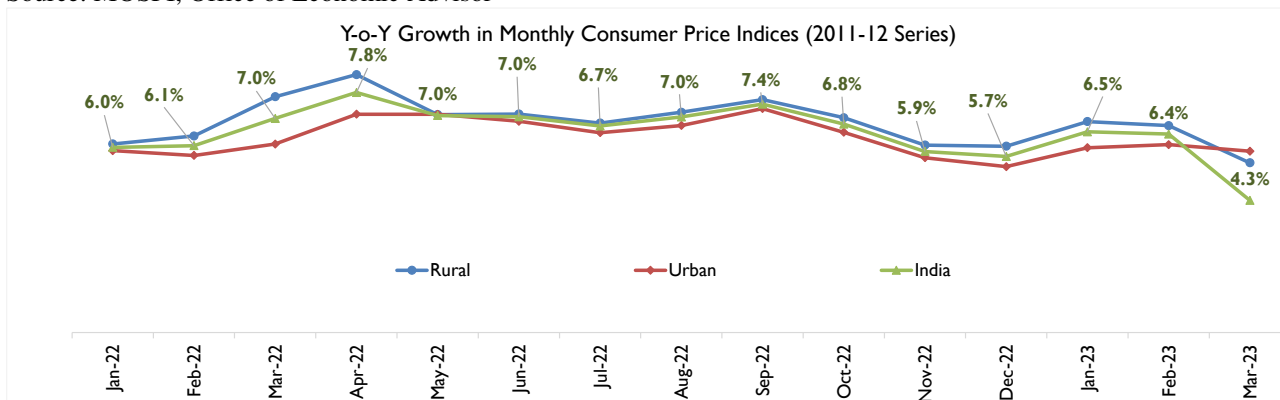
Source: Ministry of Statistics & Programme Implementation (MOSPI)

### Inflation Scenario

Wholesale Price Index (WPI) is moderating on the back of softening of prices. Compared to April 22, WPI in April 2023 dropped by -0.9%. This is primary on the back of softening of fuel & power prices. Monthly y-o-y change (April 2023 v/s April 2022) for manufactured products was -2.9%, and this too contributed to the moderation in WPI. Softening prices of mineral oils, chemicals & chemical products, textiles, crude petroleum & natural gas, textiles, and food products. contributed towards moderation in WPI inflation.



Source: MOSPI, Office of Economic Advisor



Source: CMIE Economic Outlook

Retail inflation rate (as measured by Consumer Price Index) again jumped above 6% tolerance limit of the central bank in January 2023 after observing mild moderation in the previous two month. The overall CPI grew by 6.5% in January 2023 due to spike in food inflation and CPI food index grew by 5.9% during FY 2023 against 4.2% y-o-y growth in the previous year. Within food index, Cereals and product-led food inflation reached 16.1 per cent in January 2023 from 13.8 per cent in December 2022. As a part of anti-inflationary measure, the RBI has hiked the repo rate by 225 bps since May 2022 to current 6.5% (May 2023), with latest fourth round hike announced on 8 Feb 2023. The Reserve Bank of India has estimated an average inflation rate of 6.5% for FY 2023. Since then, retail inflation appears to be softening, as it grew by 6.4% and 4.3% respectively in February and March of 2023.

## Enabling factors for Indian Manufacturing sector growth

### Government focus on infrastructure development

Infrastructure development has remained recurring theme in India's economic development. As India aims to grow to a USD 5 trillion economy by 2027, Construction sector that include Infrastructure construction will be critical for boosting economic growth as it is the key growth enabler for several other sector. Infrastructure development provides impetus to other sectors like cement, bitumen, iron and steel, chemicals, bricks, paints, tiles, financial services among others. A unit increase in expenditure in construction sector has a multiplier effect on other sectors with a capacity to generate income as high as five times in other sectors. The sector enjoys intense focus from the Government which is well reflection in higher budgetary allocations. To push the infrastructure development, government has also announced higher budgetary allocation, various arrangement for raising funds through road asset monetization plan and converting of NHAI's existing InvIT into a public one is also planned. With economic targeting to reach USD 5 trillion economy by 2027, demand for various infrastructure facilities such as power, cargo movement, passenger movement is likely to grow which necessitate steady capacity addition in infrastructure facilities. Speedy progress and time-bound completion of infrastructure project would key factor to watch that will determine the sector performance.

The launch of flagship policies like National Infrastructure Pipeline (NIP), and PM Gati Shakti plan have provided the coordination & collaboration that was lacking earlier. Both NIP and PM Gati Shakti are ambitious billion-dollar plans that aim

to transform India's infrastructure, elevating it to the next level. These projects are expected to improve freight movement, debottleneck the logistics sector, and improve the industrial production landscape, which would provide the incremental growth in GDP. In its Union Budget FY 2023, the Government has increased the capital expenditure by 35% to nearly INR 7.5 lakh crore – which indicates the strong Government focus on improving the overall infrastructure landscape in India.

### *Development of Domestic Manufacturing Capability*

The Government launched Production Linked Incentive (PLI) scheme in early 2020, initially aimed at improving domestic manufacturing capability in large scale electronic manufacturing and gradually extended to other sectors. At present it covers 14 sectors, ranging from medical devices to solar PV modules. The PLI scheme provides incentives to companies on incremental sales of products manufactured in India. This incentive structure is aimed to attracting private investment into setting up manufacturing units and thereby beef up the domestic production capabilities. The overall incentives earmarked for PLI scheme is estimated to be INR 2 lakh crore. If fully realizing the PLI scheme would have the ability to add nearly 4% to annual GDP growth, by way of incremental revenue generated from the newly formed manufacturing units.

### *Strong Domestic Demand*

Domestic demand has traditionally been one of the strong drivers of Indian economy. After a brief lull caused by Covid-19 pandemic, the domestic demand is recovering. Consumer confidence surveys by Reserve Bank / other institutions are points to an improvement in consumer confidence index, which is a precursor of improving demand. India has a strong middle-class segment which has been the major driver of domestic demand. Factors like fast paced urbanization and improving income scenario in rural markets are expected to accelerate domestic demand further. This revival is perfectly captured by the private final consumption expenditure (PFCE) metric. PFCE as a percentage of GDP increased to nearly 59.2 during the first half of FY 2023<sup>1</sup>, which is the highest level it has achieved during the past few years. Although pent-up demand has played a part in this surge, this is an indication of normalization of demand.

There are two factors that are driving this domestic demand: One the large pool of consumers and second the improvement in purchasing power.

- The share of middle class increased from nearly 14% in 2005 to nearly 30% in 2021 and is expected to cross 60% by 2047 (Placeholder1)<sup>2</sup>. This expanding middle class household segment is fuelling India's growth story and would continue to play a key role in propelling India's economic growth.
- As per National Statistics Office (NSO) India's per capita income (in current prices) stood at INR 1.72 lakhs in FY 2023 which is nearly double of what it was in FY 2015. This increase in per capita income has impacted the purchasing pattern as well as disposable spending pattern in the country. Consumer driven domestic demand is majorly fuelled by this growth in per capita income.

### *Digitization Reforms*

Ongoing digitization reforms and the resultant efficiency gains accrued would be a key economic growth driver in India in the medium to long term. Development of digital platforms has helped in the seamless roll out of initiatives like UPI, Aadhaar based benefit transfer programs, and streamlining of GST collections. All of these have contributed to improving the economic output in the country. Some of the key factors that have supported the digitization reforms include – the growth in internet penetration in India together with drop in data tariffs, growth in smartphone penetration, favourable demographic pattern (with higher percentage of tech savy youth population) and India's strong IT sector which was leveraged to put in place the digital ecosystem. All these factors are expected to remain supportive and continue to propel the digitization reforms in India.

## **B. Global Industrial Gas Turbine Market**

### **Product Profile**

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<sup>1</sup> India Economic Survey FY 2023, Full year data is yet to be released.

<sup>2</sup> As per the survey conducted by People Research on India's Consumer Economy. Households with annual income in the range of INR 5 – 30 lakh is considered as middle-class households.

A turbine is a device designed to convert fluid energy—whether from air, water, steam, or gas—into useful rotational mechanical energy. Turbines come in various types, each tailored for specific applications. Common examples include steam turbines, gas turbines, and hydraulic turbines.

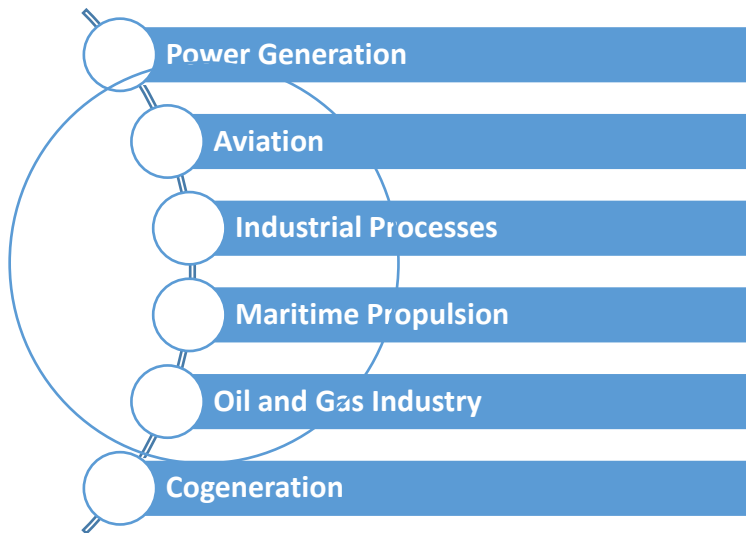
### Gas Turbines

A gas turbine is a type of mechanical device with the ability to transform natural gas or other liquid fuels, compressed into pressurized gas, into mechanical energy. This mechanical energy, in turn, propels a generator to generate electricity distributed along power lines or provide kinetic energy to an airplane or jet. An industrial gas turbine, specifically, refers to a larger-scale version used in industrial applications, such as electricity generation and mechanical equipment.

Gas turbines operate based on the Brayton cycle, a fundamental thermodynamic process. This cycle involves the combustion of fuels like natural gas, kerosene, propane, or jet fuel, resulting in the production of pressurized gas. The heat generated during this combustion process causes the expansion of air. This expanded air flows through the turbine, harnessing its kinetic energy and converting it into practical, usable energy.

### Key Application Segments

Gas turbines find diverse and indispensable applications across several sectors due to their efficiency, reliability, and adaptability. Here are key areas where gas turbines are widely utilized:



- **Power Generation:** Gas turbines are a cornerstone in power plants, generating electricity efficiently. Their rapid response to changing demands and ability to operate in various conditions make them ideal for both baseload and peak power generation.
- **Aviation:** Gas turbines power aircraft engines, propelling airplanes, and jets. Their high power-to-weight ratio and efficiency contribute to faster travel and have been instrumental in shaping the modern aviation industry.
- **Industrial Processes:** Gas turbines play a crucial role in industrial settings, driving machinery, pumps, and compressors. They provide process heat for manufacturing, enhancing overall efficiency and productivity in diverse industrial applications.
- **Maritime Propulsion:** Gas turbines are employed in naval vessels and certain commercial ships for propulsion. Their compact design, high power output, and rapid response make them suitable for naval operations and maritime transport.
- **Oil and Gas Industry:** Gas turbines are used in the oil and gas sector for various applications, including powering drilling rigs, gas compression stations, and offshore platforms. Their reliability and adaptability make them well-suited for remote and challenging environments.
- **Cogeneration (Combined Heat and Power):** Gas turbines are employed in cogeneration systems, where they simultaneously generate electricity and utilize the waste heat for heating or cooling applications. This enhances overall energy efficiency in buildings and industrial facilities.

In addition to the above, other applications of gas turbines includes their versatile applications with renewable energy integration, where they serve as crucial support during intermittent periods of renewable energy production. Rapid start-up and responsiveness make gas turbines adept at complementing the variable nature of renewable sources.

Additionally, gas turbines also contribute significantly to district heating systems, where they not only generate electricity but also provide thermal energy for residential and commercial heating purposes. Furthermore, in emergency scenarios, gas turbines act as emergency power generators, safeguarding critical facilities like hospitals, data centres, and military installations.

**Global Market Scenario**

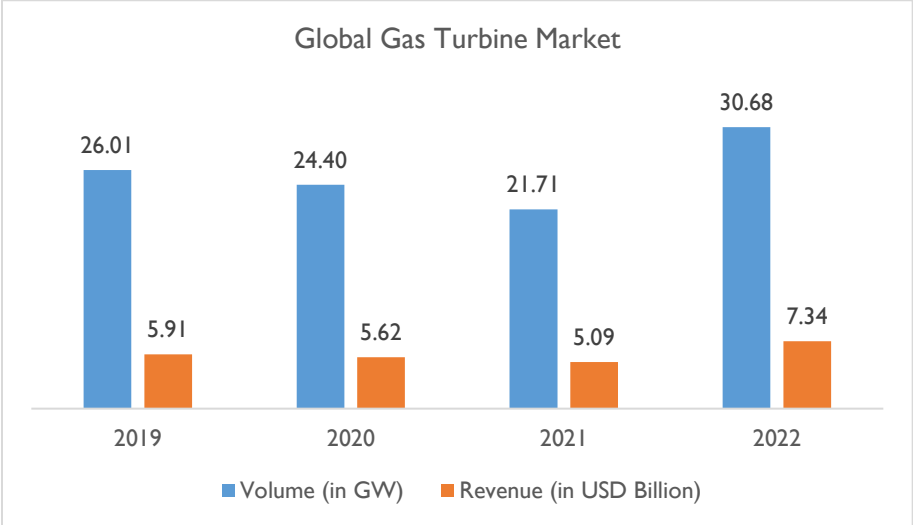
Markets worldwide are undergoing a significant shift. Nations are striving towards cleaner fuels as source for energy for more sustainable solutions to address environmental challenges and reduce their carbon footprint. Increasing environmental concerns and a push for sustainable energy solutions have propelled the demand for gas turbines that operate on cleaner fuels, such as natural gas. This transition aligns with global efforts to reduce carbon emissions and address climate change.

The involvement of gas turbines has proven to significantly reduce carbon emissions compared to conventional technologies. The industry benefits from the abundant availability of natural gas, high efficiency, and shorter lead times. Manufacturers, operating with effective thermodynamic cycles and optimized standardized processes, have contributed to improved product efficiencies, environmental compatibility, power output, and cost competitiveness.

Gas turbines find wide applications in power generation, oil & gas, and various manufacturing sites. The surging trend of distributed power generation, coupled with large-scale investments in the extraction and trade of natural gas, establishes a favourable business scenario. The rising deployment of cogeneration plants, along with increased turbine orders globally, energizes the business landscape.

**Market Size**

The global gas turbine market has exhibited a nuanced trajectory in terms of volume over the past four years. In 2019, the market captured a volume of 26.01 GW, demonstrating a robust industry. However, the subsequent years witnessed a decline, with 2020 and 2021 recording volumes of 24.40 GW and 21.71 GW, respectively. These contractions could be attributed to the broader economic impact of the COVID-19 pandemic, causing delays in projects and a cautious approach to capital-intensive investments.



Source: Dun & Bradstreet Research, Industrial Gas Turbine Market Report by Global Market Insights

However, 2022 saw a remarkable recovery with 41% year-on-year growth observed in terms of volume. This resurgence in 2022, with a recorded volume of 30.68 GW, indicated a significant recovery and a potential shift in market dynamics. This upswing can be attributed to renewed infrastructure investments, a growing emphasis on cleaner energy solutions, and a rebound in industrial activities. The gas turbine market's ability to rebound to higher volumes underscores its adaptability and resilience in the face of challenging circumstances.

In value terms, the revenue performance of the global gas turbine market has mirrored the volume trends, albeit with some nuances. In 2019, the market generated USD 5.9 Bn in revenue. The subsequent years, however, witnessed a decline, with revenue dropping to USD 5.62Bn in 2020 and further to USD 5.09 Bn in 2021. This divergence from volume trends suggests potential pricing pressures, indicating that while volumes contracted, the market also faced challenges in maintaining pricing levels.

However, revenues witnessed a greater annual surge in 2022 with a 44% increase, reaching USD 7.34 billion. This resurgence may be indicative of strategic shifts in pricing strategies, increased demand for specific product segments, new government policies or a recalibration of market forces.

## **Demand Drivers**

### ***Paradigm Shift towards energy optimization***

As the world experiences continuous industrialization, population growth, and economic expansion, there is a heightened focus on optimizing energy production. This shift is driven by the ever-increasing demand for electricity on a global scale. Industries worldwide are increasingly prioritizing energy-conscious solutions to minimize environmental impact and operational costs. This shift involves integrating advanced technologies, data analytics, and innovative design strategies to optimize turbine performance and overall energy utilization.

### ***Implementation of Government norms***

The global focus on cleaner energy sources is driven by a commitment to a sustainable development, environmental conservation, and reducing the carbon footprint. Policies and initiatives are implemented to transition towards an eco-friendlier energy landscape. In this context, the promotion of cleaner energy sources like natural gas aligns with global efforts to mitigate climate change.

Policies pertaining to the reduction of emissions through carbon budgets & limits will increase the gas turbine demand. The decrease in the usage of carbon-emitting sources will facilitate the adoption of sustainable energy which is both eco-friendly & energy-efficient. The growing adoption of energy-efficient generation technologies coupled with simultaneous utilization of generated heat will fuel the demand for gas turbine installations.

### ***Growing Travel & Tourism Industry***

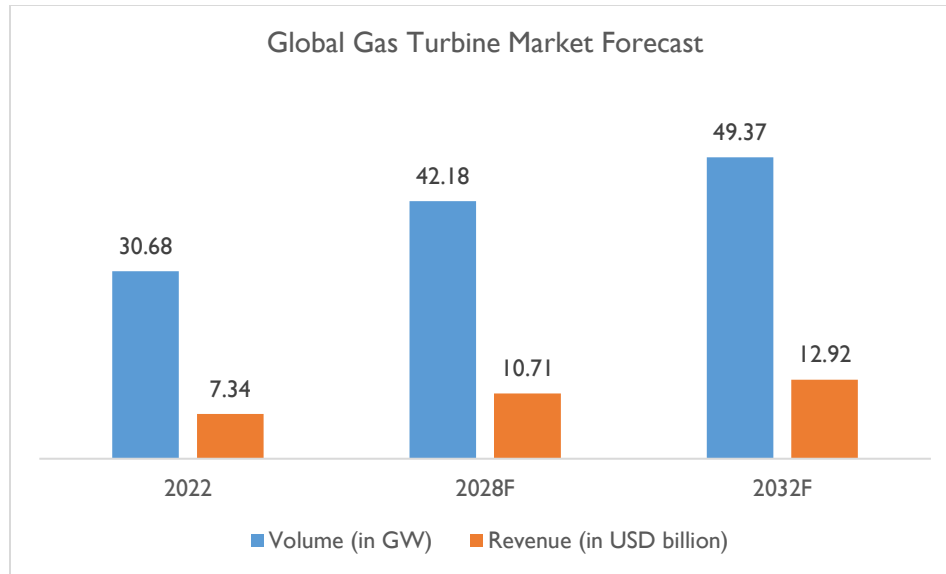
World travel data suggest international arrivals surging from 949 Mn in 2010 to nearly 1,207 Mn in 2015—registering 4.9% CAGR during the above period. Gas turbines play a pivotal role in powering aircraft engines, making them a critical component in meeting the rising demands of the aviation industry spurred by the growth in international tourism.

### ***Requirement for cleaner fuels***

Stricter environmental regulations push power producers to improve their gas turbines' efficiency and emissions performance. The increasing demand for clean and efficient energy is one of the prominent drivers of the industrial gas turbine market. Gas turbines are considered one of the most efficient and cleanest forms of power generation, as they emit less carbon dioxide compared to traditional fossil fuel-based power generation systems. This has led to an increase in the adoption of industrial gas turbines in various industrial and commercial applications.

## **Growth Forecast**

The global gas turbine market is poised for robust growth in the coming years. The projected volume is expected to reach 42.18 GW and revenue to USD 10.71 Bn by 2028. Further expansion is anticipated, with the forecasted figures for 2032 at an impressive 49.37 GW in volume and USD 12.92 Bn in revenue. Advances in technology, coupled with rising investments in power generation infrastructure, are expected to propel the market forward. Additionally, a growing emphasis on cleaner energy sources and the transition towards natural gas as a cleaner fuel alternative will contribute to the positive trajectory.



Source: Dun & Bradstreet Research, Industrial Gas Turbine Market Report by Global Market Insights

## Industry Dynamics

Suppliers in the gas turbine industry face limitations in negotiating ability due to the overwhelming number of suppliers and the standardized nature of raw materials like special steel and titanium alloys. The high-volume production further hinders scale-back ability, negatively impacting supplier power. Yet, in cases of high-end customized components, suppliers gain leverage over buyers. On the buyer side, the limited number of buyers amplifies their power, reinforced by a multitude of suppliers and large volume purchasing with minimal switching costs. Key imperatives for buyers include after-sales service, product quality, distribution efficiency, operational efficiency, and turnaround time.

In terms of new entrants, industry giants like General Electric and Siemens Energy have established formidable positions, making it challenging for new players to enter the market due to economies of scale, distribution channels, and brand recognition. However, a positive consumer and regulatory outlook towards sustainable energy integration may incentivize regional market players. The threat of substitutes, such as steam turbines and advancing reciprocating engine technology, introduces competition, yet the high availability of auxiliary fuel turbines maintains a competitive edge. Ongoing investments in new generating capacity additions also ensure the continued relevance of open and combined cycle power.

### Key factors shaping the market:

#### Dominance of Large Players

The market is largely controlled by a handful of major companies, each possessing substantial financial and technological resources. Companies such as General Electric, Siemens Energy, Mitsubishi Power, and Rolls-Royce are pivotal players, often setting the pace for technological innovation and market trends. Their established presence and extensive customer relationships contribute to a formidable market share, creating challenges for smaller entrants to gain traction.

#### High Entry Barriers

Entering the industrial gas turbine market poses considerable challenges due to the high entry barriers. The capital-intensive nature of the industry, coupled with stringent regulatory requirements and the need for specialized expertise, acts as a deterrent for new entrants. Large players have historically invested in developing the necessary infrastructure, technological know-how, and global service networks, solidifying their position and deterring potential competitors.

#### ➤ **Capital Intensity and Research Investments:**

The development of industrial gas turbines requires substantial financial investments in research and development. The complexity of designing and manufacturing advanced turbine systems necessitates significant capital resources. Established companies with robust financial capabilities are better equipped to fund extensive R&D initiatives, giving them a competitive



advantage. Smaller players, often constrained by limited financial resources, find it challenging to match the scale of investment required to compete effectively.

➤ **Regulatory Compliance and Sustainability:**

The industrial gas turbine sector operates within a tightly regulated framework concerning emissions and environmental impact. Compliance with these regulations is not only a legal necessity but also a competitive advantage. Companies that proactively address environmental concerns by developing low-emission combustion systems, exploring sustainable fuel options, and aligning with global sustainability goals position themselves favourably in the market. Regulatory adherence also plays a role in shaping customer perceptions and influencing purchasing decisions.

**Technological Differentiation**

Technological prowess also plays a key role in shaping this market. Companies strive to outdo each other by developing turbines with higher efficiency, lower emissions, and enhanced operational flexibility. The ability to offer comprehensive solutions, including digital services for performance monitoring and maintenance optimization, further sets companies apart. Technological advancements not only drive market success but also influence customer decisions, as industries seek cutting-edge solutions to meet stringent environmental regulations and improve overall operational efficiency.

**Global Reach and Service Excellence**

Establishing a global service network is paramount in the industrial gas turbine sector. Companies must ensure they can provide timely maintenance, repairs, and upgrades across diverse geographical locations. The ability to offer comprehensive after-sales services enhances customer satisfaction and fosters long-term partnerships. Large players leverage their global presence to deliver a seamless customer experience, utilizing their extensive service networks as a competitive differentiator.

**Strategic Alliances and Partnerships**

In the pursuit of a competitive edge, companies often engage in strategic alliances and partnerships. Collaborations with research institutions, energy companies, and technology providers enable access to complementary expertise and resources. These alliances facilitate the development of integrated solutions, creating a broader market appeal and enhancing overall competitiveness.

**C. Aerospace and Defence (A&D) Components**

**Product Profile**

The aerospace industry is broadly segmented into two segments i.e., **commercial & general aircrafts** and **military aircraft**. *Commercial aircrafts* are used for the transportation of passenger and goods for commercial reasons while *military aircrafts* are used for defence purpose. Military aircrafts are fully equipped with equipment to support combat operations and are specifically designed for different purposes.

**Overview of Indian Aerospace and A&D Components Industry**

India is emerging as a key player in the global aerospace and defense component supply chain, solidifying its position as a significant contributor to the aerospace industry. Over the past decade, India's role has undergone a transformative shift, transitioning from being a consumer to a significant supplier of critical components that fuel the operations of leading global players in the A&D sector.

Currently, the Indian aerospace industry largely comprises of companies that are engaged in design, development and manufacture of parts and components used in aircraft, both civilian and defense aircrafts, as well as space crafts. The country has evolved itself as an export driven market in aerospace component segment, with initial crop of players emerging as a component supplier to global civil aviation OEMs.

This transformation is underpinned by a combination of strategic initiatives, technological advancements, a growing ecosystem of skilled professionals, and initiatives like Make in India and Atma-Nirbhar Bharat which are creating further opportunities in domestic market. As the demand for sophisticated A&D components continues to rise globally, India's capabilities in manufacturing, research, and development have positioned the nation as a reliable and competitive source for high-quality aerospace and defense components.

Presently, the Indian aerospace industry asserts its compliance with stringent quality standards mandated by global aerospace majors. Players in the Indian aerospace and defense component sector are actively involved in designing and manufacturing parts for both civil and military aircraft, space propulsion units, and related industries. Key aircraft components produced in India encompass aircraft engines and engine parts, fuselage, propellers and rotors, landing gear, electric and hydraulic controls, and avionics.

Beyond manufacturing, several companies in the industry offer services such as non-destructive testing (NDT), virtual prototyping and testing, manufacturing engineering, product data management, and technical documentation. The industry has undergone substantial evolution to the extent that Indian firms now serve as manufacturing partners for global aerospace majors, supplying crucial components and systems.

## **Market Overview**

### **Developments in domestic market**

The domestic A&D industry has witnessed significant changes in the last ten to fifteen years. The demand for aerospace components, systems and design is closely linked to the expansion in civil aviation and defense segment. Capacity expansion in commercial airliner fleet, improvement in airport infrastructure, increased defense spending on acquiring assets, government increasing indigenization and aggressive defense modernization helped in transforming the domestic aerospace industry and the A&D component industry. At present, Indian A&D component industry is still in its infancy, but it is expected to scale up to become a USD 70 Bn industry by 2030<sup>3</sup>. Furthermore, the Ministry of Defence has set a target of achieving a turnover of USD 25 Mn in aerospace and defence manufacturing by 2025, which includes USD 5 Bn in exports. Since, aerospace parts and components are used in civil aviation sector, defense, and space sector. Consequently, the growth in aerospace industry is hinged to the business sentiment prevailing in its consumer industries.

### **Growth Outlook**

The Indian aerospace and defense industry is poised for exponential growth in the coming year. India's strategic geopolitical location positions it as a key player in the region. There are various factors fueling the expansion of the aerospace and defense sector in India. Notably, the government's initiatives play a pivotal role in fostering this industry growth. Initiatives like the Make in India program, geared towards establishing India as a global manufacturing hub, and the Defense Procurement Policy (DPP), emphasizing the indigenization of defense equipment production, contribute significantly.

Furthermore, the overall manufacturing sector including A&D component industry is poised to flourish in the near term as global giants embark on a 'China Plus' strategy to safeguard their supply chains. To utilize this opportunity, the government of India is increasingly focusing on heavy infrastructure and manufacturing push, and capex plans of domestic manufacturing companies are expected to gain momentum. Beside increase in manufacturing base, the country's defense modernization plans have generated heightened demand for aerospace and defense equipment, unlocking opportunities for industry advancement.

India currently stands as the fastest-growing aviation market globally, with expectations to cater 450 million passengers across over 200 airports by 2030, growing at a CAGR of 4.67% from the current 327 million passengers. To meet this escalating demand, domestic airlines are actively enhancing their capacity, with expectations of incorporating over 1,400 commercial aircraft into India's civil aviation fleet in the next five years. From a manufacturing standpoint, this surge in new orders is poised to elevate the procurement of systems and sub-assemblies from Indian aerospace equipment vendors by global OEMs.

## **D. EPC Industry**

### **Industry Overview**

The EPC (Engineering, Procurement, and Construction) business in India encompasses a dynamic sector integral to infrastructure development. In this industry, entities undertake the end-to-end responsibility of projects, starting from conceptualization to completion. EPC companies are often used in extensive undertakings like power plants, refineries, chemical processing facilities, and infrastructure projects. Clients opt for EPC companies due to their ability to provide an all-

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<sup>3</sup> Insights – Economic Times Aerospace & Defence Summit 2022

encompassing solution throughout the project lifecycle, simplifying the process and minimizing the challenges associated with overseeing various contractors and suppliers.

The key components of EPC involve several processes like engineering design, procurement of materials, ensuring timely and cost-effective acquisition of necessary resources, and construction services, overseeing the physical realization of projects. Together, these elements form a comprehensive approach that facilitates seamless execution and delivery of diverse projects within the Indian landscape.

## Oil & Gas Exploration and Distribution Sector

### Infrastructure Mapping: Refineries & Pipelines

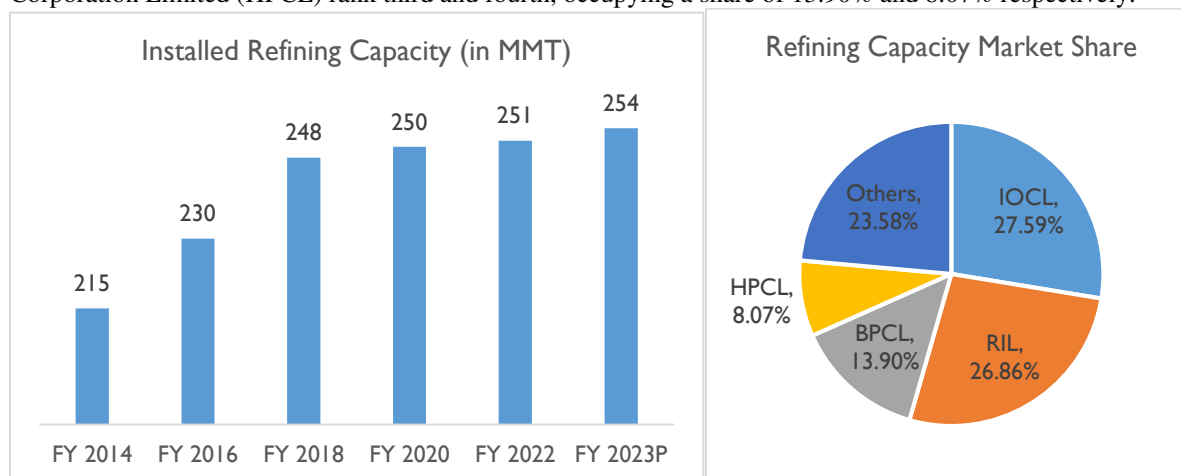
#### Crude Oil Market Overview

India stands as the world's third-largest consumer of crude oil. Positioned at 22nd globally with proved reserves of crude oil, India boasted 600 tonnes of reserves at the close of 2020, accompanied by a Reserves/Production ratio of 16.1. In the global hierarchy of crude oil producers for the year 2022, India secured the 24th position, contributing 33 million tonnes.

The primary contributors to crude oil and gas production in India are the national exploration and production entities, namely ONGC and Oil India Limited, alongside private exploration and production companies overseen by DGH. In the fiscal year 2022–23 (P), indigenous crude oil production, including condensate, reached 29.2 MMT. Within this, ONGC held a dominant share of 66.8%, OIL contributed 10.8%, and the Production Sharing Contract (PSC) entities accounted for 22.4%.

#### Refining Capacity

The crude oil refining capacity in India has reached 254 million metric tonnes (MMT), up from 215 MMT in 2014. Indian Oil Corporation (IOCL) has the largest installed refining in India, accounting for 27.59% of the share. This is followed by Reliance Industries Limited (RIL), with a share of 26.86%. Bharat Petroleum Corporation Limited (BPCL) and Hindustan Petroleum Corporation Limited (HPCL) rank third and fourth, occupying a share of 13.90% and 8.07% respectively.



Source: Petroleum Planning & Analysis Cell, P Stands for provisional.

Others include Chennai Petroleum Corporation Limited, Numaligarh Refinery Limited, Oil and Natural Gas Corporation, Mangalore Refinery And Petrochemicals Limited, and Nayara Energy Limited. Together, these refineries account for 23.58% of the total installed refining capacity in India.

#### Pipeline Infrastructure

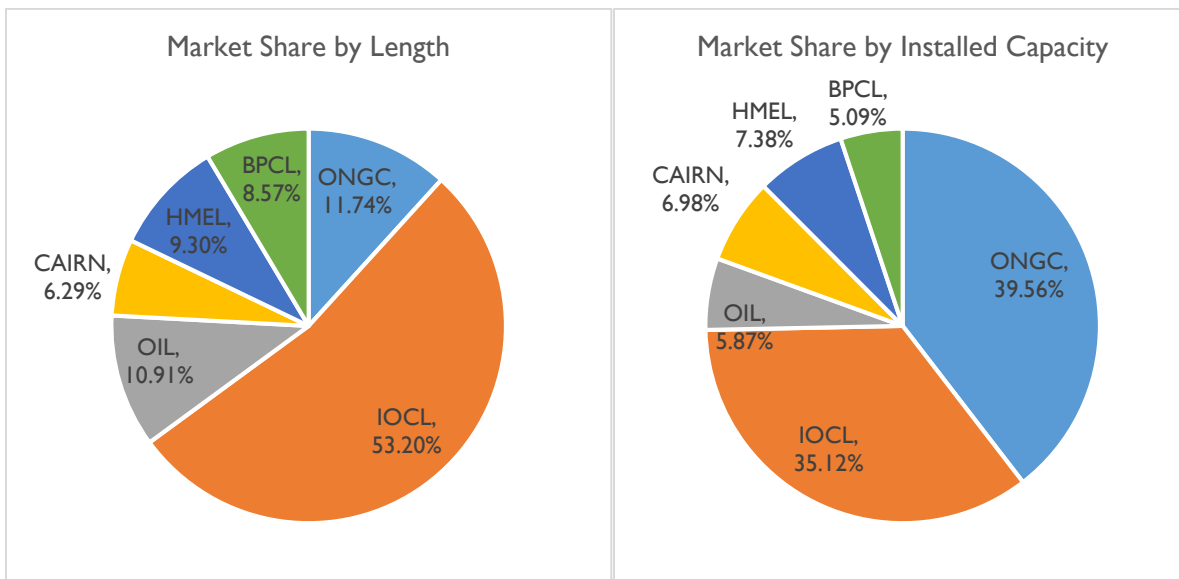
As of October 2023, the total length of crude oil pipeline network across India is 10,938 km with a capacity of 153.1 MMTPA. During FY 2022-23, the utilization of the crude oil pipelines was 72.7%. The utilization of Crude oil pipeline increased by 3.0 percentage points during FY 2022-23 as compared to the previous year.

Major crude oil pipeline network (As of October 2023)			
Operator	Length (KM)	Capacity (MMT)	Throughput (MMT)*
ONGC	1,284	60.6	19.9
IOCL	5,819	53.8	53.4
OIL	1,193	9.0	6.8
CAIRN	688	10.7	7.2
HMEL	1,017	11.3	12.8
BPCL	937	7.8	7.8

\*Throughput has been taken by FY 2023 numbers.

The Oil and Natural Gas Corporation (ONGC) has the largest installed capacity, accounting for approximately 40% of the share. However, in terms of length, it is only the second largest. Indian Oil Corporation (IOCL) ranks first in terms of length, spanning over a vast expanse of more than 5,800 kilometres and accounts for 53.2% of the total crude oil pipeline network in the country. In terms of capacity, it occupies a share of 35% within the overall crude oil pipeline network.

Other major players such as Oil India Limited (OIL), Cairn, HPCL-Mittal Energy Limited (HMEL), and Bharat Petroleum Corporation Limited (BPCL) together account of 35% of the total length and 25% of the total installed capacity in India.

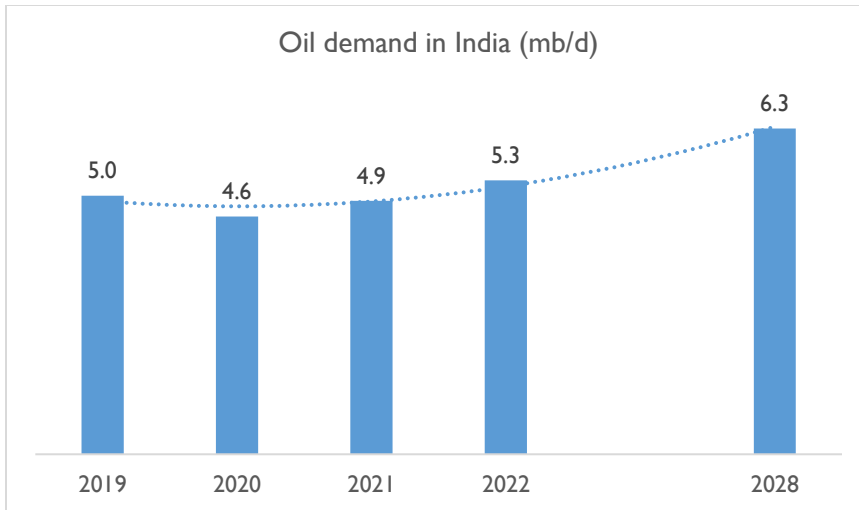


Source: Petroleum Planning & Analysis Cell, As on October 2023

### Oil Demand in India

The International Energy Agency projects a slowdown in the global growth of oil demand from 2022 to 2028, attributing it to the accelerating energy transition. The anticipation of an overall peak in oil demand adds a crucial dimension to the evolving dynamics of the energy landscape.

Contrastingly, India emerges as a notable exception to this global trend, demonstrating a discernible surge in oil demand. In 2019, India's oil demand stood at 5 million barrels per day (mb/d), and by 2022, it escalated to 5.3 mb/d. This uptick follows a significant 8% contraction in demand in 2020, attributable to the disruptions caused by the COVID-19 pandemic. Demonstrating resilience, the industry rebounded robustly, experiencing consecutive annual increases of 7% and 8% in 2021 and 2022, respectively.



Source: International Energy Agency

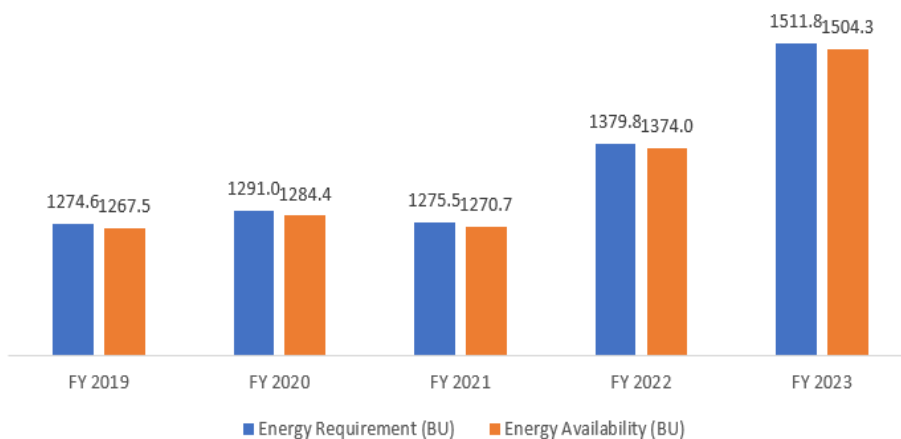
## Demand Drivers

### Rising Energy Consumption

India's growing population and expanding economy contribute to an increased demand for energy. Oil and gas remain crucial components in fulfilling the country's rising energy needs, driving the necessity for refining and pipeline infrastructure.

Energy requirement in India peaked in FY 2023 with attaining an all-time high of 1,511.8 Bn units, a y-o-y increase of 9.48%. In comparison, only 1,504.3 Bn units were available. The deficit in energy supply has been on a rise since FY 2021. As of FY 2023, the deficit in supply reached 7.6 Bn units, as compared to previous 5.79 Bn Units and 4.87 Bn Units in FY 2022 and FY 2021 respectively. During the 5-year period between FY 2019 – FY 2023, the energy requirement in the country increased at a CAGR of 4.5%.

### Energy Requirement and Availability (in BU)



Source: Ministry of Power, Central Electricity Authority

India has been experiencing a significant and steady increase in the demand for power and electricity, driven by its rapidly growing population, urbanization, and industrialization. With these factors in play, the projected electrical energy requirements are expected to surge from 1,512 billion units (BU) in FY 2023 to 1,907 BU in FY 2027 and further to 2,472 BU in FY 2032. This surge in demand reflects the nation's increasing reliance on electricity for various sectors such as residential, commercial, and industrial.

<p style="text-align: center;"><b>Electrical Energy Requirement (BU)</b></p>	<p style="text-align: center;"><b>Peak Electricity Demand (GW)</b></p>
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Sources: CEA, (Electric Power Survey, 2022)

Furthermore, the peak electricity demand is estimated to rise from 216 GW in FY 2023 to 277 GW in FY 2027 and further to 366 GW in FY 2032. This projected increase in energy requirements in India is poised to drive a heightened demand for oil and gas refining.

As economic activities and industrial growth surge, the need for energy, especially in the form of oil and gas, is set to rise significantly. To accommodate this surge, there will be a parallel demand for advanced refining facilities and a robust pipeline network to ensure efficient distribution of refined products. This underscores the imperative for strategic investments in refining and pipeline infrastructure, positioning India to meet its growing energy demands effectively.

### ***Growing Population & Urbanisation***

The sustained growth in India's population, averaging a 1.39% annual increase over the past 25 years, signifies a demographic landscape that plays a pivotal role in shaping the nation's energy needs. While the growth rate moderated to 0.68% in 2022, the sheer scale of the population expansion highlights an increasing demand for energy resources to power various facets of daily life, including residential areas, industrial activities, and an expanding transportation sector.

Moreover, the simultaneous upward trend in urbanization, as detailed in the Handbook of Urban Statistics 2022, paints a dynamic picture. With over 469 million urban dwellers in 2021, this figure is projected to surge beyond 558 million by 2031 and is expected to exceed 600 million by 2036. The implications of this urbanization surge are profound, as urban centers are hubs of concentrated energy consumption, with demands arising from households, commercial establishments, and advanced infrastructure.

This combined effect of population growth and urbanization positions India at the nexus of surging energy requirements, particularly in the form of oil and gas. The need for refined products such as gasoline, diesel, and other derivatives is intricately linked to the energy demands of both the burgeoning population and the expanding urban landscape. To address this demand effectively, investments in advanced oil and gas refining technologies and the development of an extensive pipeline infrastructure become imperative. These infrastructural developments are key to ensuring a reliable and efficient energy supply to meet the diverse and escalating needs of India's evolving demographic and urban dynamics.

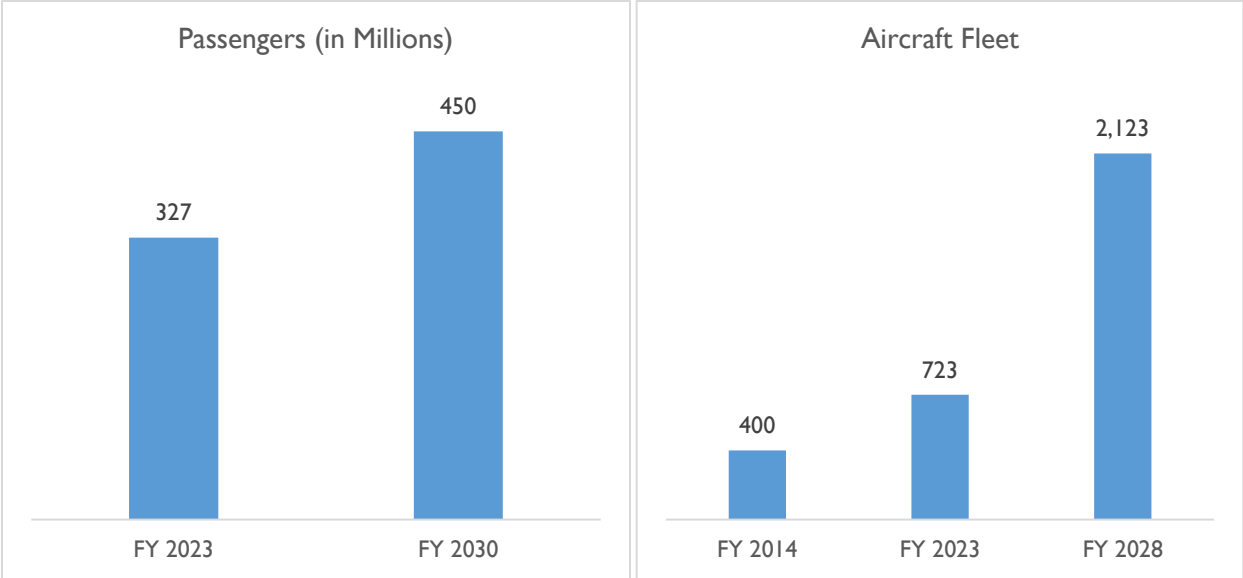
### ***City Gas Distribution***

City Gas Distribution plays a pivotal role in creating demand for gas pipeline infrastructure in India. Within this, several key factors contribute to this surge. First and foremost, heightened environmental concerns are driving the transition to cleaner energy sources, fostering an increased reliance on natural gas distributed through CGD networks. Additionally, the subsidy burden associated with conventional fuel sources further accentuates the need for sustainable and cost-effective alternatives like natural gas, motivating investments in pipeline infrastructure to facilitate its distribution. The presence of an enabling policy framework, with the government supporting CGD expansion, acts as a catalyst for infrastructure development.

The supply of domestic gas and the availability of affordable Re-Gasified Liquefied Natural Gas (RLNG) are pivotal determinants in the success of CGD networks. Investments in pipeline infrastructure become imperative to ensure the efficient transportation of these gas sources to urban centers. Moreover, the requisite infrastructure for CGD, including pipelines, compression stations, and distribution networks, forms the backbone of this distribution mechanism. As the CGD network expands, it aligns with the economic dynamics of the country, reflected in GDP growth and increasing household incomes. The interplay of these factors underscores the critical role of oil and gas pipeline infrastructure in meeting the rising demands of City Gas Distribution in India, contributing to a sustainable and cleaner energy future for urban centers.

**Increasing Tourism & Aviation industry**

The burgeoning tourism industry in India is emerging as a catalyst for a substantial demand surge in oil and gas refining and the development of pipeline infrastructure. As one of the nation's largest service sectors, tourism and hospitality are instrumental drivers of economic growth, poised to contribute a projected USD 250 billion to the country's GDP by 2030. This growth trajectory not only promises to create employment for 137 million individuals but also anticipates foreign exchange earnings of USD 56 billion.



Source: D&B Research

As the Ministry of Tourism designates 2023 as the 'Visit India Year,' aligning with India's G20 Presidency and the India@75 Azadi ka Amrit Mahotsav celebrations, a concerted effort is evident to promote inbound travel. This surge in tourism is intricately linked to increased transportation demands, particularly in the aviation sector.

Furthermore, India currently stands as the fastest-growing aviation market globally, with expectations to cater 450 million passengers across over 200 airports by 2030, growing at a CAGR of 4.67% from the current 327 million passengers. To meet this escalating demand, domestic airlines are actively enhancing their capacity, with expectations of incorporating over 1,400 commercial aircraft into India's civil aviation fleet in next five year.

This exponential growth in the aviation sector necessitates a corresponding increase in refined oil products for aviation fuel and a robust pipeline infrastructure to ensure the seamless distribution of these products to airports across the nation. The convergence of a flourishing tourism industry and the booming aviation sector underscores the critical role of oil and gas refining, as well as the strategic development of pipelines, to meet the energy demands and logistical requirements of these dynamically growing sectors in India.

**Government Initiatives and Policies**

The government's concerted push for cleaner energy sources and strategic infrastructure projects, notably the National Gas Grid, is a driving force behind the escalating demand for oil and gas pipeline infrastructure in India. These initiatives are designed to improve energy accessibility and decrease reliance on traditional energy sources. According to forecasts by the International Energy Agency (IEA), India's natural gas demand is poised to grow by 4% in 2023, with an anticipated average

annual increase of over 8% until 2026. The fertiliser sector, aiming to phase out urea imports by 2025, is expected to be a significant contributor to the surging industrial gas demand.

Thus, the government's proactive stance and ambitious energy targets are instrumental in fueling the demand for oil and gas pipeline infrastructure, driving investments to create a resilient and sustainable energy landscape in India.

**Infrastructure Mapping: Natural Gas**

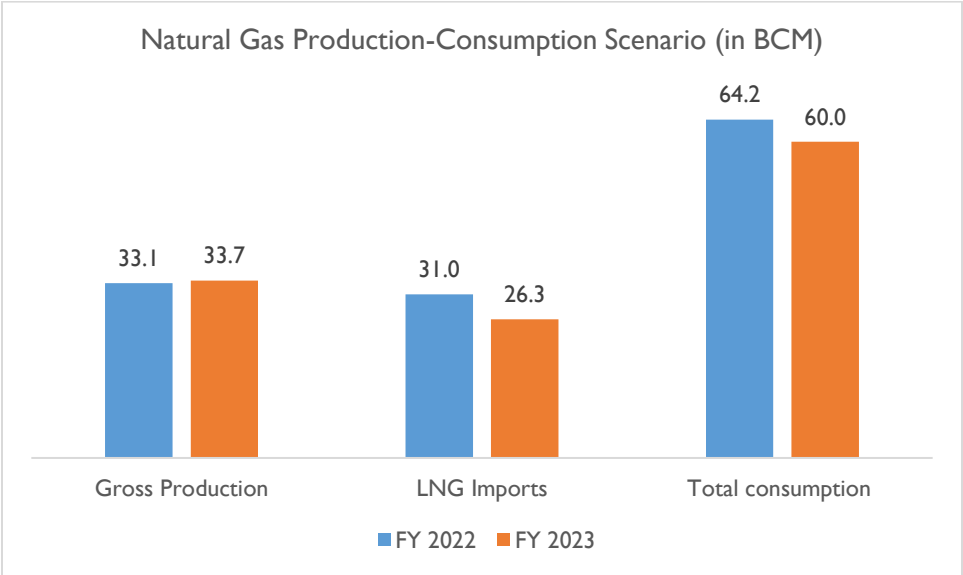
**Natural Gas Overview**

India's natural gas infrastructure serves as a critical framework for the nation's energy distribution, encompassing a sophisticated network of components that play distinctive roles in the journey from production to end-user consumption. This network majorly encompasses of gas pipelines, R-LNG terminals and CGD systems.

- Gas pipelines serve as the lifelines of India's energy transportation system. These extensive networks connect major gas production centres to various demand points, facilitating the efficient movement of natural gas across the country. The pipelines ensure a continuous and reliable supply of natural gas to industries, households, and commercial entities.
- Re-Gasified Liquefied Natural Gas (R-LNG) terminals play a key role in India's strategy to diversify its energy sources. These terminals receive imported LNG and convert it back into its gaseous form for integration into the national gas grid. By doing so, they contribute to ensuring a stable and flexible supply of natural gas, bridging the gap between global LNG markets and domestic energy needs. The main LNG terminals are at: Dahej, Hazira, Dabhol, Kochi and Ennore.
- City Gas Distribution systems are the final frontier in the journey of natural gas from production to consumption. These systems deliver natural gas directly to end-users in urban, commercial, and industrial areas. By expanding the reach of clean and efficient natural gas, CGD contributes to sustainable urban development, reduces environmental impact, and meets the diverse energy needs of consumers.

**Production-Consumption scenario**

Natural Gas production in India stood at 33.7 billion cubic meters (BCM) in FY 2023, up by a marginal 1.6% in FY 2022. From October 2022 to March 2023, the national production of natural gas has risen by approximately 0.8% compared to the same period in the previous year. This was primarily driven by a 10.5% increase in production from PSC/JVs fields and a 3.9% increase from OIL in nomination fields.



Source: Petroleum Planning & Analysis Cell



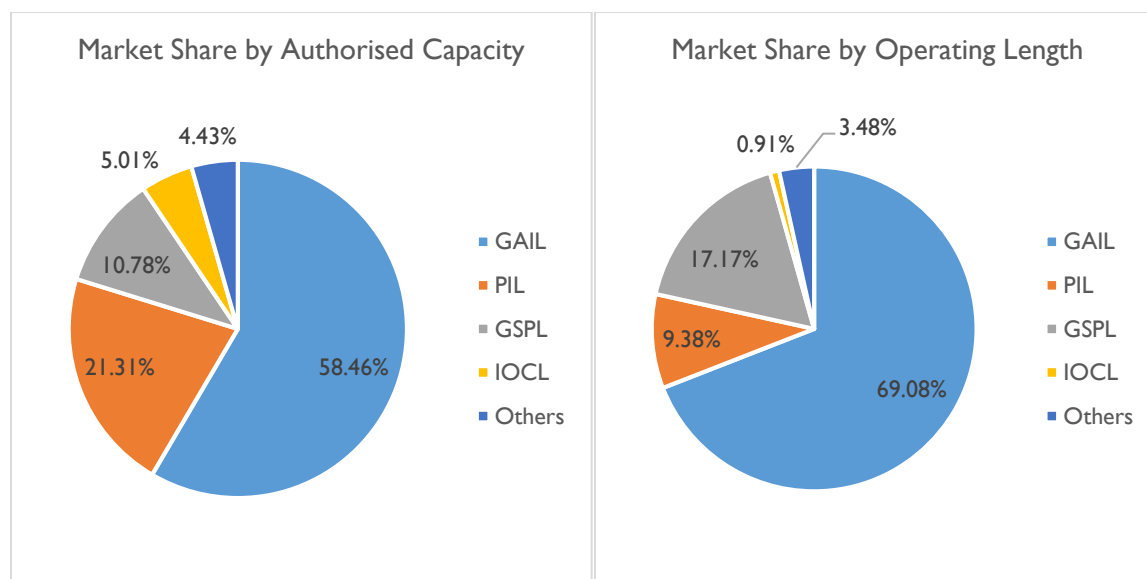
However, imports and consumption slightly declined, aligning with the global trend. According to IEA, global gas consumption shrank by an estimated 1.5% year-on-year (equivalent to 65 billion cubic meters) in 2022 – comparable to the demand reduction observed in 2009 after the financial crisis or during the global Covid-19 pandemic in 2020. This declining pattern persisted in the first quarter of 2023, as gas consumption decreased across major markets due to the ongoing impact of elevated prices on industrial and power sector usage, coupled with unusually mild weather conditions.

### Network Length and Capacity

Details		Length (KMs)	Total Length (KMs)
Authorized Natural Gas Pipelines	Common Carrier	32,043	33,592
	Tie-in connectivity	770.4	
	Dedicated	779.3	
Operational Natural Gas Pipelines	Common Carrier	21,922	23,173
	Tie-in connectivity	122	
	Dedicated	655	
	STPL	474	
Under Construction Natural Gas Pipelines	Common Carrier	11,284	12,206
	Tie-in connectivity	653	
	Dedicated	122	
	STPL	147	

As of March 31<sup>st</sup>, 2023, the total operational natural gas pipeline infrastructure spanned over 23,173 kilometres. Furthermore, 12,206 kilometres of natural gas pipelines are under construction. The total length of authorised gas pipelines stood at 33,592 kilometres in FY 2023.

As of 31<sup>st</sup> June 2023, the total operational length of Common Carrier Natural Gas pipeline network stood at 22,191 kilometres, with an under-construction length of 33,363 kilometres. Within this, fully operational common carrier natural gas pipeline network spans over 15,883 kilometres with a total authorised capacity of 399 MMSCMD.



Source: Petroleum & Natural Gas Regulatory Board

Of this, GAIL operates 10,930 kilometres with an authorised capacity of 233 MMSCMD, taking up the largest share within the fully operational common carrier natural gas pipeline network. Following this, PIL has an authorised capacity of 85 MMSCMD and an operating length of 1,484 kilometres, occupying the second largest share by capacity in the network.

GSPL accounts for the second largest share by length, operating an area spanning 2,716 kilometres with an authorised capacity of 43 MMSCMD. Lastly, OICL operates 143 kilometres with a capacity of 20 MMSCMD. Other companies include ONGC, AGCL, DFPCL, RGPL and GGL.

### City Gas Distribution Systems

CGD sector has four distinct segments, where Compressed Natural Gas (CNG) is predominantly used as auto-fuel and Piped Natural Gas (PNG) used in domestic, commercial, and Industrial segments.

#### Compressed Natural Gas (CNG)

The top 10 states in India account for nearly 80% of the CNG stations in the country.

State/Union Territory	CNG Stations	Percentage Share
Gujarat	1,002	16.99%
Uttar Pradesh	819	13.88%
Maharashtra	778	13.19%
National Capital Territory of Delhi (UT)	480	8.14%
Haryana	349	5.92%
Karnataka	319	5.41%
Rajasthan	257	4.36%
Madhya Pradesh	241	4.09%
Tamil Nadu	220	3.73%
Punjab	209	3.54%
Others	1,225	20.77%

#### Piped Natural Gas (PNG)

There are over 1.14 crore domestic PNG connections in India. Top 10 states with the largest number of connections account for 92% of the total domestic PNG connections in India. They are:

State/Union Territory	PNG Stations	Percentage Share
Gujarat	30,78,162	26.89%
Maharashtra	29,40,463	25.69%
National Capital Territory of Delhi (UT)	14,59,314	12.75%
Uttar Pradesh	14,24,748	12.45%
Karnataka	3,92,677	3.43%
Haryana	3,43,444	3.00%
Andhra Pradesh	2,59,602	2.27%
Rajasthan	2,32,576	2.03%
Madhya Pradesh	2,14,636	1.88%
Telangana	1,94,364	1.70%

- **Commercial & Industrial PNG connections:** The dominance of commercial Piped Natural Gas (PNG) stations in India is concentrated in the top 5 states, collectively contributing 90% of the total nationwide connections. Gujarat leads the forefront with an impressive 58.64% share and 22,722 stations. Maharashtra follows closely with 12.09% share. The National Capital Territory of Delhi holds a 9.45% share, while Uttar Pradesh and Assam, with 6.13% and 3.51% shares respectively, signal emerging and committed roles in embracing commercial PNG solutions.

In the **industrial segment**, the concentration of PNG stations is evident, with the top 5 states contributing 80.82% of the total connections nationwide. Gujarat leads with 33.36% share. Uttar Pradesh follows with 16.68%, and Haryana holds an 11.08% share. The National Capital Territory of Delhi commands a 10.64% share, followed by Rajasthan with a 9.06% share.

### Competitive Scenario

#### Nature of Industry

The Oil & Gas EPC landscape in India showcase a diverse mix of participants, characterized by both large and numerous small players. With over 180 participants and a multitude of stakeholders in the broader EPC market, the industry is notably fragmented, with key players dominating complex projects in various sectors, including road, power, oil & gas, ports, airports, industrial plants, and railways.

Similar to the broader EPC industry, the Oil & Gas sector sees dominance by large players due to the substantial upfront capital required for complex projects. Rigorous technical, experiential, and financial norms set by awarding authorities further restrict the entry of smaller players into sizable projects. This trend aligns with the need for significant upfront investments and an extended break-even period, creating an environment where larger companies excel in handling extensive infrastructure projects.

Oil & Gas EPC companies in India have strategically developed their reputation based on sector-specific focus. Some players have expanded their operations into other sectors, creating a segmented EPC space based on operational segments. This strategic move allows companies to leverage their expertise and excel in specific niches within the Oil & Gas industry, demonstrating a nuanced approach to project execution and sectoral specialization.

Price plays a significant part as EPC contracts are won based on technical capability as well as cost at which a firm can execute the project. A fine balance of technical capability and cost is required to win and execute an EPC contract.

Within the broader EPC spectrum, the utilities development sector emerges as a vital component for economic growth. The government actively facilitates investments in this sector, maintaining relatively lower entry barriers. While the sector has matured in terms of development, there still exists substantial untapped opportunity, posing prospects for EPC companies operating in the Oil & Gas domain.

## OUR BUSINESS

*Some of the information contained in the following discussion, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read the section “Forward-Looking Statements” for a discussion of the risks and uncertainties related to those statements and also the section “Risk Factors” for a discussion of certain factors that may affect our business, financial condition, or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements. Our fiscal year ends on March 31 of each year, so all references to a particular fiscal are to the Twelve-month period ended March 31 of that year. In this section, a reference to the “Company” or “we”, “us” or “our” means Corrtech Energy Limited.*

*All financial information included herein is based on our “Financial information of the Company” included on page 170 of this Draft Red Herring Prospectus*

*Unless otherwise indicated, industry and market data used in this section has been derived from a report titled “Industry Research Report on Global Gas Turbine Industry, Indian Aerospace & Defence (A&D) and component and EPC Projects (Oil & Gas Refining & Transportation)” dated January 12, 2024 (“D&B Report”), prepared and issued by Dun & Bradstreet Information Services India Private Limited exclusively for the purpose of this Issue, and commissioned and paid for by our Company. Unless otherwise indicated, all industry and other related information derived from the Industry Report and included herein with respect to any particular year refers to such information for the relevant calendar year. Dun & Bradstreet was appointed by our Company and is not connected to our Company, our directors, and our Promoters.*

### Overview

Established in 2000, we operate primarily in two business verticals namely (a) Manufacturing of Gas turbine components and defence aircrafts engine components (“**Manufacturing business**”) and (b) Development of projects in the Oil & Gas segment (“**O&G projects**”).

### Manufacturing of Gas Turbine components & defence aircrafts engine components

We manufacture a wide range of gas turbine components, specifically designed for GE heavy-duty industrial gas turbines such as Frames 3, 5, 6, 7 and 9. These components include compressor stator blades, rotor blades, shroud blocks (both standard and super alloys) rings, exit guide vanes, inlet guide vanes (IGVs), fuel nozzle assemblies and various consumables & hardware items. We also perform services such as rotor overhauling and repairing of gas turbine components such as combustion liners, transition pieces, nozzles, crossfire tubes, retainers and fuel nozzles. As on date of this DRHP, we manufacture and supply more than 1300 gas turbines components.

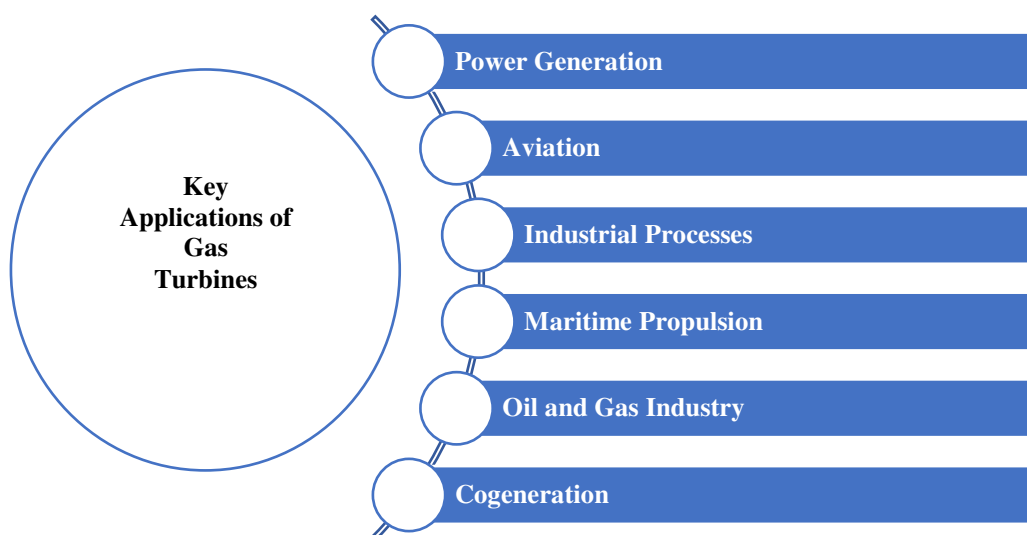
We operate in the global non-OEM space of gas turbine components, supplying components to clients in countries including USA, Europe, Middle East and South East Asia. Our manufacturing business caters to diverse industry segments including energy and defence wherein we supply components and render services to customers including Ethos Energy, ET international, Sulzer Turbo services, GEMS, Poroteq International & Gas turbine Parts & services, Inc. The defence aircraft engine components are supplied by us to India’s renowned aerospace PSU Company. For the seven months period ending Oct.’23, fiscal 2023 and fiscal 2022, we derived 94.49%, 83.04% and 69.72% of our revenue from exports.

In 2012, we ventured into the Aerospace & Defence industry, through manufacturing blades for engines of Defence aircrafts. Our products are manufactured from superior steel grades, and super alloys such as Titanium, Stellite, Nimonic 263, L605, etc., ensuring they meet requisite standards. Our products undergo through examination, testing and evaluation to ensure compliance with specified requirements. We are an empaneled vendor for a renowned aerospace PSU Company in the domestic market.

We are an AS 9100D and ISO 9001:2015 certified Company for manufacturing and supply of machined metal components for aerospace and defense application. In addition, we are ISO 14001:2015 and ISO 45001:2018 certified for manufacturing, supply, service and repair of machined metals components for aerospace, defence, gas turbines applications including turbine rotor overhauling and cold coating for turbine compressor components. Our company specializes in manufacturing components for GE gas turbines, which range from 15 to 85 MW and are organized into frames 3, 5, 6, 7, & 9. Our revenue from manufacturing business for seven months period ended Oct.’23, F.Y. 2022-23 and 2021-22 were INR 341.04 Mn, 423.68 Mn and 209.22 Mn which contributed 36.42%, 28.97% and 10.44% of revenue from operations respectively.

We initially started with repairs of gas turbine components in 2004 from our unit located in Ahmedabad (Unit – I) and later in 2008 we started manufacturing high-precision gas turbine components for non-OEM space through another unit located in Ahmedabad (Unit-II). In 2012, we set up a gas turbine rotor overhauling shop and manufacturing facility for defence aircraft engine components at the existing Unit-II. We are a wholly owned subsidiary of Corrtch International Limited (CIL). We were originally incorporated as "IEC International Limited" in 2000, and was renamed as "MJB India Gas Turbine Services Limited" in 2002, and later renamed as "Corrtch Energy Limited" in 2009.

Our Unit-II manufacturing facility at Changodar, Ahmedabad, spread across 16,723.50 sq. mtr. and is capable to produce a diverse array of components, encompassing both capital and consumable parts. The facility is equipped with various machines such as CMM machines, VMC machines, CNC Turning Machines, universal & horizontal milling machines, surface grinding machines, lathe machines, vibro tumbling, bench polisher, shot blasting machine, EDM wire cut and marking machines. Furthermore, our 4,881.54 sq. mtr. repair shop (Unit-I), located at Changodar, Ahmedabad is equipped with machines for welding, honeycomb brazing, heat treatment, coating and repairing of various gas turbine components. The Unit-II facility also has a rotor overhauling workshop spread across 2,026.22 sq. mtr. dedicated to the meticulous overhaul of gas turbine rotors. The following are the key areas where gas turbines are widely utilized:



(Source: Dun & Bradstreet report)

### **Projects in Oil & Gas Segment**

In 2014, our foray into the O&G segment began with our first project involving piping and mechanical works of Composite Station at Shahdol Phulpur Gas Pipeline (SHPPL), Madhya Pradesh, which was awarded by Reliance Gas Pipelines Limited. In the last decade, we have completed 5 projects of total amount of INR 1,555.25 Mn. which included pipeline laying projects, refinery projects and EPC projects. Our customers in O&G segment include large players in the Indian oil and gas sector such as Reliance, Indian Oil Corporation Limited, Oil and Natural Gas Corporation Limited, HPCL and GAIL (India) Ltd. Our revenue from O&G segment for seven months period ended Oct. '23, F.Y. 2022-23 and 2021-22 were INR 585.61 Mn, 990.51 Mn and 118.65 Mn which contributed 62.54%, 67.72% and 59.20% of revenue from operations respectively.

Our O&G projects completed so far includes:

- **OPAL** – Laying of pipeline and associated works for LPG/Propane pipeline from GCPTCL to Opal for Dahej petrochemical complex on turnkey basis. (Contract Amt – INR 658.00 Mn)
- **Reliance Gas Pipelines Ltd.** – Construction of pipeline and associated facilities in Valsad, Gujarat (Contract Amt. – INR 340.31 Mn)
- **IOCL** - Laying 8.625” OD, 70 KM (approx.) balance pipeline out of 116 km (approx.) cross country product pipeline from Cauvery Basin Refinery (CBR) Narimanam (Dist. Nagapattinam) to existing CTMPL TOP at Trichy in Tamil Nadu and Combined Station Works. (Contract Amt – INR 291.11 Mn)

- **Reliance Gas Pipelines Ltd.** –Piping and mechanical works of Composite Station at Shahdol Phulpur Gas Pipeline (Contract Amt. – INR 85.43 Mn)
- **GAIL** – Pipeline laying and terminal works for OMPL Connectivity under KKB MPL Phase-2 (Contract Amt. – INR 83.66 Mn)

Our revenues from operations mainly from manufacturing of gas turbine components & defence aircrafts engine components (“Manufacturing business”) and Oil and Gas project development business (“O&G projects”), the details of which for the last three fiscals and seven months ended October 31<sup>st</sup>, 2023 is as follows:

### Segment Revenue Performance

(INR in million)

Segment Revenue	Seven months ended Oct'31, 2023	% Revenue Mix ended Oct'31, 23	Fiscal 2023	% Revenue Mix FY23	Fiscal 2022	% Revenue Mix FY22	Fiscal 2021	% Revenue Mix FY21
<b>Manufacturing Business (A)</b>								
(i) Gas Turbine components and repair services	335.03	35.78%	400.90	27.41%	184.85	9.22%	190.12	16.42%
(ii) Blades for defence aircraft engines	6.00	0.64%	22.78	1.56%	24.37	1.22%	24.92	2.15%
<b>Total (A)</b>	<b>341.04</b>	<b>36.42%</b>	<b>423.69</b>	<b>28.97%</b>	<b>209.22</b>	<b>10.44%</b>	<b>215.04</b>	<b>18.57%</b>
<b>O&amp;G Projects (B)</b>								
Oil and Gas Pipeline Projects	270.98	28.94%	573.66	39.22%	509.57	25.42%	437.30	37.76%
EPC Projects	65.78	7.03%	246.00	16.82%	558.53	27.87%	21.81	1.88%
Refinery Projects	248.84	26.58%	170.85	11.68%	118.35	5.90%	70.36	6.08%
<b>Total (B)</b>	<b>585.62</b>	<b>62.54%</b>	<b>990.51</b>	<b>67.72%</b>	<b>1,186.45</b>	<b>59.20%</b>	<b>529.47</b>	<b>45.72%</b>
<b>Trading Operations (C)</b>	<b>9.67</b>	<b>1.04%</b>	<b>48.52</b>	<b>3.31%</b>	<b>608.60</b>	<b>30.36%</b>	<b>413.65</b>	<b>35.71%</b>
<b>Total (A) + (B) + (C)</b>	<b>936.33</b>	<b>100.00%</b>	<b>1,462.72</b>	<b>100.00%</b>	<b>2,004.27</b>	<b>100.00%</b>	<b>1,158.16</b>	<b>100.00%</b>

Our Promoters are having experience of more than 25 years in the Oil & Gas Industry and around 20 years in gas turbine components business. The experience of our promoters has been instrumental in determining the vision and growth strategies of our company. We further believe that our market position has been achieved by adherence to the vision of our promoters and senior management and their expertise and knowledge of the industries.

### Order Book

Our order book, as of any particular date, consists of the unexecuted portions of our outstanding orders, that is the total contract value of the existing contracts secured by us, as reduced by the value of work executed and billed until the date of such order book (“Order book”). Order book for our O&G project & manufacturing of Gas turbine & aero-engine component business as of October 31, 2023 was INR **3,989.01** Mn. The following table sets out forth operation-wise summary of our Order book as of October 31, 2023:

Segment	No. of Projects/Orders	Outstanding Order Book (Rs in Mn.)	% of Order book of our Co.
Manufacturing Business of Gas turbine & Aero-engine components*	54	205.11	5.14%
Oil & Gas service business	23	3,783.90	94.86%
<b>Total</b>	<b>77</b>	<b>3,989.01</b>	<b>100%</b>

\*We have received orders in USD and EUR currency. The exchange rate used as of 31<sup>st</sup> Oct, 2023 are USD/INR = 83.2692

and EUR/INR = 88.3236 (Source: RBI)

**Key performance indicators of our Company**

(INR in Millions except percentages and ratios)






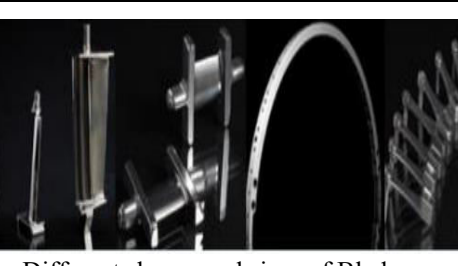
Key Financial Performance	April 23 - Oct 23	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from operations <sup>(1)</sup>	936.33	1,462.72	2,004.27	1,158.16
EBITDA <sup>(2)</sup>	124.17	121.08	134.75	27.42
EBITDA Margin <sup>(3)</sup>	13.26%	8.28%	6.72%	2.37%
PAT <sup>(4)</sup>	77.53	80.73	99.63	27.42
PAT Margin <sup>(5)</sup>	8.28%	5.52%	4.97%	2.37%
RoE (%) <sup>(6)</sup>	10.30%	12.45%	16.75%	5.61%
RoCE (%) <sup>(7)</sup>	10.57%	13.95%	20.76%	7.24%

**Notes:**





1. Revenue from Operations means the Revenue from Operations as appearing in the Restated Financial Statements
2. EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income
3. 'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations
4. 'PAT Margin' is calculated as PAT for the period/year divided by revenue from operations.
5. Net worth means the aggregate value of the paid-up share capital and reserves and surplus of the company.
6. Return on Net Worth is ratio of Profit after Tax and Net Worth.
7. Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings {current & non-current}

**Our Products**




**GAS TURBINE COMPONENTS & DEFENCE AIRCRAFTS ENGINE COMPONENTS**

	Product usage/end user industry	Product Category	Components manufactured by us
Gas Turbine parts	 <p>Power generation plants, oil &amp; gas plants and industrial processes</p>	 <p>Gas Turbine</p>	 <p>compressor stator blades, rotor blades, shroud blocks (both standard and super alloys) rings, exit guide vanes, inlet guide vanes (IGVs), fuel nozzle assemblies and various consumables &amp; hardware items.</p>
Jet engine parts	 <p>Jet aircraft</p>	 <p>Engine of Jet aircraft</p>	 <p>Different shapes and sizes of Blades</p>

Below are the brief details of some of the major components we manufacture: -

Components	Image
<p><b>Stator Blades</b></p> <p>Usage - The stator blades in compressor convert the high-velocity energy of the air into pressure energy. They also direct the airflow from each of the rotor stages to obtain the maximum possible blade efficiency.</p>	
<p><b>Rotor Blades</b></p> <p>Usage - Rotor blade is key component of compressor section. Each turbine disc has many blades. The blades are responsible for extracting energy from the high temperature, high pressure gas produced by the combustor.</p>	
<p><b>Shroud</b></p> <p>Usage - The shrouds lower the flow of leakage of the gas or air that is bypassing the Aerofoil and improve thermal efficiency.</p>	
<p><b>Fuel Nozzle</b></p> <p>Usage – The fuel nozzle is a critical component within a gas turbine engine, serving the fundamental role of injecting fuel into the combustor.</p>	



<p><b>Crossfire Tube</b></p> <p>Usage - Crossfire tubes play a crucial role in the combustion process of various heating systems and industrial equipment. These tubes provide a means for igniting fuel in combustion chambers.</p>	
<p><b>Inlet Guide Vane (IGV)</b></p> <p>Usage – IGV is used to control the mass flow and allow the air to flow into the compressor. IGV deliver air to the inlet of a gas turbine’s axial compressor while maintaining proper fuel-to-air ratio through various load ranges, the minimize the potential for unwanted emissions.</p>	
<p><b>Product Name – Consumable &amp; Hardware Items</b></p> <p>Usage - They are used to assemble the gas turbine parts</p>	

**Our Competitive Strengths**

*Global operations in non-OEM space for gas turbine components along with long standing customer relationship and prequalification experience*

We operate in the global non-OEM space of gas turbine components, supplying components to clients in countries including USA, Europe, Middle East and South East Asia. The following table sets forth the bifurcation of revenue (Geographical-wise) for the seven months period ended Oct.'23 and Fiscal 2023 and 2022:

(Rs. in Mn.)

Country	FY 2020-21	% of revenue from operations	FY 2021-22	% of revenue from operations	FY 2022-23	% of revenue from operations	Till Oct'23	% of revenue from operations

Australia	0.70	0.33%	0.02	0.01%	0.66	0.16%	1.53	0.45%
China	5.59	2.60%	0.24	0.12%	0.00	0.00%	0.29	0.09%
Czech Republic	40.83	18.99%	9.37	4.48%	30.13	7.11%	28.50	8.36%
Dubai	31.06	14.44%	68.51	32.75%	105.92	25.00%	45.02	13.20%
Germany	3.48	1.62%	22.48	10.75%	14.36	3.39%	2.99	0.88%
Italy	3.95	1.84%	9.04	4.32%	64.68	15.27%	94.19	27.62%
Malaysia	59.46	27.65%	7.43	3.55%	0.00	0.00%	0.00	0.00%
Mexico	0.00	0.00%	0.00	0.00%	0.00	0.00%	10.85	3.18%
Netherland	2.60	1.21%	2.49	1.19%	0.41	0.10%	0.05	0.01%
Poland	0.00	0.00%	0.00	0.00%	0.00	0.00%	48.53	14.23%
Rome	0.00	0.00%	8.00	3.82%	0.00	0.00%	0.00	0.00%
Singapore	0.00	0.00%	0.00	0.00%	72.04	17.00%	0.00	0.00%
Taiwan	0.00	0.00%	0.00	0.00%	16.09	3.80%	0.00	0.00%
Thailand	1.83	0.85%	2.03	0.97%	0.09	0.02%	0.48	0.14%
Turkey	0.16	0.08%	1.00	0.48%	0.00	0.00%	0.15	0.04%
UK	10.65	4.95%	14.84	7.09%	19.73	4.66%	9.00	2.64%
Uruguay	0.00	0.00%	0.00	0.00%	0.00	0.00%	0.81	0.24%
USA	42.51	19.77%	0.41	0.20%	27.71	6.54%	79.87	23.42%
India	12.20	5.67%	63.36	30.28%	71.88	16.97%	18.78	5.51%
<b>Total (Manufacturing) (A)</b>	<b>215.04</b>	<b>18.57%</b>	<b>209.22</b>	<b>10.44%</b>	<b>423.69</b>	<b>28.97%</b>	<b>341.04</b>	<b>36.42%</b>
B. Trading								
India	413.65	35.72%	608.60	30.37%	48.52	3.32%	9.67	1.03%
C. Project development								
India	529.47	45.72%	1186.45	59.20%	990.51	67.72%	585.61	62.54%
<b>Grand Total (A+B+C)</b>	<b>1158.16</b>	<b>100.00%</b>	<b>2004.28</b>	<b>100.00%</b>	<b>1462.73</b>	<b>100.00%</b>	<b>936.33</b>	<b>100.00%</b>

With an experience of over one and half decade in manufacturing high-precision gas turbine components, we have been able to develop long term relationship with certain key global clients, which has allowed us to have a stable customer base and strong visibility on long term revenue. Further, we believe that our long-term relationships with our clients and a deep understanding of their requirements assist us in expanding our product offerings. We are an empaneled vendor for a renowned aerospace PSU Company in the domestic market since 2012.

In addition, we have an experience of over a decade in the oil & gas projects. Pre-qualification plays a critical role in vendor selection for our Oil & Gas industry. Some of our key pre-qualification requirements include track record, financial position, equipment ownership, status of completed projects, etc. We believe that our strong experience, qualified and experienced project team and strong management systems and capabilities enable us to execute large and complex projects for our clients in Oil and Gas pipeline segment including pipeline laying jobs for oil and gas companies in India.

#### ***In-house manufacturing facility with stringent quality control mechanism***

We presently carry all our manufacturing operations at our 16,723.50 sq. mtr. manufacturing facility located in Ahmedabad, which is equipped with capabilities to design, develop and manufacture our product portfolio. Our manufacturing facility is ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and AS 9100D certified. In addition, we employ an extensive and stringent quality control mechanism during the manufacturing of our products which includes Surface testing, Ultrasonic testing, Chemical Composition testing, Mechanical testing like Ultimate tensile strength, Yield strength hardness, Impact strength, inclusion rating etc. and final inspection and testing that are required to ensure that our finished product conforms with all the

standard quality norms. The in-house manufacturing operations enable us to stream line inventory management and production process resulting into maintenance of high-quality production standards, minimizing production time and bringing cost effectiveness.

***Varied product range appealing to a diverse customer base***

We offer a variety of precision - forged and machined components for GE-designed gas turbines specifically for frame 3,5,6,7 and 9. We manufacture wide range of precision components for industrial gas turbines which includes compressor stator and rotor blades along with inlet guide vanes and exit guide vanes, fuel nozzle, assemblies, shrouds, and a wide range of consumables & hardware items, etc. We believe that having a wider product basket enables us to reach to a diverse range of customers engaged in varied sectors and also allows us to efficiently compete with other players in the industry

***Strong Order book***

As of October 31, 2023, we maintain a robust order book exceeding INR **3,989.01 Mn.** We believe that our order book offers partial visibility into revenues from our manufacturing and Oil & Gas Projects businesses, enabling us to strategically plan our expansion and capital requirements in line with business growth. Our order book as of October 31, 2023, is outlined below:

S. No.	Segment of the project	Client Name	Name of the project	Order in Hand as on October 31,2023 (INR. in Mn.)
1	Projects in Oil & Gas Companies	Indian Oil Corporation Limited	Supply Fabrication Erection Testing and Commissioning f New Product/Fire Water/ Foam / Ows / Jetty Pipelines & Allied Civil Works Construction of Plant Buildings Including Structural Steel Works Catwalks and Manifold Works Including Civil Works and Dismantling of Existing Product/ Fire Water Pipelines and Allied Works for The Proposed Mangalore Terminal Expansion Project (Mtep) At Mangalore Karnataka State	853.11
2		Indian Oil Corporation Limited – Baruni	Composite Works Comprising Piling Civil & Structural Piping Mechanical Electrical and Instrumentation Works For “Br-9 Rfcc Revamp Project at IOCL Barauni Refinery India	490.36
3		Indian Oil Corporation Limited – Guwahati Refinery	Composite Works for Catalytic Reforming Unit (Cru) At Guwahati Refinery Assam	316.68
4		Indian Oil Corporation Limited – Karwar LSHF HSD Pipeline	Laying Of 16" Od 10 Km (Approx.) LSHF HSD Pipeline from IOCL Baithkol Marketing Terminal to Karwar Naval Base and Csw Works at IOCL Baithkol Marketing Terminal and Karwar Naval Base Under Baithkol-Karwar LSAF-HSD Pipeline Project	277.73
5		Indian Oil Corporation Limited – CPCL Lube Oil	Mainline Laying and Combined Station Work For 12.75”/8.625” Od 16 Km Lube Base Oil Pipeline from Tondiarpet to New Lube Oil Complex Amullavoyal Via Cpcl and Heat Traced Extract Oil Pipeline from Cpcl to New Lube Oil Complex Amullavoyal Chennai	250.45
6		Indian Oil Corporation Limited – Trichy CBR Conversion	Conversion Of Existing (Not Commissioned) 8.625” Od Product Pipeline from Cauvery Basin Refinery (CBR) To Trichy into Gas Service Along with Combined Station Works at Ip 103 Svs and Rt Station	193.03

7	Hindustan Petroleum Corporation Limited – Nainital CGD	Laying Of 3 LPE Coated Carbon Steel Pipeline for Authorized Gas of Up and UK Cluster (Group E) Schedule 5- Nainital & Bijnor Ga	146.05
8	M/s Bharat Gas Resources Limited – Jajpur & Khendujar CGD	Laying & Construction of Steel Pipeline Network & Associated Works for Part A of Jajpur & Kendujhar Geographical area: (E Tendor No.: 87024 dated. 25.08.2021)	157.39
9	Indian Oil Corporation Limited – Gujarat Ref. CCR and ISOM Revamp	Composite Works of CCR and ISOM Revamp Job at Gujarat Refinery.	128.86
10	Indian Oil Corporation Limited – Coimbatore CGDG Group C	Laying Of 3 LPE Coated Carbon Steel Pipelines at Coimbatore Ga (Group C)	111.65
11	M/s GAIL (INDIA) Limited – Bokaro Angul Spurline – Part III	Laying And Terminal Works for Various Spurlines Under Bokaro Angul Pipeline Project of JHBDPL Phase-II Project	109.48
12	Indian Oil Corporation Limited – Chittor	Supply Fabrication Erection Testing & Commissioning of Fire Protection System and Mechanical (Piping Vessels & Machinery) & Allied Related Civil Works at LPG Bottling Plant Chittoor Andhra Pradesh	109.16
13	Multiple projects	Other civil, mechanical and instrumental associated projects (total 11 projects)	639.94
14	54 orders in Gas turbine & defence engine components (“Manufacturing Business”)		205.11
<b>Total</b>			<b>3,989.01</b>

### ***Experienced Promoters with strong management team having domain knowledge***

Our sustainable growth in business has been achieved through our promoters-led management team with relevant educational qualifications and complementary skill sets. Sandeep Indrasen Mittal, Chairman, Managing Director and Promoter of our Company has a rich work experience of more than 25 years in oil & gas projects business and 20 years in gas turbine components business. Mr. Amit Indrasen Mittal, Whole Time Director and Promoter has an experience of more than 25 years in the Oil & Gas projects, and we benefit immensely from their expertise. Our promoters have been actively involved in the day-to-day management of our Company. We are also supported enormously by our technical and commercial team having relevant industry experience which helps us to achieve the organizational goals. We believe that our management team’s experience and their understanding of both the industries will enable us to continue to take advantage of the current and future market opportunities.

### **Our Business Strategies:**

#### ***1. Continue to invest in our technological capabilities***

Our Company intends to enhance its existing manufacturing capabilities of gas turbine components and aero-engine components through investment of INR 130.86 Mn in additional plant & machineries and related software, which are to be funded from net issue proceeds. In order to enhance the production capacity, we intend to purchase various machines such as VMC machines, welding machines, vacuum furnace machine and polishing machine. Additionally, we plan to acquire a 5-ton crane for heavy material movement and install a solar rooftop for energy consumption at our existing manufacturing unit.

Further, our Company intends to invest in heavy construction equipment and machineries for O&G segment in order to reduce the dependency on third party contractors and also to gain control over quality standards and overall project execution timelines. We believe that this investment will enhance operational efficiency and cost-effectiveness in our Oil and Gas (O&G) projects. Our Company proposes to use part of net proceeds to the extent of INR 110.95 Mn to meet capital expenditure in relation to

heavy construction equipment and machineries for O&G segment.

Thus, going forward, we intend to continue making investments in capacity expansions and modernization of our equipment and facilities. For further details, please refer to chapter titled “Objects of the Issue” beginning on page 74 of this DRHP.

## ***2. Deepen and expand our geographical presence***

We intend to cater to the increasing demand of our existing customers and also to develop new customer base by supplying our products worldwide. We propose to enter into new geographies and expand our marketing and sales team which can focus on different regions and also maintain existing customer relationship. In the last 3 F.Y. and seven months period ending Oct. '23, we have been successful in exporting our products to many clients across the globe such as USA, Europe, Middle East and South East Asia. For the seven months period ending Oct. '23, fiscal 2023 and fiscal 2022, we derived 94.49%, 83.04% and 69.72% of our revenue from exports. We believe that there are some untapped markets with huge demand and business potential that are yet to be explored by us such as South East Asia, Africa, Saudi Arabia, Russia, major parts of the USA and many more.

## ***3. Continue to strengthen our relationships with the customers***

We have over the years established long-term relationships with our customers leading to recurrent business engagements with them. Some of our customers have been with us for the last 5 Fiscals. We believe that our customer retention levels reflect our ability to provide quality products and desired after sales service at very viable pricing and express lead times. This has enabled us to strengthen our customers' reliance on us. Going forward, we intend to continue to strengthen and expand our existing relationships with our current customers and to acquire more valued customers. We strive to clearly understand our customers' business needs and supply them parts & services that completely fulfils their customized requirements. Lead times

## ***4. Continue to reduce operating costs and improve operational efficiencies***

Providing quality products at attractive prices is crucial for maintaining and expanding relationships with our customers. We aim to further enhance our operational efficiencies to increase economies of scale, absorb fixed costs more effectively, reduce other operating expenses, and strengthen our competitive position. Our focus will be on improving capacity utilization at our production facilities by increasing our overall production volumes. Additionally, we will strive to manage supply chain costs by maintaining optimal inventory levels, implementing economic orders, and adopting other necessary measures. Leveraging economies of scale will also be instrumental in continually improving our operational efficiencies

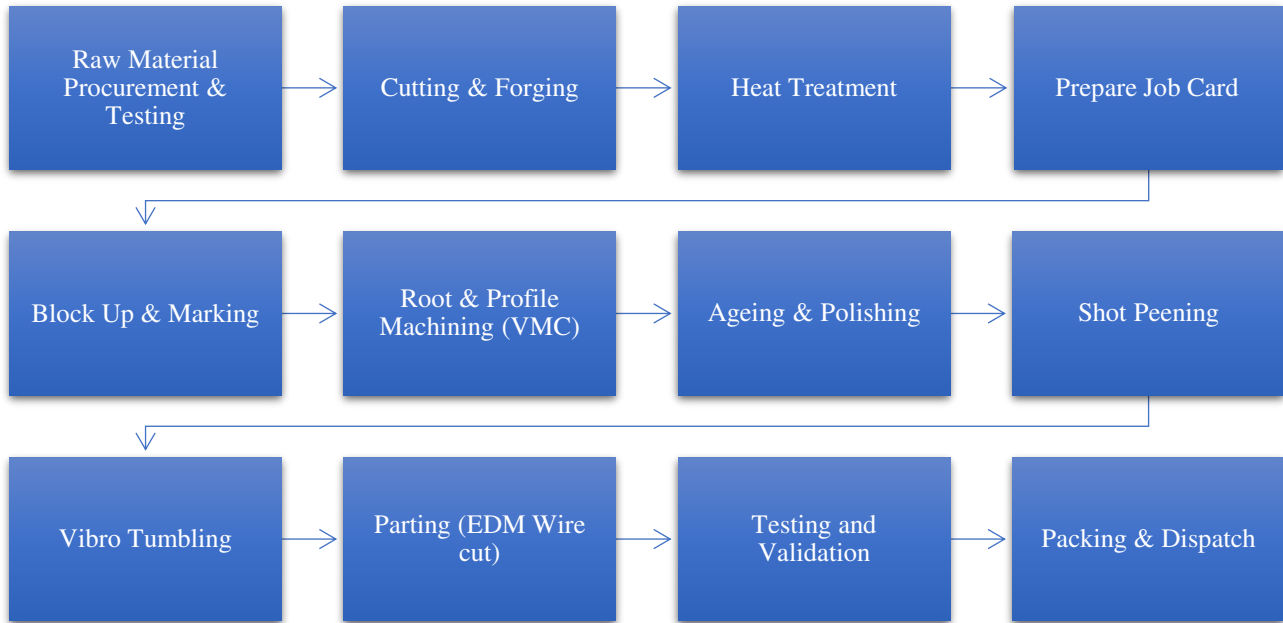
## ***5. Focus on consistently meeting customer specification's & quality standards***

Our Company intends to focus on adhering to the customers' specifications and quality standards of the components. Continuous review of products at different stages to identify any deviations from the specifications and timely corrective measures in case of quality diversion are keys for maintaining quality standards of the products. Providing the desired customer specifications and good quality products help us in enhancing customer trust and maintaining long term relationships with customers. Also, continuously meeting the customer specifications and quality standards is essential to obtain repeat orders.

### **Our Manufacturing Process:**

The manufacturing of gas turbine parts involves a combination of precision machining, material selection, heat treatment and other specialized process to create components that can withstand the harsh operations conditions within a gas turbine. Gas turbines are used in various applications, including power generation, aviation and industrial processes.

Manufacturing process in summarized form is presented below:



Our manufacturing process of components begins with the receipt of raw materials such as stainless-steel grades, super alloy grades such as nickel, cobalt, titanium and nimonic based in different shapes and sizes which are dependent on the specifications provided by the customers. The specialized alloys undergo rigorous quality checks by our in-house quality control team, verifying aspects like bar sizes, material type, and physical conditions. Subsequently, cutting and forging operations shape the raw material into the desired dimensions. Components then undergo heat treatment to enhance mechanical properties like hardness and strength. Each stage is meticulously tracked with a job card, marked with a unique ID for forged parts. Surface grinding and marking maintain precision, and VMC processes shape intricate features of turbine components. Aging and polishing ensure uniformity, with 5% of blades inspected on a CMM at each stage. Additional processes include shot peening for enhanced fatigue strength, vibro tumbling for finishing, EDM wire cut for precise parting, and rigorous testing for performance validation. The final stage involves packing to prevent transportation damage, adhering to strict shipping and handling protocols.

**Our Manufacturing facility**



*Manufacturing Facility at Changodar, Ahmedabad*





*Heavy Machining & Rotor Balancing Facility at Changodar, Ahmedabad*



*Component Repair Facility at Changodar, Ahmedabad*

## **PLANT & MACHINERY**

Our manufacturing facility comprise a vast array of plant and machinery, owned by our Company, which includes VMC Machines, Universal Milling Machines, Surfacing Grinding Machines, Bench Polisher, EDM wire cut, CNC turning machines and vertical turret lathe CNC controlled machine etc.



**CNC Vertical Machining Centres**



**DMG 5 Axis VMC**



### Projects in Oil & Gas segment

**Pipeline projects** - Our cross-country pipeline project entails laying of oil and gas pipelines over long distances within the country. It includes oil and gas pipeline laying along with construction of associated facilities which comprises fabrication, erection, installation, testing and commissioning of the underground pipelines including associated mechanical, civil, structural, electrical, instrumentation and optical fiber works.

The other associated services with cross-country pipeline projects include:

#### **a) Civil work:**

We undertake civil works at our sites for the execution of our projects as per the requirement of the project. Our work includes earth work such as area cleaning, grading, excavation, filling, RCC supports and foundations for above ground piping, pump sheds, warehouses, control rooms buildings and equipment installation etc. carried out as per scope and specifications of the project. This also structural works for various equipment, piping and other structures.

#### **b) Mechanical and Piping works:**

Up on receipt of piping material at site, prefabrication of piping is done, above ground pipes are fabricated and erected on the foundations. Equipment and valves are installed. Prior to erection of the above ground pipes, these pipes are properly levelled and sand blasted and applied with one coat of primer as per standards and specifications. After erection, alignment fitment on the foundations, welding and NDT and hydro testing are carried out. Final painting, of the above ground piping, fittings and valves are carried out. Cold insulation works are carried out by an approved agency.



Underground pipes are laid after excavation which is carried out to the required depth and width. Joint coating is done and again the joint coated area is tested by the holiday. Hydro testing and backfilling operation are carried out and the necessary valve, fittings, scrapper launcher and receiver are installed.

**c) Electrical, Instrumentation and optical fibre works:**

We also carry out electrical, instrumentation & optical fibre works at our sites which include various types of field pressure instruments and temperature instruments and panels as per contractual requirement. All instruments are supplied and installed at the sites provided by client. Cabling, earthing, termination, testing and commissioning works are carried out as per contractual requirements.



*Pipeline laid for a cross - country project*

**EPC and Refinery Projects**

Our company is providing EPC (Engineering, Procurement and Construction) solutions for facilities related to material and feed handling in oil and gas refineries and petrochemical complexes. We also undertake civil, mechanical and instrumental work in the refinery and petrochemical sectors. We offer civil engineering solutions for foundations, expert electrical installation and structural engineering solutions. One of our notable achievements is the successful execution of a comprehensive turnkey project involving construction of an LPG/Propane pipeline from GCPTCL to OPAL, which enhances the infrastructure for the Dahej petrochemical complex.

**Project cycle and execution methodology**

Our typical project cycle involves the following stages:

a. *Business development:* Business development and marketing activities generally vary from client to client. They are different in case of government or PSU clients and private clients. For government or PSU client’s business development entails domestic or international competitive bidding, whereas, for private clients, project proposals are submitted in response to the Request for Proposal (RFP).

b. *Project Management Consultant (PMC) meeting:* Prior to floating a tender, a pre-tender meeting is organized by the project principal or an appointed PMC to obtain feedback from prospective bidders on various technical aspects of the project and Bidder Qualification Criteria (BQC). Within 6-8 weeks of the pre-tender meeting, the formal tender or RFP is floated by the principal directly or through their appointed PMC.

c. *Site Visit:* The PMC meeting is followed by a site visit where all prospective bidders visit the site and assess the site condition on their own. Following the site visit, a pre-bid meeting is organized where the prospective bidders raise queries to

representatives of principal or their appointed PMC.

*d. Techno-commercial Bid:* The techno-commercial bids submitted by the interested bidders on or before bid submission due date as stipulated in the tender or RFP. On the same day or next day of Bid submission, the technical bid of all the bidders is opened. The bid must be accompanied with earnest money deposit (“EMD”) also known as bid security in the form of demand draft/banker’s cheque/bank guarantee/letter of credit or any other means as prescribed by the tender in favour of the employer/owner. Our Company has to ensure that the validity of EMD is beyond the validity of the bid. The main purpose of EMD is to protect the project principal against the risk of bidder’s conduct, which would warrant the forfeiture of EMD. The EMD of unsuccessful bidder is returned after finalization of tendering process. However, successful bidder’s EMD is discharged upon the acknowledgment of award of contract, signing of contract agreement and submission of performance bank guarantee/contract performance security. Further, EMD can also be forfeited for inter-alia withdrawing of bid, indulgence in corrupt/fraudulent/collusive practice, failure to acknowledge receipt of award, and failure to submit performance bank guarantee.

*e. Evaluation of technical bid and award of project:* The techno commercial bid is followed by tender opening where the unpriced bid of all the bidders is opened. This is followed by evaluation of technical bid submitted by various bidders. After evaluation of submitted documents, techno-commercial queries are issued by the owner / PMC to bring all bidders on the same page. After two rounds of techno-commercial queries, if the response of the bidder found to be unsatisfactory, the same is liable to be rejected. Thereafter, the price of technically qualified bidders is opened and work is awarded on the basis given in the tender.

*f. Contract Agreement and bank guarantee:* Once the work is awarded to the bidder, who is now a contractor, a contract agreement is signed between the owner and the contractor. The contractor is required to submit a performance bank guarantee (PBG) to the owner against assurance of good workmanship. The PBG is valid till the project is handed over to the owner plus defect liability period (DLP) as stipulated in the tender. Post signing the contract agreement and submission of PBG, if the contractor requires some advance, he can avail this against the submission of bank guarantee, which is termed as mobilization advance (MA) which is interest bearing and recovered proportionately from the running bills at a fixed percentage with interest.

*g. Project Mobilization:* The project mobilization is mobilization of resources by the contractor to execute the work at the site satisfying all technical specifications as stipulated in the contract. Which includes, but is not limited to providing all equipment and materials for construction, all technical and non-technical personnel, logistical support to the construction operations and setting up office and yards at site and readiness to execute the work.

*h. Site administration and labour compliance:* All employees, representatives or sub-contractors engaged by the contractor in performing the work are under the complete supervision and control of the contractor. The contractors ensure the compliance of various labour compliances including, labour license, workmen compensation, insurance, ESI, PF etc.

*i. Adherence to specifications of project:* The works is implemented or executed in strict conformity with the provisions of the contract documents and as per detailed drawings, specification and instructions as required by project principal’s site representative i.e. Engineer-In-Charge (EIC). The contractor is responsible for ensuring that works throughout are executed in the strict accordance with the specifications of the contract and to the satisfaction of the EIC. The contractor is responsible for timely mobilization of all necessary materials, equipment, labour etc. for timely completion of work.

*j. Procurement and Execution:* The entire procurement and execution is carried out by the contractor within the time frame agreed with the project principal/ PMC. The best effort schedule is prepared to set the timelines for various activities covering various key phases of the work such as design, procurement, manufacturing, shipment and field erection activities. This schedule also indicates the interface facilities to be provided by the owner and the dates by which such facilities are needed.

*k. Operation & Maintenance(O&M):* After the project is commissioned and handed over to the owner, it is the responsibility of the project principals or their designated operation and maintenance contractor to supervise the operations of the complete system. However, sometimes the project principal also asks the construction contractor for O&M of the installed facilities.

### **Capacity and Capacity Utilization**

The following table sets forth the installed capacity, actual production, and utilization of our manufacturing facilities for the periods indicated (in hrs.)

Particulars	From April to Oct. 23	2022-23	2021-22	2020-21	Existing Installed Capacity (p.a. in hours)
Installed Capacity (hrs.)	240,240	402,600	402,600	402,600	402,600
Actual Production (hrs.)	219,528	372,789	242,643	232,457	
Capacity Utilization (in %)	91.38%	92.59%	60.27%	57.74%	

*\*The information related to the installed capacity is based on the certificate received from Lagdhirsinh Zala, Chartered Engineers vide their certificate dated November 20, 2023.*

*Due to the complex nature of manufacturing process of gas turbine and aero engine components, the product-wise capacity utilization cannot be determined.*

### **Sales & Marketing**

Our sales and marketing strategy is primarily focused on customer engagement along with seeking to establish new relationships with customers across a varied range of industries. Our sales and marketing division is headed by Rinku Guzraty from the Manufacturing division, and Prashant Mittal & Abhishek Mittal from the Projects division. They lead our teams responsible for business development and customer relationship management. In addition, the senior management is actively involved in managing client relationships and business development through targeted interaction with multiple contacts at different levels. Our marketing team along with our Promoters through their experience and good rapport with customers owing to timely and quality delivery of service plays an instrumental role in creating and expanding the sales network of our Company.

### **Competition**

We operate in a competitive environment. The Oil & Gas sector sees a variety of competitors ranging from small players with specific experience to large, well-established entities. Many of our competitors have substantially large capital base and resources than we do and offer broader range of products. The demands position in the industry is further enhanced by purchasers imposing certain requirements wherein manufacturers are required to be pre-approved before being able to obtain an enquiry. These requirements essentially ensure that only manufacturers who have significant experience and technical expertise will be entitled to obtain enquiries. Our efforts are also focused on developing quality products with strict adherence to the customer requirements, which we believe will help us in improving our profit margins and market share. Some of our significant competitors in the organized segment include Stork Turbo Bladings, Azad Engineering Limited and Likhita Infrastructure.

### **Utilities and infrastructures**

#### **a) Raw Materials**

The principal components/raw materials required in the manufacturing process includes stainless steel grades, super alloy grades such as nickel, cobalt, titanium and nimonic based in different shapes and sizes which are dependent on the specifications provided by the customers. For the Oil & Gas service business, the procurement of raw materials depends upon the terms of the contract awarded. All the above-mentioned parts/raw materials are procured from domestic and international markets. The procurement team is entrusted with the assessment of raw materials requirements and based on the requirement; our Company calls for the quotations from several suppliers of raw materials. Suppliers are selected through the process of negotiations & the lead- time required in supply of the material. We also undertake routine checks at the time of material receipt at our facility to ensure that the material being procured meets our stringent standards of quality

- b) **Power** – The requirement of power of our operations like power for running and operating the machinery/equipment is met through Uttar Gujrat Vij Company Ltd. for both our factory premises.
- c) **Water** – The manufacturing process does not have major water requirements. Our water requirement is fulfilled from local sources.

### **Human Resources**

We believe that our employees are key contributors to our business success. Our senior management team consists of experienced individuals with diverse skills in manufacturing, engineering, sales & marketing, administration, and finance. Our manpower is a prudent mix of the experienced and the young which gives us the dual advantage of stability and growth.


As on December 31, 2023, we have 566 employees (including Office Staff & labour) on payroll. The organizational breakup of employees across our company is given below:

Category	No. of Employees		Total	
	Gas Turbine & defence engine division	Projects in Oil & Gas division		
	Permanent	Permanent	Project Site	
Administrative Staff	27	10	63	<b>100</b>
Skilled Workers	62	42	58	<b>162</b>
Semi-Skilled Worker	57	36	38	<b>131</b>
Unskilled Workers	32	18	123	<b>173</b>
<b>Total</b>	<b>178</b>	<b>106</b>	<b>282</b>	<b>566</b>

## Property

### Intellectual Property

#### Trademarks

As of the date of this Draft Red Hearing Prospectus, we have filed an application with the Registrar of Trademarks to register our corporate logo  for further information, see “Government and other approvals – Intellectual property related approvals” on page 245. Also, see “Risk factors - We do not have trademark registration for our new corporate logo. If we are unable to register our corporate logo, we may not be able to protect or enforce our rights to own or use our corporate logo which could have an adverse effect on our business and competitive position.”

### Immovable Properties

The following are the details of the material properties owned/leased/rented by the company:

Sr. No.	Usage	Address	Owned/Leased/Rent
1.	Registered Office & Manufacturing Unit	Shed No. 7, Survey No. 407, SP-3, New Ahmedabad, Industrial estate, Sarkhej -Bavla Rd, Highway, Changodar, Gujrat -382213	Lease agreement between parties Corrttech International Limited (“as Lessor”) and Corrttech Energy Limited (“as Lessee”) Dated January 01, 2024  Duration - 7 years i.e. from January 01, 2024 to December 31, 2030 (renewable on mutual consent of both parties)  Rent – Rs 1,00,000/- per month (One Lakh Per Month) Only
2.	Repair Shop	Plot No. 51, Mahagujarat Industrial estate opp. Nova Petrochemicals, Sarkhej Bavla Highway, Changodar, Ahmedabad – 382213	Lease Agreement between Parties Corrttech International Limited (“as Lessor”) and Corrttech Energy Limited (“as Lessee”) Dated January 01, 2024  Duration- 11 Months i.e. from January

			01, 2024 to November 30, 2024 (renewable on mutual consent of both parties)  Rent – Rs 1,00,000/- per month (One Lakh Per Month) Only
3.	Admin Office	22, Dhara Center, Bijay Char Rasta, Navrangpura, Ahmedabad – 380009	NOC obtained from IEC projects limited and Corrttech International Limited
4.	Residential flats for employees Accommodation	Rajvi Garnet Scheme, Mouje Rajoda Village, Taluka Bavla, Ahemdabad	Owned

### **Insurance**

Our businesses are subject to risks inherent in our operations, such as risk of equipment failure, work accidents, fire, earthquake, flood and other force majeure events that may cause injury or loss of life, severe damage to or destructions of properties, equipment and environmental damage. To overcome these uncertainties, we take insurance for all our projects as per the requirement of the project after the same is awarded to us. Our insurance policies include workman compensation policy, marine cargo policy, public liability policy, storage cum erection policy and all general policies which are pertinent to our business operations. For further details, kindly refer the section on “**Risk Factors**” beginning on page 26 of this Draft Red Herring Prospectus. Our insurance coverage may not adequately protect us against all material hazards, which may affect our business, results of operations and financial condition.

## **KEY INDUSTRY REGULATIONS AND POLICIES**

*The following description is a summary of the relevant regulations and policies as prescribed by the Government of India, and the respective bye laws framed by the local bodies, and others incorporated under the laws of India. The information detailed in this Chapter has been obtained from the various legislations, including rules and regulations promulgated by the regulatory bodies and the bye laws of the respective local authorities that are available in the public domain. The statements produced below are based on the current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions and may not be exhaustive, and are only intended to provide general information to investors and is neither designed nor intended to be a substitute for professional legal advice. We are subject to a number of Central and State legislations which regulate substantive and procedural aspects of the business. Additionally, the business activities of our Company require sanctions, approval, license, registration etc. from the concerned authorities, under the relevant Central and State legislations and local bye-laws.*

*For details of regulatory approvals obtained by us in compliance with the applicable regulations, see “Government and Other Approvals” on page 245.*

### **LAWS RELATED TO OUR BUSINESS: -**

#### **The Petroleum and Natural Gas Regulatory Board Act, 2006 (“PNGRB Act”) and the rules & regulations framed thereunder**

The PNGRB Act provides for the establishment of the Petroleum and Natural Gas Regulatory Board (the “Regulatory Board”) to regulate the refining, processing, storage, transportation, distribution, marketing and sale of petroleum, petroleum products and natural gas (excluding the production of crude oil and natural gas) so as to protect the interest of consumers and entities engaged in specified activities.

The Regulatory Board does so by fostering fair trade and competition amongst the entities, ensuring uninterrupted and adequate supply of petroleum, petroleum products and natural gas in all parts of the country, securing equitable distribution for petroleum and petroleum products, monitoring prices and laying down technical standards and specifications including safety standards in activities relating to the same.

The PNGRB Act provides that no entity shall market any notified petroleum, petroleum products or natural gas, establish or operate an LNG terminal or lay, build, operate or expand any pipeline as a common contract carrier or distribution network without obtaining prior registration or authorizations from the Regulatory Board and that any entity carrying out such activity before the appointed date shall be deemed to have such authorization or registration subject to the provisions of the PNGRB Act.

Further, the Regulatory Board may declare a pipeline for transportation of petroleum, petroleum products and natural gas or authorize an entity to lay, build and operate or expand a pipeline as common carrier after inviting objections and suggestions from entities likely to be affected by such authorizations.

The entity laying, building, operating or expanding a pipeline for transportation of petroleum, petroleum products and LNG has the right of first use for its own requirement and the remaining capacity is to be used among the entities as decided by the Regulatory Board having regard to the needs of fair competition in marketing and availability of petroleum and petroleum products and natural gas throughout the country.

The Regulatory Board also has powers to specify the terms and conditions for determining the transportation tariff for pipelines calculated on the basis of cost of service, internal rate of return and net present value. The contravention of the directions of the Regulatory Board is punishable with a fine. The Regulatory Board has investigative powers and powers to decide disputes as well.

#### **Industries (Development and Regulation) Act, 1951, as amended (“IDAR Act”)**

The IDAR Act has been liberalized under the New Industrial Policy dated July 24, 1991, and all industrial undertakings are exempt from licensing except for certain industries, including among others, all types of electronic aerospace and defence equipment. The IDAR Act is administered by the Ministry of Commerce & Industries through the DPIIT.

### **The Digital Personal Data Protection Act, 2023 (“DPDP Act”)**

The DPDP Act was notified on August 11, 2023 and is yet to come into effect. It replaces the existing data protection provision, as contained in Section 43A of the IT Act. The DPDP Act shall come into force on such date as the Central Government may, by notification in the Official Gazette, appoint and different dates may be appointed for different provisions of the DPDP Act. The DPDP Act seeks to balance the rights of individuals to protect their digital personal data with the need to process personal data for lawful and other incidental purposes. The DPDP Act provides that personal data may be processed only for a lawful purpose after obtaining the consent of the individual. A notice must be given before seeking consent, except in case of legitimate uses as provided under the DPDP Act. It further imposes certain obligations on data fiduciaries including (i) make reasonable efforts to ensure the accuracy and completeness of data, (ii) build reasonable security safeguards to prevent a data breach, (iii) inform the Data Protection Board of India (the “DPB”) and affected persons in the event of a breach, and (iv) erase personal data as soon as the purpose has been met and retention is not necessary for legal purposes (storage limitation). In case of government entities, storage limitation and the right of the data principal to erasure will not apply. The DPDP Act imposes certain additional obligations on a significant data fiduciary, such as appointment of a data protection officer, appointment of an independent data auditor and undertaking of other measures namely, periodic data protection impact assessment, periodic audit and such other measures as may be prescribed under the DPDP Act. The Central Government will establish the DPB. Key functions of the DPB include: (i) monitoring compliance and imposing penalties, (ii) directing data fiduciaries to take necessary measures in the event of a data breach, and (iii) hearing grievances made by affected persons. The DPB members will be appointed for two years and will be eligible for re-appointment. The Central Government will prescribe details such as the number of members of the DPB and the selection process.

### **Industrial (Development and Regulation) Act, 1951, as amended (“I (D&R) Act”)**

The I(D&R) Act has been liberalized under the New Industrial Policy dated July 24, 1991, and all industrial undertakings are exempt from licensing except for certain industries, including among others, all types of electronic aerospace and defence equipment. The I (D&R) Act is administered by the Ministry of Commerce and Industry through the Department of Industrial Policy and Promotion (“DIPP”). The main objectives of the I(D&R) Act is to empower the Government to take necessary steps for the development of industries; to regulate the pattern and direction of industrial development; and to control the activities, performance and results of industrial undertakings in the public interest. The DIPP is responsible for formulation and implementation of promotional and developmental measures for growth of the industrial sector.

### **Remission of Duties and Taxes on Exported Products Scheme (“RoDTEP Scheme”)**

The RoDTEP Scheme has been with effect from January 1, 2021. The aim of the RoDTEP Scheme was to reimburse all exporters for previously non-reimbursable taxes and duties. This provides new benefits to exporters for exporting products outside of India and encourages global trade. Under the RoDTEP Scheme, support will be provided to eligible exporters at a notified rate as a percentage of Freight on Board (“FOB”) value. Mandi tax, VAT, coal cess, central excise duty on fuel etc. is refunded. The refund is issued in the form of transferable electronic scrips. These duty credits will be maintained and tracked through an electronic ledger. Certain categories, which would not avail the benefits include export goods that are subject to minimum export price, restricted and prohibited items, deemed exports, supplies of goods manufactured by domestic tariff area units to Special Economic Zones (“SEZs”), and products manufactured or exported by units situated in SEZs.

### **Importer-Exporter Code**

Under the Indian Foreign Trade Policy, 2004, no export or import can be made by a person or company without an Importer Exporter Code number unless such person/company is specifically exempted. An application for an Importer Exporter Code number has to be made to the office of the Joint Director General of Foreign Trade, Ministry of Commerce. An Importer Exporter Code number allotted to an applicant is valid for all its branches/divisions/ units/factories.

### **Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2019**

The Gujarat Shops & Establishments Act 1948 (Old Act) stands repealed with the notification of the Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act 2019 (New Act) on 1 May 2019 (Effective Date) by the Government of Gujarat.

The Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act is an act that regulates the working conditions of employees in shops and commercial establishments in the Indian state of Gujarat. The act provides guidelines and regulations for payment of wages, terms of service, work hours, leave, holidays, and more to ensure the protection of employee rights. The act also prohibits hawking before and after closing hours of shops and allows commercial establishments to operate for 24 hours in a day. The act has undergone reforms in the past, and a new version called the Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2019 was introduced to bring about further changes and reforms.

## **TAX RELATED LEGISLATIONS**

### **Income Tax Act, 1961, the Income Tax Rules, 1962, as amended by the Finance Act in respective years;**

Income Tax Act, 1961 is applicable to every Domestic / Foreign Company whose income is taxable under the provisions of this Act or Rules made under it depending upon its Residential Status and-Type of Income involved. U/s 139(1) every Company is required to file its Income tax return for every Previous Year by 30th September of the Assessment Year. Other compliances like those relating to Tax Deduction at Source, Fringe Benefit Tax, Advance Tax, and Minimum Alternative Tax like are also required to be complied by every Company.

### **Professional Tax**

The professional tax slabs in India are applicable to those citizens of India who are either involved in any profession or trade. The State Government of each State is empowered with the responsibility of structuring as well as formulating the respective professional tax criteria and is also required to collect funds through professional tax. The professional taxes are charged on the incomes of individuals, profits of business or gains in vocations. The professional tax is charged as per the List II of the Constitution. The professional taxes are classified under various tax slabs in India. The tax payable under the State Acts by any person earning a salary or wage shall be deducted by his employer from the salary or wages payable to such person before such salary or wages is paid to him, and such employer shall, irrespective of whether such deduction has been made or not when the salary and wage is paid to such persons, be liable to pay tax on behalf of such person and employer has to obtain the registration from the assessing authority in the prescribed manner. Every person liable to pay tax under these Acts (other than a person earning salary or wages, in respect of whom the tax is payable by the employer), shall obtain a certificate of enrolment from the assessing authority.

### **Goods and Service Tax (GST)**

Goods and Services Tax (GST) is levied on supply of goods or services or both jointly by the Central and State Governments. It was introduced as The Constitution (One Hundred and First Amendment) Act 2017 and is governed by the GST Council. GST provides for imposition of tax on the supply of goods or services and will be levied by central on intra-state supply of goods or services and by the States including Union territories with legislature/ Union Territories without legislature respectively. A destination-based consumption tax GST would be a dual GST with the central and states simultaneously levying tax with a common base. The GST law is enforced by various acts viz. Central Goods and Services Act, 2017 (CGST), State Goods and Services Tax Act, 2017 (SGST), Union Territory Goods and Services Tax Act, 2017 (UTGST), Integrated Goods and Services Tax Act, 2017 (IGST) and Goods and Services Tax (Compensation to States) Act, 2017 and various rules made thereunder. Tax payers with an aggregate turnover of Rs. 20 lakhs would be exempted from tax. The exemption threshold for special category of states like North-East shall be Rs. 10 lakhs. Small taxpayers with an aggregate turnover in preceding financial year up to Rs. 75 lakhs (50 lakhs in case of special category states) may opt for composition levy. Under GST, goods and services are taxed at the following rates, 0%, 5%, 12% and 18%. There is a special rate of 0.25% on rough precious and semi-precious stones and 3% on gold. In addition a cess of 15% or other rates on top of 28% GST applies on few items like aerated drinks, luxury cars and tobacco products. Export and supplies to SEZ shall be treated as zero-rated supplies. Import of goods and services would be treated as inter-state supplies. Every person liable to take registration under these Acts shall do so within a period of 30 days from the date on which he becomes liable to registration. The Central/State authority shall issue the registration certificate upon receipt of application. The Certificate shall contain fifteen digit registration numbers known as Goods and Service Tax Identification Number (GSTIN).

In case a person has multiple business verticals in multiple locations in a state, a separate application will be made for registration of each and every location. The registered assessee is then required to pay GST as per the rules applicable thereon



and file the appropriate returns as applicable thereon. GST has replaced following indirect taxes and duties at the central and state levels.

## **REGULATIONS RELATED TO FOREIGN TRADE AND INVESTMENT**

### **The Foreign Direct Investment**

The Government of India, from time to time, has made policy pronouncements on Foreign Direct Investment (“FDI”) through press notes and press releases. The Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India (“DIPP”), has issued consolidated FDI Policy Circular of 2020 (“FDI Policy 2020”), which with effect from October 15, 2020, consolidates and supersedes all previous press notes, press releases and clarifications on FDI Policy issued by the DIPP that were in force. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2020 will be valid until the DIPP Offers an updated circular. The reporting requirements for any investment in India by a person resident in India under Foreign Exchange Management (NonDebt Instruments) Rules, 2019 are specified by the RBI. Regulation 4 of the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 vide notification No. FEMA. 395/2019-RB dated 17.10.2019 issued by the RBI stipulates the reporting requirement for any investment in India by a person resident outside India. All the reporting is required to be done through the Single Master Form (SMF) available on the Foreign Investment Reporting and Management System (FIRMS) platform at <https://firms.rbi.org.in>. Under the current FDI Policy of 2020, foreign direct investment in micro and small enterprises is subject to sectoral caps, entry routes and other sectoral regulations. At present 100 % foreign direct investment through automatic route is permitted in the sector in which our Company operates.

### **Foreign Exchange Management Act, 1999 (“FEMA”) and Regulations framed thereunder.**

Foreign investment in India is governed primarily by the provisions of the FEMA which relates to regulation primarily by the RBI and the rules, regulations and notifications there under, and the policy prescribed by the Department of Industrial Policy and Promotion, Ministry of Commerce & Industry, Government of India. As laid down by the FEMA Regulations no prior consents and approvals are required from the Reserve Bank of India, for Foreign Direct Investment under the ‘automatic route’ within the specified sectoral caps.

In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the FIPB and/or the RBI. The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 (“FEMA Regulations”) to prohibit, restrict or regulate, transfer by or issue security to a person resident outside India and Foreign Exchange Management (Export of Goods and Services) Regulations, 2000 for regulation on exports of goods and services.

### **Ownership restrictions of FIIs**

Under the portfolio investment scheme, the total holding of all FIIs together with their sub-accounts in an Indian company is subject to a cap of 24% of the paid-up capital of a company, which may be increased up to the percentage of sectoral cap on FDI in respect of the said company pursuant to a resolution of the board of directors of the company and the approval of the shareholders of the company by a special resolution in a general meeting. The total holding by each FII, or in case an FII is investing on behalf of its sub-account, each sub-account should not exceed 10% of the total paid-up capital of a company.

### **Laws related to Overseas Investment by Indian Entities:**

Overseas investment by Indian Entities are governed under Foreign Exchange Management Act, 1999 under which the central Government of India have notified Foreign Exchange Management (Overseas Investment) Rules, 2022 in suppression of Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2004 and the Foreign Exchange Management (Acquisition and Transfer of Immovable Property Outside India) Regulations, 2015. Followed by the rules, RBI have vide notification no. RBI/2022-2023/110, A.P. (DIR Series) Circular No.12 dated August 22, 2022 have issued Foreign Exchange Management (Overseas Investment) Directions, 2022 and Foreign Exchange Management (Overseas Investment) Regulations, 2022. These legislations frame the investment fields, mode and cap for various sectors and regions, by any person resident in India and the reporting requirements.

## **ENVIRONMENTAL LAWS AND REGULATIONS**

We are subject to various environmental laws and regulations as the operation of our establishments might have an impact on the environment. The basic purpose of such statutes is to control, abate and prevent pollution. In order to achieve these objectives, Pollution Control Boards (“PCBs”), have been set up in each state and at a central level. Establishments, as prescribed under various regulations are required to obtain consent orders from the PCBs. These consent orders are required to be renewed periodically.

### **Environment (Protection) Act, 1986 as amended (“EPA”), the Environment Protection Rules, 1986 as amended (“EPA Rules”) and the Draft Environment Impact Assessment Notification, 2020 as amended (“Draft EIA”)**

The EPA has been enacted with an objective of protection and improvement of the environment and for matters connected therewith. As per the EPA, the Central Government has been given the power to take all such measures for the purpose of protecting and improving the quality of the environment and to prevent environmental pollution. Further, the Central Government has been given the power to give directions in writing to any person or officer or any authority for any of the purposes of the Act, including the power to direct the closure, prohibition or regulation of any industry, operation or process. The EPA Rules lay down specific provisions regarding standards for emission or discharge of environmental pollutants, prohibition on carrying out industrial activities in certain geographical locations, functions of environmental laboratories and submission of samples for analysis. There are also provisions under the EPA and EPA Rules with respect to certain compliances by persons handling hazardous substances, furnishing of information to the authorities and agencies in certain cases, establishment of environmental laboratories and appointment of government analysts.

Further, the Ministry of Environment, Forest and Climate Change has issued Draft EIA, 2020 which proposes to replace the erstwhile Environment Impact Assessment Notification, 2006. The Draft EIA inter alia contemplates two kinds of approvals, being (i) prior environment clearance with the approval of expert committees; and (ii) environmental permission or provision without the approval of expert committees. Certain projects including clay and sand extraction, digging well or foundations of buildings, solar thermal power plants and common effluent treatment plants have been exempted from such approvals.

### **Hazardous and Other Wastes (Management and Trans boundary Movement) Rules, 2016 (“Hazardous Waste Rules”)**

The Hazardous Waste Rules regulate the management, treatment, storage and disposal of hazardous waste by imposing an obligation on every occupier and operator of a facility generating hazardous waste to dispose of such waste without harming the environment. The term “hazardous waste” has been defined in the Hazardous Waste Rules and any person who has, control over the affairs of the factory or the premises or any person in possession of the hazardous waste has been defined as an “occupier”. Every occupier and operator of a facility generating hazardous waste must obtain authorization from the relevant state pollution control board. Further, the occupier, importer or exporter is liable for damages caused to the environment resulting from the improper handling and disposal of hazardous waste and must pay any financial penalty that may be levied by the respective state pollution control board.

### **Public Liability Insurance Act, 1991 as amended (“Public Liability Act”) and the Public Liability Insurance Rules, 1991 as amended (“Public Liability Rules”)**

The Public Liability Act imposes liability on the owner or controller of hazardous substances for any damage arising out of an accident involving such hazardous substances. A list of ‘hazardous substances’ covered by the Public Liability Act has been enumerated by the Government pursuant to a notification. The owner or handler is also required to take out an insurance policy insuring against liability under this legislation. The Public Liability Rules mandate that the employer has to contribute towards the environment relief fund, a sum equal to the premium paid on the insurance policies. This amount is payable to the insurer. Any party violating the provisions of the Public Liability Act can be imposed with a fine, imprisonment or both.

### **Water (Prevention and Control of Pollution) Act, 1974 as amended (“Water Act”)**

The Water Act prohibits the use of any stream or well for the disposal of polluting matter, in violation of the standards set down by the State Pollution Control Board (“State PCB”). The Water Act also provides that the consent of the State PCB must be

obtained prior to opening of any new outlets or discharges, which are likely to discharge sewage or effluent. The State PCBs may cause the local magistrates to restrain the activities of entities likely to cause pollution.

#### **Air (Prevention and Control of Pollution Act, 1981 as amended (“Air Act”))**

The Air Act requires that any individual, industry or institution responsible for emitting smoke or gases must apply in a prescribed form and obtain consent from the State PCB prior to commencing any activity or establishing or operating any industrial plant in an air pollution control area. The State PCB is required to grant, or refuse, consent within four months of receipt of the application. The consent may contain conditions relating to specifications of pollution control equipment to be installed. Periodic checks on the factories are mandated in the form of yearly approvals and consents from the corresponding State PCBs.

#### **Manufacture, Storage and Import of Hazardous Chemical Rules, 1989 as amended (“Hazardous Chemical Rules”)**

The Hazardous Chemical Rules provides for the rules for handling hazardous chemicals described in the schedules to the Hazardous Chemical Rules. Entities which engage in any industrial activity involving hazardous chemicals are required to adhere to these rules. Further, prior to the commencement of any activity which involves hazardous chemicals, the occupier of such facility is required to notify the concerned authority three months prior to the commencement of the proposed activity. Provisions with regard to major incidents involving hazardous chemicals, safety measures as well as provisions for the import and transport of hazardous chemicals have also been provided. Penalties for contravention of the provisions of the Hazardous Chemicals Rules will be as specified in the EPA.

#### **The Noise Pollution (Regulation & Control) Rules 2000 as amended (“Noise Regulation Rules”)**

The Noise Regulation Rules regulate noise levels in industrial (75 decibels in day time and 70 decibels in night time), commercial (65 decibels in day time and 55 decibels in night time), residential zones (55 decibels in day time and 45 decibels in night time) and silence zone (50 decibels in day time and 40 decibels in night time) and set ambient air quality standards in respect of noise for different areas/zones. The Noise Regulation Rules also establish zones of silence of not less than 100 meters near hospitals, educational institutions, courts etc. Penalty for non-compliance with the Noise Regulation Rules shall be under the provisions of the EPA.

### **LABOUR AND EMPLOYMENT RELATED LAWS**

#### **Factories Act, 1948 as amended (“Factories Act”)**

The Factories Act provides for a healthy working environment for the workers/labourers. The Factories Act regulates occupational safety, health and welfare of workers of the industries, in which 10 or more workers are employed on any day of the preceding 12 months and in which manufacturing process is carried on with the aid of power and any premises where there are at least 20 workers, even while there may not be an electrically aided manufacturing process being carried on. This legislation is being enforced by the Central Government through officers appointed under the Factories Act i.e. Inspectors of Factories, Deputy Chief Inspectors etc. who work under the control of the Chief Inspector of Factories and overall control of the Labour Commissioner. The ambit of the Factories Act includes provisions as to the approval of factory building plans before construction or extension, investigation of complaints, maintenance of registers and the submission of yearly and half-yearly returns.

#### **The Occupational Safety, Health and Working Conditions Code, 2020**

The Occupational Safety, Health and Working Conditions Code, 2020 received the assent of the President of India on September 28, 2020 and proposes to subsume certain existing legislations, including the Factories Act, 1948, the Contract Labour (Regulation and Abolition) Act, 1970, the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979 and the Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996. The provisions of this code will be brought into force on a date to be notified by the Central Government.

#### **Industrial Disputes Act, 1947 (“ID Act”)**

The ID Act provides the machinery and procedure for the investigation and settlement of industrial disputes. It also provides certain safeguards to workers and aims to improve the service conditions of industrial labour. When a dispute exists or is apprehended, the appropriate government is empowered to refer the dispute to an authority mentioned under the ID Act in order to prevent the occurrence or continuance of the dispute. Reference may be made to a labour court, tribunal or arbitrator to prevent a strike or lock-out while a proceeding is pending. Wide powers have been given to the labour courts and tribunals under the ID Act while adjudicating a dispute to grant appropriate relief such as modification of contract of employment or to reinstate workmen with ancillary relief.

### **Employees Provident Fund and Miscellaneous Provisions Act, 1952 (“EPF Act”)**

Under the EPF Act, compulsory provident fund, family pension fund and deposit linked insurance are payable to employees in factories and other establishments. The legislation provides that an establishment employing more than 20 (twenty) persons, either directly or indirectly, in any capacity whatsoever, is either required to constitute its own provident fund or subscribe to the statutory employee’s provident fund. The employer of such establishment is required to make a monthly contribution to the provident fund equivalent to the amount of the employee’s contribution to the provident fund. There is also a requirement to maintain prescribed records and registers and filing of forms with the concerned authorities. The EPF Act also prescribes penalties for avoiding payments required to be made under the abovementioned schemes. The employee shall also be required to make the equal contribution to the fund. The Central Government under Section 5 of the EPF Act (as mentioned above) frames Employees Provident Scheme, 1952.

### **The Employees’ State Insurance Act, 1948 (“ESI Act”)**

The ESI Act provides for certain benefits to employees in case of sickness, maternity and employment injury. All employees in establishments covered by the ESI Act are required to be insured, with an obligation imposed on the employer to make certain contributions in relation thereto. It shall apply to all factories (including factories belonging to the Government) other than seasonal factories. Employers of factories and establishments covered under the ESI Act are required to pay contributions to the Employees State Insurance Corporation, in respect of each employee at the rate prescribed by the Central Government. Companies which are controlled by the Government are exempt from this requirement if employees receive benefits similar or superior to the benefits prescribed under the ESI Act. In addition, the employer is also required to register itself under the ESI Act and maintain prescribed records and registers.

### **Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996 (“Construction Workers Act”)**

The Construction Workers Act provides for regulation of employment and conditions of service of building and other construction workers including safety, health and welfare measures in every establishment which employs or employed during the preceding year, 10 or more workers. Every establishment to which the Construction Workers Act applies must be registered within a period of 60 days from the commencement of work.

Further, every employer must give notice of commencement of building or other construction work 30 days in advance. Comprehensive health and safety measures for construction workers have been provided through the Building and Other Construction Workers (Regulation of Service and Conditions of Service) Central Rules, 1998.

This Construction Workers Act provides for constitution of safety committees in every establishment employing 500 or more workers with equal representation from workers and employers in addition to appointment of safety officers qualified in the field. Any violation of the provisions for safety measures is punishable with imprisonment for three months or a fine of a maximum of Rs. 2,000 or both. Continuing contraventions attract an additional fine of Rs. 100 per day. It also provides for penalties for failure to give notice of commencement of building or other construction work and obstruction of inspection, enquiry, etc.

### **Buildings and Other Construction Workers’ Welfare Cess Act, 1996 (“BOCW Cess Act”)**

The BOCW Cess Act provides for the levy and collection of a cess on the cost of construction incurred by employers with a view to augmenting the resources of the Building and Other Construction Workers' Welfare Boards constituted under the BOCW Cess Act. A prescribed quantum of the construction cost incurred by the employer is required to be deposited by the employer as welfare cess under the BOCW Cess Act.

## **Apprentices Act, 1961**

The Apprentices Act, 1961, as amended (the Apprentices Act) regulates and controls the programme of training of apprentices and matters connected there with. The term Apprentice means a person who is undergoing apprenticeship training in pursuance of a contract of apprenticeship. Apprenticeship Training means a course of training in any industry or establishment undergone in pursuance of a contract of apprenticeship and under prescribed terms and conditions which may be different for different categories of apprentices. Every person engaging as an apprentice is required to enter into a contract of apprenticeship with the employer which is reviewed and registered by the apprenticeship advisor.

## **Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979**

Inter-State Migrant Workmen Act is an act enacted by the Parliament of India to regulate the employment of inter-state migrant workmen and to provide for their conditions of service. This Act is applicable to every establishment and contractor who has employed five or more inter-state of Pass-Book to every inter-state migrant workmen with full details, payment of displacement allowance equivalent to 50% of monthly wages of Rs. 75/-, whichever is higher, payment of journey allowance including payment of wage during the period of the journey, suitable residential accommodation, medical facilities and protective clothing, payment of wages, equal pay for equal work irrespective of sex, etc. The main responsibility for the enforcement of the provisions of the Inter-State Migrant Workmen Act lies with the Central Government and the State Governments/Union Territories in the establishments falling in the Central and State sphere, respectively.

## **Industrial Employment Standing Orders Act, 1946**

The Industrial Employment Standing Orders Act, 1946 aims to provide for the fixation of minimum rates of wages, hours of work, holidays with pay and leave with pay in factories, workshops and other establishments or undertakings which employ ten or more workers.

It also provides for the regulation of facilities like medical aid and welfare schemes to be extended by employers to their employees. It was enacted to monitor and regulate the terms and conditions of industrial employment in India. It made provisions for the security of employment and payment of wages by cash or through cheque etc. The Act also provides for machinery for adjudicating disputes regarding violation of such terms and conditions. A Standing Order is a document setting out terms and conditions of employment for workers in an industry.

## **Minimum Wages Act, 1948 (“MWA”)**

The Minimum Wages Act, 1948 came into force with an objective to provide for the fixation of a minimum wage payable by the employer to the employee. Every employer is mandated to pay the minimum wages to all employees engaged to do any work skilled, unskilled, and manual or clerical (including out-workers) in any employment listed in the schedule to the MWA, in respect of which minimum rates of wages have been fixed or revised under the MWA. Construction of buildings, roads, and runways are scheduled employments. It prescribes penalties for non-compliance by employers for payment of the wages thus fixed.

## **The Employees Compensation Act, 1923 (“EC Act”)**

EC Act provides for payment of compensation to injured employees or workmen by certain classes of employers for personal injuries caused due to an accident arising out of and during the course of employment. Under the EC Act, the amount of compensation to be paid depends on the nature and severity of the injury. There are separate methods of calculation or estimation of compensation for injury sustained by the employee. The employer is required to submit to the Commissioner for Employees’ Compensation a report regarding any fatal or serious bodily injury suffered by an employee within seven days of receiving a notice.

## **The Contract Labour (Regulation and Abolition) Act, 1970 (the “CRLAA”)**

The CRLAA regulates the employment of contract labour in establishments in which twenty or more workmen are employed or were employed on any day of the preceding 12 months as contract labour. It governs their conditions and terms of service and provides for abolition of contract labour in certain circumstances.

The CLRAA requires every contractor to whom the CLRAA applies to obtain a license and not to undertake or execute any work through contract labour, except under and in accordance with such license. Further, the CLRAA imposes certain obligations on the contractor in relation to establishment of canteens, restrooms, drinking water, washing facilities, first aid, other facilities and payment of wages to ensure the health and welfare of the contract labourers. However, in the event the contractor fails to provide these amenities, the principal employer is under an obligation to provide these facilities within a prescribed time period. Penalties, including both fines and imprisonment, may be levied for contravention of the provisions of the CLRAA.

### **Payment of Gratuity Act, 1972**

The Payment of Gratuity Act, 1972 provides for payment of gratuity to employees employed in factories, shops and other establishments who have put in a continuous service of 5 (five) years, in the event of their superannuation, retirement, resignation, death or disablement due to accidents or diseases. The rule of 'five years continuous service' is however relaxed in case of death or disablement of an employee. Gratuity is calculated at the rate of 15 (fifteen) days' wages for every completed year of service with the employer.

### **The Equal Remuneration Act, 1976 and Equal Remuneration Rules, 1976**

The Constitution of India provides for equal pay for equal work for both men and women. To give effect to this provision, the Equal Remuneration Act, 1976 was implemented. The Act provides for payment of equal wages for equal work of equal nature to male or female workers and for not making discrimination against all employees in the matters of transfers, training and promotion etc.

### **The Payment of Bonus Act, 1965 ("POB Act")**

The POB Act provides for payment of minimum bonus to factory employees and every other establishment in which twenty or more persons are employed and requires maintenance of certain books and registers and filing of monthly returns showing computation of allocable surplus, set on and set off of allocable surplus and bonus due.

### **The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("SHWW Act")**

SHWW Act provides for the protection of women at workplace and prevention of sexual harassment at workplace. The SHWW Act also provides for a redressal mechanism to manage complaints in this regard. Sexual harassment includes one or more of the following acts or behavior namely, verbal or non-verbal physical contact and advances or a demand or request for sexual favors or making sexually coloured remarks, showing pornography or any other unwelcome physical, verbal or nonverbal conduct of sexual nature. The SHWW Act makes it mandatory for every employer of a workplace to constitute an Internal Complaints Committee which shall always be presided upon by a woman. It also provides for the manner and time period within which a complaint shall be made to the Internal Complaints Committee i.e. a written complaint is to be made within a period of 3 (three) months from the date of the last incident. If the establishment has less than 10 (ten) employees, then the complaints from employees of such establishments as also complaints made against the employer himself shall be received by the Local Complaints Committee.

## **GENERAL LEGISLATIONS**

### **Micro, Small and Medium Enterprises Development Act, 2006 and Industries (Development and Regulation) Act, 1951**

The Micro, Small and Medium Enterprises Development Act, 2006 and Industries (Development and Regulation) Act, 1951 ("MSMED Act") inter-alia seeks to provide for facilitating the promotion and development and enhancing the competitiveness of micro, small and medium enterprises. The MSMED Act inter-alia empowers the Central Government to classify by notification, any class of enterprises including inter-alia, a company, a partnership, firm or undertaking by whatever name called, engaged in the manufacture or production of goods pertaining to any industry specified in the First Schedule to the Industries (Development and Regulation) Act, 1951 as:

- (i) a micro enterprise, where the investment in plant and machinery does not exceed ₹ 25,00,000/- (Rupees Twenty- Five Lakhs Only);
- (ii) a small enterprise, where the investment in plant and machinery is more than ₹ 25,00,000/- (Rupees Twenty -Five Lakh Only) but does not exceed ₹ 5,00,00,000/- (Rupees Five Crores Only); or

- (iii) a medium enterprise, where the investment in plant and machinery is more than ₹ 5,00,00,000/- (Rupees Five Crores Only) but does not exceed ₹ 10,00,00,000/- (Rupees Ten Crores Only).

In case of enterprises engaged in providing or rendering of services, the enterprise may be classified as:

- (i) a micro enterprise, where the investment in equipment does not exceed ₹ 10,00,000/- (Rupees Ten Lakhs Only);  
(ii) a small enterprise, where the investment in equipment is more than ₹ 10,00,000/- (Rupees Ten Lakhs Only) but does not exceed ₹ 2,00,00,000/- (Rupees Two Crores Only); or (iii) a medium enterprise, where the investment in equipment is more than ₹ 2,00,00,000/- (Rupees Two Crores Only) but does not exceed ₹ 5,00,00,000/- (Rupees Five Crores Only).

The MSMED Act also inter-alia stipulates that any person who intends to establish, a micro or small enterprise or a medium enterprise engaged in rendering of services, may at his discretion and a medium enterprise engaged in the manufacture or production of goods as specified hereinabove, file a memorandum of micro, small or medium enterprise, as the case may be, with the prescribed authority.

### **Companies Act, 2013 (“Companies Act”)**

The Companies Act, 2013, has replaced the Companies Act, 1956 in a phased manner. The Act received the assent of President of India on 29<sup>th</sup> August 2013. The Companies Act deals with incorporation of companies and the procedure for incorporation and post incorporation. The conversion of private company into public company and vice versa is also laid down under the Companies Act, 2013. The procedure related to appointment of Directors. The procedure relating to winding up, voluntary winding up, appointment of liquidator also forms part of the Act. Further, Schedule V (read with sections 196 and 197), Part I lays down the conditions to be fulfilled for the appointment of a managing or whole-time director or manager. It provides the list of Acts under which if a person is prosecuted, he cannot be appointed as the director or Managing Director or Manager of a Company. The provisions relating to remuneration of the director’s payable by the companies is under Part II of the said schedule.

### **Competition Act, 2002**

The Competition Act, 2002 prohibits anti-competitive agreements, abuse of dominant positions by enterprises and regulates combinations in India. The Competition Act also established the Competition Commission of India (the —CCI) as the authority mandated to implement the Competition Act. The provisions of the Competition Act relating to combinations were notified recently on March 4, 2011 and came into effect on June 1, 2011. Combinations which are Likely to cause an appreciable adverse effect on competition in a relevant market in India are void under the Competition Act. A combination is defined under Section 5 of the Competition Act as an acquisition, merger or amalgamation of enterprise(s) that meets certain asset or turnover thresholds. There are also different thresholds for those categorized as Individuals and Group. The CCI may enquire into all combinations, even if taking place outside India, or between parties outside India, if such combination is Likely to have an appreciable adverse effect on competition in India. Effective June 1, 2011, all combinations have to be notified to the CCI within 30 days of the execution of any agreement or other document for any acquisition of assets, shares, voting rights or control of an enterprise under Section 5(a) and (b) of the Competition Act (including any binding document conveying an agreement or decision to acquire control, shares, voting rights or assets of an enterprise); or the board of directors of a company (or an equivalent authority in case of other entities approving a proposal for a merger or amalgamation under Section 5(c) of the Competition Act. The obligation to notify a combination to the CCI falls upon the acquirer in case of an acquisition, and on all parties to the combination jointly in case of a merger or amalgamation.

### **Indian Contract Act, 1872**

The Contract Act is the legislation which lays down the general principles relating to formation, performance and enforceability of contracts. The rights and duties of parties and the specific terms of agreement are decided by the contracting parties themselves, under the general principles set forth in the Contract Act. The Contract Act also provides for circumstances under which contracts will be considered as ‘void’ or ‘voidable’. The Contract Act contains provisions governing certain special contracts, including indemnity, guarantee, bailment, pledge, and agency.

### **Specific Relief Act, 1963**

The Specific Relief Act, 1963 is complimentary to the provisions of the Contract Act and the Transfer of Property Act, as the Act applies both to movable property and immovable property. The Act applies in cases where the Court can order specific performance of a contract. Specific relief can be granted only for purpose of enforcing individual civil rights and not for the mere purpose of enforcing a civil law. Specific performance means Court will order the party to perform his part of agreement, instead of imposing on him any monetary liability to pay damages to other party.

### **Sale of Goods Act, 1930**

The law relating to the sale of goods is codified in the Sale of Goods Act, 1930. It defines sale and agreement to sell as a contract whereby the seller transfers or agrees to transfer the property in goods to the buyer for a price and provides that there may be a contract of sale between part owner and another and that the contract of sale may be absolute or conditional.

### **Consumer Protection Act, 2019 (“Consumer Protection Act”)**

The Consumer Protection Act was designed and enacted to provide simpler and quicker access to redress consumer grievances. It seeks, amongst other things, to promote and protects the interests of consumers against deficiencies and defects in goods or services and secure the rights of a consumer against unfair trade practices, which may be practiced by manufacturers, service providers and traders. The definition of “consumer” under the Consumer Protection Act includes persons engaged in offline or online transactions through electronic means or by tele-shopping or direct-selling or multi-level marketing. It provides for the establishment of consumer disputes redressal forums and commissions for the purposes of redressal of consumer grievances. In addition to awarding compensation and/or passing corrective orders, the forums and commissions under the Consumer Protection Act, in cases of misleading and false advertisements, are empowered to impose imprisonment for a term which may extend to two years and fine which may extend to ten lakhs.

In line with the Consumer Protection Act, the Ministry of Consumer Affairs, Food and Public Distribution, Government of India (“Ministry of Consumer Affairs”) has also notified the Consumer Protection (E-Commerce) Rules, 2020 (“E-Commerce Rules”) on July 23, 2020, which provide a framework to regulate the marketing, sale and purchase of goods and services online. The E-Commerce Rules govern e-commerce entities which own, operate, or manage, a digital or electronic facility or platform for electronic commerce, but does not include a seller offering his goods or services for sale on a marketplace e-commerce entity. The Ministry of Consumer Affairs has also released draft amendments to the E-Commerce Rules for public comments. The aforesaid draft amendments require e-commerce entities to, amongst other things, register themselves with the Department for Promotion of Industry and Internal Trade, and appoint a chief compliance officer, a nodal contact person and a resident grievance officer. Additionally, the draft amendments prohibit e-commerce entities from misleading users by manipulating search results, prohibit flash sales and abuse of dominant position, and mandate e-commerce entities to identify sponsored listings of products and services with clear and prominent disclosures.

### **Code of Civil Procedure, 1908**

The Code of Civil Procedure, 1908 is a procedural law related to the administration of civil proceedings in India. The Civil Procedure Code consolidates and amends the law relating to the procedure of the Courts of Civil jurisdiction. The Code of Civil Procedure is an adjective law it neither creates nor takes away any right. It is intended to regulate the procedure to be followed by Civil Courts. The Civil Procedure Code consists of two parts. 158 Sections form the first part and the rules and orders contained in Schedule I form the second part. The object of the Code generally is to create jurisdiction while the rules indicate the mode in which the jurisdiction should be exercised.

The Code does not affect any special or local laws nor does it supersede any special jurisdiction or power conferred or any special form of procedure prescribed by or under any other law for the time being in force. The Code is the general law so that in case of conflict between the Code and the special law the latter prevails over the former. Where the special law is silent on a particular matter the Code applies, but consistent with the special enactment.

### **Code of Criminal Procedure Code, 1973**

It is the main legislation on procedure for administration of substantive criminal law in India. It was enacted in 1973 and came into force on 1<sup>st</sup> April, 1974. It provides the machinery for the investigation of crime, apprehension of suspected criminals, collection of evidence, determination of guilt or innocence of the accused person and the determination of punishment of the guilty.



Criminal law occupies a pre-dominant place among the agencies of social control and is regarded as a formidable weapon that society has forged to protect itself against anti-social behaviour. The law of criminal procedure is meant to be complimentary to criminal law. It is intended to provide a mechanism for the enforcement of criminal law. The Code of Criminal Procedure creates the necessary machinery for apprehending the criminals, investigating the criminal cases, their trials before the criminal courts and imposition of proper punishment on the guilty person. The Code enumerates the hierarchy of criminal courts in which different offences can be tried and then it spells out the limits of sentences which such Courts are authorized to pass.

The law of criminal procedure is intended to provide a mechanism for the enforcement of criminal law. Without the proper procedural law the substantive criminal law which defines offences and provides punishment for them would be almost worthless.

### **Arbitration and Conciliation Act, 1996**

The Arbitration and Conciliation Act, 1996 is an act to consolidate and amend the law relating to domestic arbitration, international commercial arbitration and enforcement of foreign arbitral awards as also to define the law relating to conciliation and for matters connected therewith or incidental thereto. It aims at streamlining the process of arbitration and facilitating conciliation in business matters. The Act recognizes the autonomy of parties in the conduct of arbitral proceedings by the arbitral tribunal and abolishes the scope of judicial review of the award and minimizes the supervisory role of Courts. A significant feature of the Act is the appointment of arbitrators by the Chief Justice of India or Chief Justice of High Court. The Chief Justice may either appoint the arbitrator himself or nominate a person or Institution to nominate the arbitrator. The autonomy of the arbitral tribunal has further been strengthened by empowering them to decide on jurisdiction and to consider objections regarding the existence or validity of the arbitration agreement.

### **Negotiable Instruments Act, 1881**

In India, cheques are governed by the Negotiable Instruments Act, 1881, which is largely a codification of the English Law on the subject. The Act provides effective legal provision to restrain people from issuing cheques without having sufficient funds in their account or any stringent provision to punish them in the event of such cheque not being honoured by their bankers and returned unpaid. Section 138 of the Act, creates statutory offence in the matter of dishonour of cheques on the ground of insufficiency of funds in the account maintained by a person with the banker which is punishable with imprisonment for a term which may extend to two year, or with fine which may extend to twice the amount of the cheque, or with both.

### **Indian Stamp Act, 1899**

Under the Indian Stamp Act, 1899 (the “Stamp Act”) stamp duty is payable on instruments evidencing a transfer or creation or extinguishment of any right, title or interest in immovable property. Stamp duty must be paid on all instruments specified under the Stamp Act at the rates specified in the schedules to the Stamp Act. The applicable rates for stamp duty on instruments chargeable with duty vary from state to state. Instruments chargeable to duty under the Stamp Act, which are not duly stamped are incapable of being admitted in court as evidence of the transaction contained therein and it also provides for impounding of instruments that are not sufficiently stamped or not stamped at all.

### **Prevention of Money Laundering Act, 2002**

Money laundering is the processing of criminal proceeds to disguise its illegal origin. Terrorism, illegal arms sales, financial crimes, smuggling, and the activities of organized crime, including drug trafficking and prostitution rings, generate huge sums. Embezzlement, insider trading, bribery and computer fraud also produce large profits and create an incentive to legitimise the ill-gotten gains through money laundering. When a criminal activity generates substantial profits, the individual or group involved in such activities route the funds to safe heavens by disguising the sources, changing the form, or moving the funds to a place where they are less likely to attract attention.

### **Information Technology Act, 2002 (“Information Technology Act”)**

The Information Technology Act seeks to (i) provide legal recognition to transactions carried out by various means of electronic data interchange involving alternatives to paper-based methods of communication and storage of information; (ii) facilitate electronic filing of documents; and (iii) create a mechanism for the authentication of electronic documentation through digital

signatures. The Information Technology Act facilitates electronic commerce by recognizing contracts concluded through electronic means, protects intermediaries in respect of third party information liability and creates liability for failure to protect sensitive personal data. The Information Technology Act empowers the Government of India to formulate rules with respect to reasonable security practices and procedures and sensitive personal data. In exercise of this power, the Department of Information Technology, Ministry of Electronics and Information Technology, Government of India (“DoIT”), on April 11, 2011, notified the Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules, 2011 (“IT Security Rules”) which prescribe directions for the collection, disclosure, transfer and protection of sensitive personal data by a body corporate or any person acting on behalf of a body corporate. The IT Security Rules require every such body corporate to provide a privacy policy for handling and dealing with personal information, including sensitive personal data, ensuring security of all personal data collected by it and publishing such policy on its website. The IT Security Rules further require that all such personal data be used solely for the purposes for which it was collected and any third party disclosure of such data is made with the prior consent of the information provider, unless contractually agreed upon between them or where such disclosure is mandated by law. The DoIT also notified the Information Technology (Intermediaries Guidelines and Digital Media Ethics Code) Rules, 2021 (“IT Intermediaries Rules”) on February 25, 2021, requiring intermediaries receiving, storing, transmitting, or providing any service with respect to electronic messages to not knowingly host, publish, transmit, select or modify any information prohibited under the IT Intermediaries Rules, to disable hosting, publishing, transmission, selection or modification of such information once they become aware of it, as well as specifying the due diligence to be observed by intermediaries.

### **Limitation Act, 1963:**

The law relating to Law of Limitation to India is the Limitation Act, 1859 and subsequently Limitation Act, 1963 which was enacted on October 05, 1963 and which came into force from January 01, 1964 for the purpose of consolidating and amending the legal principles relating to limitation of suits and other legal proceedings. The basic concept of limitation is relating to fixing or prescribing of the time period for barring legal actions. According to Section 2 (j) of the Limitation Act, 1963, ‘period of limitation’ means the period of limitation prescribed for any suit, appeal or application by the Schedule, and ‘prescribed period’ means the period of limitation computed in accordance with the provisions of this Act.

### **INTELLECTUAL PROPERTY LEGISLATIONS:**

In-general the Intellectual Property Rights includes but is not limited to the following enactments:

- i. The Trade Marks Act, 1992
- ii. The Copyright Act, 1957
- iii. Design Act, 2000

### **The Trade Marks Act, 1999 (the “Trade Marks Act”)**

The Trade Marks Act governs the statutory protection of trademarks and prevention of the use of fraudulent marks in India. It provides for the application and registration of trademarks in India. It also provides for exclusive rights to marks such as brand, label, and heading and to obtain relief in case of infringement for commercial purposes as a trade description. Under the provisions of the Trade Marks Act, an application for trade mark registration may be made with the Controller General of Patents, Designs and Trademarks by any person or persons claiming to be the proprietor of a trade mark, whether individually or as joint applicants, and can be made on the basis of either actual use or intention to use a trade mark in the future. Once granted, a trade mark registration is valid for 10 years unless cancelled, subsequent to which, it can be renewed. If not renewed, the mark lapses and the registration is required to be restored to gain protection under the provisions of the Trade Marks Act. The Trade Marks Act prohibits registration of deceptively similar trademarks and provides penalties for infringement, falsifying or falsely applying for trademarks. Further, pursuant to the notification of the Trade Marks (Amendment) Act, 2010, simultaneous protection of trade mark in India and other countries has been made available to owners of Indian and foreign trade marks. It also seeks to simplify the law relating to the transfer of ownership of trade marks by assignment or transmission and to bring the law in line with international practices.

### **The Copyright Act, 1957**

Copyright is a right given by the law to creators of literary, dramatic, musical and artistic works and producers of cinematograph films and sound recordings. In fact, it is a bundle of rights including, inter alia, and rights of reproduction,

communication to the public, adaptation and translation of the work. There could be slight variations in the composition of the rights depending on the work.

### **Design Act, 2000 (“Design Act”)**

The Design Act, which came into force in May 2001, along with the rules made thereunder consolidate and amend the law relating to protection of designs. A design refers to the features of shape, configuration, pattern, ornamentation or composition of lines or colours applied to any article, in two or three dimensional or both forms, by an industrial process or means, whether manual, mechanical or chemical, separate or combined, which in the finished article appeal to and are judged solely by the eye. In order to register a design, it must be new or original and must not be disclosed to the public anywhere in India or any other country by publication in tangible form or by use or in any other way prior to the filing date. A design should be significantly distinguishable from known designs or combination of known designs in order for it to be registered. A registered design is valid for a period of 10 years after which the same can be renewed for a second period of five years, before the expiration of the original period of 10 years. After such period, the design is made available to the public by placing it in the public domain.

### **OTHER APPLICABLE LAWS**

#### **Municipality Laws**

Pursuant to the Seventy Fourth Amendment Act, 1992, the respective State Legislatures in India have the power to endow the Municipalities (as defined under Article 243Q of the Constitution of India) with the power to implement schemes and perform functions in relation to matters listed in the Twelfth Schedule to the Constitution of India which includes regulation of public health. The respective States of India have enacted laws empowering the Municipalities to regulate public health including the issuance of a health trade license for operating eating outlets and implementation of regulations relating to such license along with prescribing penalties for non-compliance.

#### **Police Laws**

The State Legislatures in India are empowered to enact laws in relation to public order and police under Entries 1 and 2 of the State List (List II) to the Constitution of India. Pursuant to the same the respective States of India have enacted laws regulating the same along with prescribing penalties for non-compliance.

#### **Approvals from Local Authorities**

Setting up of a Factory or Manufacturing/Housing unit/Establishments entails the requisite Planning approvals to be obtained from the relevant Local Panchayat(s) outside the city limits and appropriate Metropolitan Development Authority within the city limits. Consents from the state Pollution Control Board(s), the relevant state Electricity Board(s), the State Excise Authorities, Sales Tax, are required to be obtained before commencing the building of a factory or the start of manufacturing operations.

## HISTORY AND CORPORATE STRUCTURE

### Brief history of our Company

Our Company was originally incorporated as public limited company under the name of “IEC International Limited” on May 05, 2000 under the provisions of Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli, bearing registration no. as 04-37925. Thereafter, the name of the Company was changed from “IEC International Limited” to “MJB India Gas Turbine Services Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra & Nagar Haveli on June 06, 2002. Further, the name of our company was changed to “Corrttech Energy Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on May 14, 2009 bearing CIN U52330GJ2000PLC037925.

Indrasen J. Mittal, Amit Indrasen Mittal, Sandeep Indrasen Mittal, Kavita Amitbhai Mittal, Manju V. Mittal, Harini S. Mittal and Shailesh Javia were the initial subscribers to the Memorandum of Association of our Company.

### Address of the Registered Office:

<b>Registered Office</b>	Shed No 7, Survey No 407, Sp-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad, Gujarat – 382 213, India
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### Changes in Registered Office of the Company:

Except as disclosed below, There has been no change in our Registered Office since incorporation:

Effective Date	From	To	Reason for Change
March 28, 2019	22, Dhara Centre, Near Vijay Char Rasta, Navrangpura, Ahmedabad - 380 009	Shed No 7, Survey No 407, Sp-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad, Gujarat – 382 213, India	Administrative Convenience

### Main Objects of Memorandum of Association:

The main objects of our Company as contained in our Clause III(A) of Memorandum of Association of our Company are as follows:

1. To carry on the business in India or elsewhere to supply spares and repairs for Gas Turbines and associated plant and equipment. Supply of spares shall, interalia, include new, refurbished and exchange parts. Refurbished/ Exchange parts shall include Rotors, Hot Gas Path Components and combustion equipment and key components of Gas Turbine such as rotors, buckets, nozzles, combustion liners and transition pieces etc., and to carry on speedtronic repair service which shall cover card repair/exchange and sale of refurbished cards and further to carry on services of Hot Gas Path Inspection and major inspection/overhaul and revamp of Gas Turbines.
2. To undertake in India or elsewhere survey, design, engineering, supply, installation, testing and commissioning of Cathodic protection system for all types of plants, equipment, pipelines related to industrial projects and to provide consultancy on Cathodic Protection related matters, manufacture and supply of Cathodic Protection materials and equipment, maintenance and monitoring services for Cathodic Protection Systems and to provide training on Cathodic Protection.
3. To undertake survey, design, engineering; supply, installation testing and commissioning, of over ground or buried cross country Pipelines of various diameters and lengths for all types of Liquid and Gas for Projects, Plants and equipment.
4. To source, procure, supply, install and, commission all sizes of Pipes, Pipe fittings and Valves, Piping Material, Support Structures and to source, procure, supply, fabricate, install, erect, test and commission Tanks, Vessels and Structures of Stainless steel and Mild steel and to provide consultancy for pipeline construction and fabrication.
5. To undertake Turnkey Projects, involving corrosion control and multidiscipline engineering.

6. To carry on the business in India or elsewhere with or without collaboration and/or to franchise the business to manufacture, develop, design, establish, distribute, market, export, import and otherwise to deal in the components and parts of gas Turbines. Steam Turbines, Aero Engines for Defence and Aero Space Industry.

#### Amendments to the Memorandum of Association

Except as stated below, there has been no change in the Memorandum of Association of our Company since its incorporation:

Date of Meeting	Type of Meeting	Amendments
September 08, 2001	EGM	Alteration of object clause by deleting sub-clause 1 of the clause III A of the Memorandum of Association.
April 11, 2002	EGM	Change of Clause I of the Memorandum of Association pursuant to change of name of the Company from <b>IEC International Limited</b> to <b>MJB India Gas Turbine Services Limited</b> .
February 06, 2008	EGM	Alteration in main object clause by insertion of sub clause 6 in the clause III A of the memorandum of Association.
October 31, 2008	EGM	Clause V of the Memorandum of Association was amended to reflect increase in the authorized share capital of the Company from ₹1.00 Crore divided into 10,00,000 Equity Shares of ₹10/- each to ₹4.00 Crore divided into 40,00,000 Equity Shares of ₹10/- each.
April 25, 2009	EGM	Change of Clause I of the Memorandum of Association pursuant to changes of name of company from <b>MJB India Gas Turbine Services Limited</b> to <b>Corrtech Energy Limited</b> .
November 01, 2023	EGM	Clause V of the Memorandum of Association was amended to reflect increase in the authorized share capital of the Company from ₹4.00 Crore divided into 40,00,000 Equity Shares of ₹10/- each to ₹25.00 Crore divided into 2,50,00,000 Equity Shares of ₹10/- each.
December 11, 2023	EGM	Alteration of object sub clause 1 and 6 of the clause III A of the Memorandum of Association.

#### Adoption of new set of Articles of Association of the Company:

Our Company has adopted a new set of Articles of Association in accordance with the applicable provisions of the Companies Act, 2013, at the Extraordinary General Meeting of the Company held on December 11, 2023.

#### Major events and milestones of our Company:

The table below sets forth some of the major events in the history of our company:

Year/ F.Y.	Key Events/ Milestone/ Achievements
2000	Incorporate as IEC International Limited under the Companies Act, 1956
2002	IEC International Limited renamed as MJB India Gas Turbine Services Limited.
2004	Started with repair of gas turbine components from our unit located in Ahmedabad (Unit-1)
2008	Entered in the field of manufacturing of high-precision gas turbine components for non-OEM space through another unit located in Ahmedabad (Unit-II).
2008	Become wholly owned subsidiary of Corrtech International Limited
2009	MJB India Gas Turbine Services Limited renamed as Corrtech Energy Limited.
2012	Set up a gas turbine rotor overhauling shop and manufacturing facility for aero-engine components at the existing Unit-II
2014	Began with our first project involving piping and mechanical works of Composite Station at Shahdol Phulpur Gas Pipeline (SHPPL), Madhya Pradesh
2020-21	Crossed Revenue of ₹ 100 Crore
2021-22	Crossed Revenue of ₹ 200 Crore

#### Our Holding Company:

As on the date of this Draft Red Herring Prospectus, Corrtech International Limited, our promoter is the holding company of our company. For details, see **“Our Promoters and Promoter Group”** on page 163 of this Draft Red Herring Prospectus.

**Our Joint Ventures:**

As on date of this Draft Red Herring Prospectus, our Company does not have any Joint Ventures.

**Our Subsidiaries:**

As on date of this Draft Red Herring Prospectus, our Company has one Subsidiary, namely:

**1. MJB India Technical Services Private Limited****Corporate Information:**

MJB India Technical Services Private Limited was incorporated under the Companies Act, 1956 pursuant to certificate of incorporation dated February 25, 2006 issued by ROC, Gujarat, Dadra & Nagar Haveli.

<b>CIN</b>	U29197GJ2006PTC047603
<b>PAN</b>	AAECM5415G
<b>Registered Office</b>	Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad, Gujarat – 382 213, India

**Nature of Business:**

The objects clause of the memorandum of association of MJB India Technical Services Private Limited authorizes it to carry on all or any of the business of repairing, servicing, assembling, altering, reconducting manufacturing, jobbing, engineering, designing etc. of all kinds of industrial equipment in India and abroad.

**Capital Structure:**

Particulars	Number of Equity Shares	Amount
Authorized Share Capital	10,00,000	1,00,00,000
Issued, subscribed and paid-up capital of equity Shares	9,00,000	90,00,000

**Bord of Directors:**

Sr. No.	Name	Designation	DIN
1	Amit Indrasen Mittal	Director	01644010
2	Sandeep Indrasen Mittal	Director	01643818

**Shareholding Pattern as on the date of this Draft Red Herring Prospectus is as follows:**

Sr. No.	Name	No. of Shares	Percentage (%)
1	Corrtech Energy Limited	6,66,000	74.00%
2	MJB International Limited	2,34,000	26.00%
	<b>Total</b>	<b>9,00,000</b>	<b>100.00%</b>

**Our Associates:**

As on date of this Draft Red Herring Prospectus, our Company has one Associate company; namely:

**1. MJB India Industrial Repairs Private Limited****Corporate Information:**

MJB India Industrial Repairs Private Limited was incorporated under the Companies Act, 1956 pursuant to certificate of incorporation dated January 25, 2006 issued by ROC, Gujarat, Dadra Nagar Haveli.

<b>CIN</b>	U29260GJ2006PTC047602
<b>PAN</b>	AAECM5416F
<b>Registered Office</b>	Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India

**Nature of Business:**

The objects clause of the memorandum of association of MJB India Industrial Repairs Private Limited authorizes it to carry on all or any of the business of repairing, servicing, assembling, altering, reconditioning, consulting, supplying, producing, manufacturing, jobbing or trading of spares, plant-equipment and machineries suitable for electrical, mechanical and general engineers, manufacturers, merchants and all types of industries, equipment, components, accessories, spare parts, tools and tackles, fittings, utility equipment like effluent treatment plant. Additionally, to develop innovative designs for use of technology in engineering and mechanical industries and to deal in all kinds of engineering products, preparation of engineering drawings, design and development of instrumentation and control assemblies in India and abroad including providing advise in the fields of engineering, mechanical, electrical, aeronautical, agricultural, constructional and all other work falling within the field of engineering.

**Capital Structure:**

Particulars	Number of Equity Shares	Amount
Authorized Share Capital	35,00,000	3,50,00,000
Issued, subscribed and paid-up capital of equity Shares	32,00,000	3,20,00,000

**Bord of Directors:**

Sr. No.	Name	Designation	DIN
1	Amit Indrasen Mittal	Director	01644010
2	Sandeep Indrasen Mittal	Director	01643818

**Shareholding Pattern as on the date of this Draft Red Herring Prospectus is as follows:**

Sr. No.	Name	No. of Shares	Percentage (%)
1	Corrtech Energy Limited	8,32,000	26.00%
2	MJB International Limited	23,68,000	74.00%
	<b>Total</b>	<b>32,00,000</b>	<b>100.00%</b>

**Accumulated profits or losses:**

As on the date of this Draft Red Herring Prospectus, there are no accumulated profits or losses of the firm that have not been accounted for or consolidated by our Company.

**Strategic or Financial Partnerships:**

As on the date of this Draft Red Herring Prospectus, Our Company does not have any strategic or financial partnerships.

**Time and Cost Overruns in Setting up Projects:**

There has been no time/ cost overrun in setting up projects by our Company.

**Other details about our Company:**

For details of our Company's activities, products, growth, awards & recognitions, capacity, location of plants, technology, marketing strategy, competition and our customers, please refer section titled "***Our Business***", "***Management's Discussion and Analysis of Financial Conditions and Results of Operations***" and "***Basis for Issue Price***" on pages 113, 227 and 84 respectively of this Draft Red Herring Prospectus. For details of our management and managerial competence and for details of shareholding of our Promoters, please refer to sections titled "***Our Management***" and "***Capital Structure***" beginning on page 150 and 63 of the Draft Red Herring Prospectus respectively.

**Defaults or Rescheduling of Borrowings with Financial Institutions/ Banks:**

There have been no defaults or rescheduling of borrowings with any financial institutions/banks as on the date of the Draft Red Herring Prospectus.

**Details regarding material acquisitions or divestments of business/ undertakings, mergers, amalgamation, any revaluation of assets, etc.:**

Our Company has not made any material acquisitions or divestments of business/ undertakings, mergers, amalgamation, any revaluation of assets, etc. in the last 10 years preceding the date of this Draft Red Herring Prospectus.

**Shareholders Agreements:**

There are no subsisting shareholder's agreements among our shareholders in relation to our Company, to which our Company is a party or otherwise has notice of the same as on the date of the Draft Red Herring Prospectus.

**Agreement with key managerial personnel or Directors or Promoters or any other employee of the Company:**

There are no agreements entered into by key managerial personnel or Directors or Promoters or any other employee, either by themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

**Other Material Agreements:**

Our Company has not entered into any subsisting material agreements including with strategic partners, joint venture partners and/or financial partners, entered into, other than in the ordinary course of business of the Company.



## OUR MANAGEMENT

### Board of Directors:

The following table sets forth the details regarding the Board of Directors of our Company as on the date of filing of this Draft Red Herring Prospectus:

Name, Designation, DIN, Date of Birth Age, Address, Occupation, Qualification, Current Term, Date of Appointment	Other Directorships
<p><b>Sandeep Indrasen Mittal</b></p> <p><b>Designation:</b> Chairman and Managing Director</p> <p><b>Age:</b> 55 years</p> <p><b>Date of Birth:</b> April 02, 1968</p> <p><b>Address:</b> D-33, Aryaman Bungalows, Thaltej Shilaj Road, Shilaj, Thaltej, Ahmedabad -380059, Gujarat, India.</p> <p><b>Experience:</b> 25 years</p> <p><b>Occupation:</b> Business</p> <p><b>Qualification:</b> Bachelor of Engineering (Industrial electronics); Master of Business Administration</p> <p><b>Current Term:</b> For a period of 5 years, w.e.f March 14, 2022, liable to retire by rotation</p> <p><b>DIN:</b> 01643818</p>	<p><b>Indian Companies</b></p> <ol style="list-style-type: none"> <li>1. Corrttech International Limited</li> <li>2. IEC Projects Limited</li> <li>3. Controls Plus Oil and Gas solutions Private Limited</li> <li>4. MJB India Technical Services Private Limited</li> <li>5. MJB India Industrial Repairs Private Limited</li> </ol> <p><b>Foreign Companies - Nil</b></p>
<p><b>Amit Indrasen Mittal</b></p> <p><b>Designation:</b> Whole Time Director</p> <p><b>Age:</b> 57 years</p> <p><b>Date of Birth:</b> August 01, 1966</p> <p><b>Address:</b> 38, Akashneem, Opp. Nehru Foundation, Bodakdev, Ahmedabad-380054, Gujarat, India.</p> <p><b>Experience:</b> 25 Years</p> <p><b>Occupation:</b> Business</p> <p><b>Qualification:</b> Bachelor of commerce</p> <p><b>Current Term:</b> For a period of 5 years, w.e.f March 14, 2022 liable to retire by rotation.</p> <p><b>DIN:</b> 01644010</p>	<p><b>Indian Companies</b></p> <ol style="list-style-type: none"> <li>1. Corrttech International Limited</li> <li>2. IEC Projects Limited</li> <li>3. Controls Plus Oil and Gas Solutions Private Limited</li> <li>4. MJB India Technical Services Private Limited</li> <li>5. MJB India Industrial Repairs Private Limited</li> </ol> <p><b>Foreign Companies</b></p> <p>Nil</p>
<p><b>Kavita Amitbhai Mittal</b></p> <p><b>Designation:</b> Non-Executive Director</p>	<p><b>Indian Companies</b></p> <p>IEC Projects Limited</p>

<p><b>Age:</b> 54 years</p> <p><b>Date of Birth:</b> December 23, 1969</p> <p><b>Address:</b> 38 Akashneem, Opp. Nehru Foundation, bodakdev, Ahmedabad - 380054 Gujarat, India.</p> <p><b>Experience:</b> 23 Years</p> <p><b>Occupation:</b> Business</p> <p><b>Qualification:</b> Master of Science</p> <p><b>Current Term:</b> With Effect from November 06, 2023, liable to retire by rotation</p> <p><b>DIN:</b> 01643876</p>	<p><b>Foreign Companies</b></p> <p>Nil</p>
<p><b>Vimal Maganbhai Patel</b></p> <p><b>Designation:</b> Independent Director</p> <p><b>Age:</b> 53 years</p> <p><b>Date of Birth:</b> February 15, 1970</p> <p><b>Address:</b> 702, Pushkar Apartment, Near Judges Bungalow Police Chowky, Bodakdev, Ahmedabad -380054, Gujarat</p> <p><b>Experience:</b> 30 years</p> <p><b>Occupation:</b> Solicitor &amp; Advocate (Professional)</p> <p><b>Qualification:</b> Master in Law, Bachelor of Law</p> <p><b>Current Term:</b> For a period of 5 years, w.e.f March 14, 2022; not liable to retire by rotation</p> <p><b>DIN:</b> 09429174</p>	<p><b>Indian Companies</b></p> <p>Corrtech International Limited</p> <p><b>Foreign Companies</b></p> <p>Nil</p>
<p><b>Sanjay Verma</b></p> <p><b>Designation:</b> Independent Director</p> <p><b>Age:</b> 55 years</p> <p><b>Date of Birth:</b> August 17, 1968</p> <p><b>Address:</b> 425, I.I.M old campus, Vastrapur, Manek bag, Ahmedabad – 380015, Gujarat, India</p> <p><b>Experience:</b> 33 years</p> <p><b>Occupation:</b> Professor</p> <p><b>Qualification:</b> Master of Business Administration and Fellow of IIM, Calcutta (Management Information System)</p>	<p><b>Indian Companies:</b></p> <p>Techpro Edusys Private Limited Corrtech International Limited</p> <p><b>Foreign Companies:</b></p> <p>Nil</p>

<b>Current Term:</b> For a period of 5 years, w.e.f . November 06, 2023; not liable to retire by rotation	
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<b>DIN:</b> 08979532	
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#### **Brief Profile of Directors:**

1. **Sandeep Indrasen Mittal** is the Chairman, Managing Director and Promoter of our Company. He has been on the board since incorporation. He is a visionary entrepreneur and has played a pivotal role in expanding the business operations and verticals of Corrtch Energy Limited. He has a rich work experience of more than 25 years in oil & gas projects business and 20 years in gas turbine components business. He holds a bachelor's degree of engineering (industrial electronics) from Amravati University (1986-1990) and Master of Business Administration from B. K. School of Business Administration, Gujarat University (1990-1992). He is widely travelled and responsible for overall operational matters with special focus on manufacturing business which includes strategy, sales & marketing, finances and overall management of our company. Under his guidance, the company has witnessed continuous growth.
2. **Amit Indrasen Mittal** is the Whole Time Director and Promoter of Our Company. He has been on the Board since incorporation. He has completed his bachelor of commerce degree from University of Gujarat in year 1987. He has an experience of more than 25 years in the Oil & Gas projects. He looks after the overall administration and general corporate functions of our company.
3. **Kavita Amitbhai Mittal** is the Non-Executive Director of our company. She has been on board since incorporation. She has completed her Master's degree in Science (Chemistry) from Jiwaji University, Gwalior. She has amassed over 23 years of experience in the field of administration.
4. **Vimal Maganbhai Patel** is the Independent Director of our Company. He has been on board since 2023. He has completed his Masters in Law (LLM) from Mumbai University in year 1995. He has an experience in civil, company and revenue laws, litigations, arbitration, trademark & Copyright as a practicing solicitor and advocate for almost 30 years. He is also a member of the Bombay Incorporated Law Society.
5. **Sanjay Verma** is the Independent Director of the Company. He has been on board since 2023. He is a fellow of Indian Institute of Management - Calcutta since 1999. He has a master's degree in Business Administration from Ajmer University. He has a work experience of about 32 years as a faculty in renowned management institutes in the subject areas of Information System, Operations and production management, Knowledge Management, CRM and Marketing.

#### **Confirmations:**

As on the date of this Draft Red Herring Prospectus:

- a) None of our Directors is or was a director of any listed company during the last five years preceding the date of this Draft Red Herring Prospectus, whose shares have been or were suspended from being traded on the BSE or the NSE, during the term of their directorship in such company.
- b) None of our Directors is or was a director of any listed company which has been or was delisted from any stock exchange during the tenure of their directorship in such company.
- c) None of our Directors are categorized as a willful defaulter or a fraudulent borrower, as defined under Regulation 2(1)(III) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- d) None of our Directors is declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018.

#### **Nature of any family relationship between our Directors and Key Managerial Personnel (KMP)**

The following Directors and KMPs of the Company are related to each other within the meaning of Section 2 (77) of the Companies Act, 2013. Details of which are as follows:

Sr. No.	Name of the Director/KMP	Relationship with other Directors/KMPs	Relationship
1.	Sandeep Indrasen Mittal	Amit Indrasen Mittal	Brother
3.	Kavita Amitbhai Patel	Amit Indrasen Mittal	Spouse

**Arrangements with major Shareholders, Customers, Suppliers or Others:**

We have not entered into any arrangement or understanding with our major shareholders, customers, suppliers or others, pursuant to which any of our directors were selected as Directors or members of the senior management.

**Service Contracts:**

The Directors of our Company have not entered into any service contracts with our company which provides for benefits upon termination of their employment.

**Details of Borrowing Powers of Directors:**

Pursuant to a special resolution passed at an Extraordinary General Meeting of our Company held on December 11, 2023 and pursuant to provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, the Board of Directors of the Company have been authorized to borrow monies from time to time, any sum or sums of money on such security and on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed together with the money already borrowed by our Company may exceed in the aggregate, its paid up capital and free reserves and security premium (apart from temporary loans obtained/ to be obtained from bankers in the ordinary course of business), provided that the outstanding principal amount of such borrowing at any point of time shall not exceed in the aggregate of ₹ 600.00 (Rupees Six Hundred Crore Only).

**Compensation of our Managing Director and Whole Time Director**

The compensation payable to our Managing Director and Whole Time Director will be governed as per the terms of their appointment and shall be subject to the provisions of Sections 2(54), 188, 196, 197, 198 and 203 and any other applicable provisions, if any of the Companies Act, 2013 read with Schedule V thereto and the rules made there under (including any statutory modification(s) or re-enactment thereof or any of the provisions of the Companies Act, 1956 for the time being in force).

**The following compensation has been approved for Managing Director and Whole Time Director:**

**1. Sandeep Indrasen Mittal: Chairman and Managing Director**

Pursuant to resolutions passed by our Board and our Shareholders on March 14, 2022 and March 14, 2022 respectively, Sandeep Indrasen Mittal was appointed as Chairman & Managing Director for a period of five years with effect from March 14, 2022 at a remuneration, which is to be given by way of salary, dearness allowance, perquisites and other allowance or any combination thereof which shall not exceed Rs. 5,93,500/- per month.

**2. Amit Indrasen Mittal: Whole Time Director**

Pursuant to resolutions passed by our Board and our Shareholders on March 14, 2022 and March 14, 2022 respectively, Amit Indrasen Mittal was appointed as Whole Time Director for a period of five years with effect from March 14, 2022 at a remuneration, which is to be given by way of salary, dearness allowance, perquisites and other allowance or any combination thereof which shall not exceed Rs. 2,93,500/- per month

**Payment or Benefits to Directors:**

**The remuneration paid to our Directors in Fiscal 2023 is as follows:**

Name of Director	Remuneration paid in F.Y. 2022-23
Sandeep Indrasen Mittal	65.20 Lakhs

Amit Indrasen Mittal	35.20 Lakhs
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**Bonus or Profit-Sharing Plan for our Directors:**

We have no bonus or profit-sharing plan for our Directors.

**Sitting Fees:**

The Articles of Association of our Company provides for the payment of sitting fees to the Directors (other than Managing Director & Whole-time Directors), not exceeding ₹ 1.00 Lakhs, as may be fixed by the Board of Directors from time to time, for attending a meeting of the Board and Committees thereof. Our Board of Directors have resolved at their meeting held on December 08, 2023 for the payment of an amount not exceeding ₹ 1.00 Lakhs as sitting fees to all the Non-executive Directors (including Independent Director) for attending each such meeting of the Board and Committee thereof.

**Shareholding of our Directors as on the date of this Draft Red Herring Prospectus:**

None of the Directors of the Company holds any Equity Shares of Company as on the date of this Draft Red Herring Prospectus.

As on the date of the filing of this Draft Red Herring Prospectus, Company has one Subsidiary namely MJB India Technical Services Private Limited as defined under Section 2(6) of the Companies Act, 2013

Our Articles of Association do not require our Directors to hold any qualification Equity Shares in the Company.

**INTEREST OF DIRECTORS**

All the Directors may be deemed to be interested to the extent of remuneration and reimbursement of expenses payable to them under the Articles, and to the extent of remuneration paid to them for services rendered as an officer or employee of the Company. For further details, please refer to Chapter titled *“Our Management”* beginning on Page 150 of this Draft Red Herring Prospectus.

Our directors may also be regarded as interested to the extent of their shareholding and dividend payable thereon, if any, and to the extent of Equity Shares, if any held by them in our Company or held by their relatives. Further our directors are also interested to the extent of unsecured loans, if any, given by them to our Company or by their relatives or by the companies/ firms in which they are interested as Directors/ Members/ Partners. Further our directors are also interested to the extent of loans, if any, taken by them or their relatives or taken by the companies/ firms in which they are interested as Directors/ Members/ Partners. Further, the Directors may have acted as co- borrower in respect of financial facilities availed by the company and for the details of Personal Guarantee given by the Directors towards Financial facilities of our Company please refer to *“Statement of Financial Indebtedness”* on page 224 of this Draft Red Herring Prospectus.

Except as stated otherwise in this Draft Red Herring Prospectus, our Company has not entered into any Contract, Agreements or Arrangements during the preceding two years from the date of the Draft Red Herring Prospectus in which the Directors are interested directly or indirectly and no payments have been made to them in respect of the contracts, agreements or arrangements which are proposed to be entered into with them.

Except as stated in this section *“Our Management”* or the section titled *“Financial information of the Company –Note - 41 - Related Party Disclosure”* beginning on page 150 and 213 respectively of this Draft Red Herring Prospectus, and except to the extent of shareholding in our Company, our Directors do not have any other interest in our business.

**Interest in the property of Our Company:**

Our directors do not have any interest in any property acquired by our Company during the period of two years before filing of this Draft Red Herring Prospectus or proposed to be acquired by us as on date of this Draft Red Herring Prospectus.

**Changes in Board of Directors in Last 3 Years:**

Sr. No.	Name of Director	Date of Event	Nature of Event	Reasons for Change
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1	Vimal Maganbhai Patel	March 14, 2022	Appointed as Independent Director	To ensure better corporate governance and compliance with Companies Act, 2013
2	Sandeep Indrasen Mittal	March 14, 2022	Redesignated as Chairman & Managing Director	
3	Amit Indrasen Mittal	March 14, 2022	Redesignated as Whole Time Director	
4	Kavita Amitbhai Mittal	March 14, 2022	Redesignated as Whole Time Director	
5	Prakash R. Udeshi	September 01, 2022	Resignation from Independent Directorship	
6	Kavita Amitbhai Mittal	November 06, 2023	Redesignated as Non-Executive Director	
7	Sanjay Verma	November 06, 2023	Appointed as Independent Director	

### MANAGEMENT ORGANISATION STRUCTURE

The following chart depicts our Management Organization Structure:



### COMPLIANCE WITH CORPORATE GOVERNANCE

In addition to the applicable provisions of the Companies Act, 2013, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and SEBI (ICDR) Regulations, 2018 in respect of corporate governance will be applicable to our Company immediately upon the listing of our Company's Equity Shares on Stock Exchanges. The requirements pertaining to constitution of the committees such as the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committees have been complied with. Our Board undertakes to take all necessary steps to continue to comply with all the requirements of Listing Regulations and the Companies Act, 2013.

Our Board has been constituted in compliance with the Companies Act, 2013 and in accordance with the best practices in corporate governance. Our Board functions either as a full board or through various committees constituted to oversee specific operational areas. The executive management provides our Board detailed reports on its performance periodically.

Our Board of Directors consist of five (5) Directors of which two (2) are Independent Directors and we have one women director on the Board. The constitution of our Board is in compliance with the provisions of section 149 of the Companies Act, 2013.

Our Company has constituted the following committees:

**1. Audit Committee**

Our Company at its Board Meeting held on December 08, 2023 has approved the constitution of an Audit Committee (“*Audit Committee*”) in compliance with the provisions of the Section 177 of the Companies Act, 2013 read with rule 6 of the companies (Meeting of board and its power) rules, 2014 and Regulation 18 of SEBI Listing Regulations. The Audit Committee comprises following members:

<b>Name of the Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Vimal Maganbhai Patel	Chairman	Independent Director
Sanjay Verma	Member	Independent Director
Sandeep Indrasen Mittal	Member	Managing Director

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

**A. Tenure of the Committee:**

The Audit Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Audit Committee as approved by the Board.

**B. Meetings of the Committee:**

The committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between any two meetings. The quorum for the meeting shall be either two members or one third of the members of the committee, whichever is higher but there shall be presence of two Independent Directors at each meeting.

**C. Power of the Committee:**

The Audit Committee shall have powers, including the following:

- a) to investigate any activity within its terms of reference;
- b) to seek information from any employee;
- c) to obtain outside legal or other professional advice;
- d) to secure attendance of outsiders with relevant expertise, if it considers necessary as may be prescribed under the Companies Act, 2013 (together with the rules thereunder) and SEBI Listing Regulations; and
- e) To have full access to information contained in records of Company.

**D. Role of the Committee:**

The Role of Audit Committee together with its powers as per Part C of Schedule II of SEBI Listing Regulation and Companies Act, 2013 shall be as under:

**The role of the Audit Committee shall include the following:**

- 1) Overseeing the Company’s financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
- 2) Recommending to the Board for the appointment, re-appointment, replacement, remuneration and terms of appointment of the statutory auditors of the Company;
- 3) Reviewing and monitoring the statutory auditor’s independence and performance, and effectiveness of audit process;
- 4) Approving payments to the statutory auditors for any other services rendered by the statutory auditors;
- 5) Reviewing, with the management, the annual financial statements and auditor’s report thereon before submission to the Board for approval, with particular reference to:
  - a. Matters required to be included in the Director’s Responsibility Statement to be included in the Board’s report in terms of

- clause (c) of sub-section 3 of Section 134 of the Companies Act;
- b. Changes, if any, in accounting policies and practices and reasons for the same;
  - c. Major accounting entries involving estimates based on the exercise of judgment by management;
  - d. Significant adjustments made in the financial statements arising out of audit findings;
  - e. Compliance with listing and other legal requirements relating to financial statements;
  - f. Disclosure of any related party transactions; and
  - g. Qualifications and modified opinions in the draft audit report.
- 6) Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
  - 7) Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/application of the funds raised through the proposed initial public offer by the Company;
  - 8) Approval or any subsequent modifications of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company subject to such conditions as may be prescribed;
  - 9) Scrutiny of inter-corporate loans and investments;
  - 10) Valuation of undertakings or assets of the Company, wherever it is necessary;
  - 11) Evaluation of internal financial controls and risk management systems;
  - 12) Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances;
  - 13) Reviewing, with the management, the performance of statutory and internal auditors, and adequacy of the internal control systems;
  - 14) Reviewing the adequacy of internal audit function if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  - 15) Discussing with internal auditors on any significant findings and follow up thereon;
  - 16) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
  - 17) Discussing with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  - 18) Looking 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;
  - 19) Reviewing the functioning of the whistle blower mechanism;
  - 20) Approving the appointment of the chief financial officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background, etc. of the candidate;
  - 21) Reviewing the utilization of loans and/ or advances from/investment by the holding company in any subsidiary exceeding ₹1,000 million or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
  - 22) Considering and commenting on the rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;
  - 23) Such roles as may be delegated by the Board and/or prescribed under the Companies Act, 2013 and SEBI Listing Regulations or other applicable law; and
  - 24) Carrying out any other functions as is mentioned in the terms of reference of the audit committee or containing into SEBI (LODR) Regulations 2015.

Further, the Audit Committee shall mandatorily review the following information:

- 1) Management's discussion and analysis of financial condition and results of operations;
- 2) statement of significant related party transactions (as defined by the audit committee), submitted by management;
- 3) management letters / letters of internal control weaknesses issued by the statutory auditors;
- 4) internal audit reports relating to internal control weaknesses;
- 5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; and
- 6) statement of deviations:
  - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI ICDR Regulations;
  - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI ICDR Regulations.



## 2. Nomination and Remuneration Committee

Our Company at its Board Meeting held on December 08, 2023 has approved the constitution of Nomination and Remuneration Committee in compliance with the provisions of Section 178, Schedule V and all other applicable provisions of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Power) Rules, 2014 and Regulation 19 SEBI Listing Regulations. The Nomination and Remuneration Committee comprises following members:

Name of the Director	Status in Committee	Nature of Directorship
Vimal Maganbhai Patel	Chairman	Independent Director
Sanjay Verma	Member	Independent Director
Kavita Amitbhai Mittal	Member	Non- Executive Director

The Company Secretary of the Company shall act as a Secretary to the Nomination and Remuneration Committee. The Chairman of the Nomination and Remuneration Committee is entitled to attend the general Meeting of the company to furnish clarifications to the shareholders on any matter relating to remuneration. The scope and function of the Committee and its terms of reference shall include the following:

### A. Tenure of the Committee:

The Nomination and Remuneration Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board.

### B. Meetings of the Committee:

The committee shall meet as and when the need arises, subject to at least one meeting in a year. The quorum for the meeting shall be one third of the total strength of the committee or two members, whichever is greater, including at least one independent director in attendance.

### C. Scope and terms of reference:

The terms of reference of the Nomination and Remuneration Committee as per Regulation 19 and Part D of Schedule II of SEBI Listing Regulations and Companies Act, 2013 shall be as under:

- 1) formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- 2) For the appointment of an independent director, the committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the board of directors of the Company for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. Consider the time commitments of the candidates.
- 3) formulation of criteria for evaluation of the performance of independent directors and the Board;
- 4) devising a policy on diversity of our Board;
- 5) identifying persons, who are qualified to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal and carrying out evaluation of every director's performance;
- 6) determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- 7) recommending remuneration of executive directors and any increase therein from time to time within the limit approved by the members of our Company;
- 8) recommending remuneration to non-executive directors in the form of sitting fees for attending meetings of the Board and its committees, remuneration for other services, commission on profits;
- 9) recommending to the Board, all remuneration, in whatever form, payable to senior management;
- 10) performing such functions as are required to be performed by the compensation committee under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended;
- 11) engaging the services of any consultant/professional or other agency for the purpose of recommending compensation

structure/policy;

- 12) analyzing, monitoring and reviewing various human resource and compensation matters;
- 13) reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
- 14) framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
  - a. The SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended; or
  - b. The SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended; and
- 15) Performing such other functions as may be delegated by the Board and/or prescribed under the SEBI Listing Regulations, Companies Act, each as amended or other applicable law.

### 3. Stakeholders Relationship Committee

Our Company at its Board Meeting held on December 08, 2023 has approved the constitution of the Stakeholders Relationship Committee in compliance with the provisions of the Section 178(5) and all other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The constituted Stakeholders Relationship Committee comprises the following:

Name of the Director	Status in Committee	Nature of Directorship
Vimal Maganbhai Patel	Chairman	Independent Director
Sanjay Verma	Member	Independent Director
Kavita Amitbhai Mittal	Member	Non-Executive Director

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

- A. Tenure:** The Stakeholder Relationship Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Stakeholder Relationship Committee as approved by the Board.
- B. Meetings:** The Stakeholder Relationship Committee shall meet at least once in a year, and shall report to the Board on a quarterly basis regarding the status of re-dressal of the complaints received from the shareholders of the Company. The quorum for the meeting shall be one third of the total strength of the committee or two members, whichever is higher.
- C. Scope and terms of reference:** The terms of reference of the Stakeholders Relationship Committee as per Regulation 20 and Part D of Schedule II of SEBI Listing Regulations, 2015 and Companies Act, 2013 shall be as under:
  1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
  2. Review of measures taken for effective exercise of voting rights by shareholders;
  3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
  4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company;
  5. Allotment, transfer of shares including transmission, splitting of shares, changing joint holding into single holding and vice versa, issue of duplicate shares in lieu of those torn, destroyed, lost or defaced or where the space at back for recording transfers have been fully utilized;
  6. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
  7. To issue duplicate share or other security(ies) certificate(s) in lieu of the original share/security(ies) certificate(s) of the

Company.;

8. Non-receipt of share certificate(s), non-receipt of declared dividends, non-receipt of interest/ dividend warrants, non-receipt of annual report and any other grievance/ complaints with Company or any officer of the Company arising out in discharge of his duties;
9. Oversee the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolved them;
10. Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading for Listed Companies as specified in the Securities & Exchange Board of India (Prohibition of insider Trading) Regulations, 2015 as amended from time to time;
11. Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting; and
12. Such roles as may be delegated by the Board and/ or prescribed under the Companies Act, 2013 and SEBI Listing Regulations or other applicable law.

**Policy on Disclosures & Internal procedure for prevention of Insider Trading:**

The provisions of Regulation 8 and 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 will be applicable to our Company immediately upon the listing of its Equity Shares on the Stock Exchange. We shall comply with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 on listing of our Equity Shares on stock exchange. Further, Board of Directors have approved and adopted in Board meeting held on June 22, 2023 the policy on insider trading in view of the proposed public issue. Our Board is responsible for setting forth policies, procedures, monitoring and adherence to the rules for the preservation of price sensitive information and the implementation of the Code of Conduct for Prevention of Insider Trading conduct under the overall supervision of the Board.

**KEY MANAGERIAL PERSONNEL**

Our Company is supported by a team of professionals having exposure to various operational aspects of our business. A brief detail about the Key Managerial Personnel of our Company is provided below:

Name, Designation & Educational Qualification	Age	Year/ period of joining	Compensation paid for F.Y. ended 2022-23 (₹ in Mn)	Overall experience	Previous employment
<b>Sandeep Indrasen Mittal</b> <b>Designation:</b> Chairman & Managing Director <b>Educational Qualification:</b> Bachelor of Engineering (Industrial electronics); Master of Business Administration <b>Term of office:</b> for a period of 5 years, w.e.f March 14, 2022 liable to retire by rotation	55	2000	6.52 Mn	25	NA
<b>Amit Indrasen Mittal</b> <b>Designation:</b> Whole Time Director <b>Educational Qualification:</b> Bachelor of Commerce <b>Term of office:</b> For a period of 5 years, w.e.f March 14, 2022 liable to retire by rotation	57	2000	3.52 Mn	25	NA

<b>Akshit Nandkishor Soni</b> <b>Designation:</b> Company Secretary & Compliance Officer <b>Educational Qualification –</b> Company Secretary and LLB	36	2023	Nil	10	Mundra Solar PV Limited
<b>Kalpiti Ghanshyamkumar Thakkar</b> <b>Designation:</b> Chief Financial Officer <b>Educational Qualification-</b> M. Com	31	2023	Nil	10	Globe Ecologitics Pvt. Ltd.

#### **BRIEF PROFILE OF KEY MANAGERIAL PERSONNEL**

**Sandeep Indrasen Mittal** - Please refer to section “**Brief Profile of our Directors**” beginning on page 150 of this Draft Red Herring Prospectus for details.

**Amit Indrasen Mittal** - Please refer to section “**Brief Profile of our Directors**” beginning on page 150 of this Draft Red Herring Prospectus for details.

**Akshit Nandkishor Soni** is the Company Secretary and Compliance officer of our Company. He has completed his bachelor of law in 2011 from Gujarat University and is the member of Institute of Company Secretaries of India since 2013. He has an experience of over 10 years in the secretarial matters. He looks after the overall corporate governance and secretarial matters of our Company. He has been appointed as Company Secretary and Compliance Officer of our Company with effect from November 06, 2023.

**Kalpiti Ghanshyamkumar Thakkar** is the Chief Financial Officer of our Company. He has completed his degree of Masters of Commerce from Gujarat University in 2016. He has an experience of over 10 years in accounts and finance. He looks after the overall financial matters of our Company. He has been appointed as Chief Financial Officer of our Company with effect from December 08, 2023.

#### **We confirm that:**

- All the persons named as our Key Managerial Personnel above are the permanent employees of our Company.
- There is no understanding with major shareholders, customers, suppliers or any others pursuant to which any of the above-mentioned Key Managerial Personnel have been recruited.
- None of our KMPs except Sandeep Indrasen Mittal and Amit Indrasen Mittal are part of the Board of Directors.
- In respect of all above mentioned Key Managerial Personnel there has been no contingent or deferred compensation accrued for the financial year ended March 31, 2023.
- Except for the terms set forth in the appointment letters, the Key Managerial Personnel have not entered into any other contractual arrangements or service contracts (including retirement and termination benefits) with the issuer.
- Our Company does not have any bonus/ profit sharing plan for any of the Key Managerial Personnel.
- None of the Key Managerial Personnel hold any shares of our Company as on the date of filing of this Draft RedHerring Prospectus
- Presently, we do not have Employee Stock Option Plan (ESOP)/ Employee Stock Purchase Scheme (ESPS) for our employees.
- The turnover of KMPs is not high, compared to the industry to which our company belongs.

#### **Nature of any family relationship between Key Managerial Personnel (KMP)**

Except for Sandeep Indrasen Mittal, Chairman and Managing Director and Amit Indrasen Mittal, WTD of the Company are brothers of each other none of our KMP are related to each other.

#### **Payment of benefits to officers of Our Company (non-salary related)**

Except as disclosed in this Draft Red Herring Prospectus and any statutory payments made by our Company to its officers, our Company has not paid any sum, any non-salary related amount or benefit to any of its officers or to its employees including amounts towards super-annuation, ex-gratia/ rewards.

Except statutory benefits upon termination of employment in our Company or superannuation, no officer of our Company is entitled to any benefit upon termination of such officer's employment in our Company or superannuation. Contributions are made by our Company towards the Provident fund, Gratuity fund and Employee State Insurance

#### Changes in the Key Managerial Personnel in last three years:

There have been no changes in the Key Managerial Personnel of our Company during the last 3 (three) year except as stated below:

Sr. No.	Name of Directors/KMP's	Designation and period	Date of Appointment/ Cessation/ Re-designation	Reasons
1.	Sandeep Indrasen Mittal	Redesignated as Chairman and Managing Director <b>Period:</b> five years with effect from March 14, 2022 liable to retire by rotation	March 14, 2022	To ensure better corporate governance and compliance with Companies Act, 2013
2.	Amit Indrasen Mittal	Redesignated as Whole Time Director <b>Period:</b> five years with effect from March 14, 2022 liable to retire by rotation	March 14, 2022	
3.	Akshit Nandkishor Soni	Appointed as Company Secretary and Compliance office	November 06, 2023	
4.	Saloni Rajeshkumar Shah	Appointed as Chief Financial Officer	November 06, 2023	
5.	Saloni Rajeshkumar Shah	Resignation from the position of CFO	December 08, 2023	
6.	Kalpiti Ghanshyamkumar Thakkar	Appointed as Chief Financial Officer	December 08, 2023	

#### Interest of our Key Managerial Personnel

Apart to the extent of remuneration allowed and reimbursement of expenses incurred by them for or on behalf of the Company, none of our Key Managerial Personal are interested in our Company. For details, please refer section titled "**Financial information of the Company – Note - 41 - Related Party Disclosures**" beginning on page 213 of this Draft Red Herring Prospectus.

#### Interest in the property of our Company

Our KMPs do not have any interest in any property acquired by our Company in a period of two years before the filing of this Draft Red Herring Prospectus or proposed to be acquired by us as on the date of filing the Draft Red Herring Prospectus with RoC.

#### Details of the Service Contracts of the Key Managerial Personnel

Except for the terms set forth in the appointment letters, the Key Managerial Personnel have not entered into any other contractual arrangements with our Company for provision of benefits or payments of any amount upon termination of employment.

#### Loans given/ availed by Directors/ Key Managerial Personnel of our Company

For details of unsecured loan taken from or given to our Directors/ KMPs and for details of transaction entered by them in the past please refer to "**Note - 41 – Related Party Disclosure**" page 213 of this Draft Red Herring Prospectus.

#### Employee Stock Option Plan ('ESOP')/ employee stock purchase scheme ('ESPS Scheme') to Employees

Presently, we do not have any ESOP/ ESPS Scheme for our employees.

## OUR PROMOTERS & PROMOTER GROUP

### Our Promoters:

The promoters of our Company are Corrtch International Limited, IEC Projects Limited, Sandeep Indrasen Mittal and Amit Indrasen Mittal.

As on date of this Draft Red Herring Prospectus, the Promoters, in aggregate, hold 1,68,00,000 Equity shares of our Company, representing 100.00% of the pre-issue paid-up Equity Share capital of our Company. For details of the build-up of the Promoter's shareholding in our Company, see "*Capital Structure-Capital Build-up in respect of Shareholding of our Promoters*", on page 63 of this Draft Red Herring Prospectus.

### Details of our Promoters:

#### (a) Individual Promoters:

	<b>Sandeep Indrasen Mittal– Chairman &amp; Managing Director</b>	
	<b>Qualification</b>	Bachelors of Engineering; Master of Business Administration
	<b>Age</b>	55 years
	<b>'Date of Birth</b>	April 02, 1968
	<b>Address</b>	D-33, Aryaman Bungalows, Thaltej Shilaj Road, Shilaj, Thaltej, Ahmedabad -380059, Gujarat, India
	<b>Experience</b>	25 years
	<b>Occupation</b>	Business
	<b>PAN</b>	AFRPM1147C
	<b>No. of Equity Shares &amp; % of Shareholding (Pre-Issue)</b>	1 share as a nominee of Corrtch International Limited
	<b>Other Ventures</b>	<b>Directorships in other Companies:</b> Corrtch International Limited MJB India Technical Services Private Limited Control Plus Oil & Gas Solutions Private Limited IEC Projects Limited MJB India Industrial Repairs Private Limited
	<b>Amit Indrasen Mittal – Whole Time Director</b>	
	<b>Qualification</b>	Bachelors of Commerce
	<b>Age</b>	57 years
	<b>Date of Birth</b>	August 01, 1966
	<b>Address</b>	38, Akashneem, Opp Nehru Foundation, Bodakdev, Ahmedabad City, Ahmedabad, Gujarat – 380 054, India
	<b>Experience</b>	25 years
	<b>Occupation</b>	Business
	<b>PAN</b>	ABOPM5343D
	<b>No. of Equity Shares &amp; % of Shareholding (Pre-Issue)</b>	1 share as a nominee of Corrtch International Limited
	<b>Other Ventures</b>	<b>Directorships in other Companies:</b> Corrtch International Limited MJB India Technical Services Private Limited Control Plus Oil & Gas Solutions Private Limited IEC Projects Limited MJB India Industrial Repairs Private Limited

For brief biography of our Individual Promoters, please refer to Chapter titled “Our Management” beginning on page 150 of this Draft Red Herring Prospectus.

**Corporate Promoter:**

**Corrtech International Limited**

**Corporate Information:**

Corrtech International Limited was originally incorporated as ‘Corrtech International Private Limited’ in Delhi as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated June 8, 1982, issued by the Registrar of Companies, Delhi and Haryana at Delhi. Thereafter, the registered office of the Company was transferred from Delhi to Ahmedabad, Gujarat pursuant to the Company Law Board order dated August 7, 2000. Subsequently, the Company was converted into a public limited company pursuant to a special resolution passed by Shareholders of our Company at the Annual General Meeting held on September 28, 2021. The name of the Company was changed to its present name ‘Corrtech International Limited’ pursuant to a fresh certificate of incorporation issued by the RoC on January 3, 2022 bearing CIN: U29130GJ1982PLC038664.

<b>PAN</b>	AAACC0134G
<b>CIN</b>	U29130GJ1982PLC038664
<b>Registered Office</b>	51, Mahagujarat Ind Estate Opp Nova Petrochemicals, Sarkhej-Bavla Highway Village Moraiya, Changodar – 382 213, Gujarat, India

**Change in control of our promoter**

There has been no change in the control of our promoter in the last three years from the date of this Draft Red Herring Prospectus.

**Directors as on the date of the Draft Red Herring Prospectus is as follows:**

S. No.	Name of Director	Designation	DIN
1.	Amit Indrasen Mittal	Managing Director	01644010
2.	Sandeep Indrasen Mittal	Whole Time Director	01643818
3.	Pradyuman R Tiwari	Whole Time Director	03560169
4.	Ramesh Chandra Gupta	Independent Director	07071252
5.	Shaily Jatin Dedhia	Independent Director	08853685
6.	Sanjay Verma	Independent Director	08979532
7.	Vimal Maganbhai Patel	Independent Director	09429174

**Shareholding as on the date of the Draft Red Herring Prospectus is as follows:**

S. No.	Name of Shareholders	Nominal Value per share (₹)	No. of Shares	% of Holding
1.	Sandeep Indrasen Mittal	10/-	74,84,535	15.90
2.	Amit Indrasen Mittal	10/-	72,20,730	15.34
3.	Kavita Amitbhai Mittal	10/-	32,23,110	6.85
4.	Harini S. Mittal	10/-	29,59,305	6.29
5.	IEC Projects Limited	10/-	1,87,76,100	39.88
6.	Anant A. Mittal	10/-	2,250	0.005
7.	Prashant S. Mittal	10/-	2,250	0.005
8.	Joint name of Amit Indrasen Mittal and Kavita Amitbhai Mittal	10/-	37,08,360	7.88
9.	Joint name of Sandeep Indrasen Mittal and Harini S. Mittal	10/-	37,08,360	7.88
	<b>Total</b>		<b>4,70,85,000</b>	<b>100%</b>

## IEC Projects Limited

### Corporate Information:

IEC Projects Limited was incorporated as a public company limited by shares on December 13, 2002 under the Companies Act, 1956 having Corporate Identification Number U45201GJ2002PLC041686. The Registered office of IEC Projects Limited is located at 22 Dhara Centre Near Vijaycross Roads Navrangpura Ahmedabad Gujarat 380009 India. IEC Projects Limited is currently involved in the business of Pipeline Construction, Cathodic Protection Systems and Horizontal Directional Drilling.

<b>PAN</b>	AABCI0943G
<b>CIN</b>	U45201GJ2002PLC041686
<b>Registered Office</b>	22, Dhara Centre, Near Vijaycross Roads, Navrangpura, Ahmedabad, Gujarat-380009, India

### Change in control of our promoter

There has been no change in the control of our promoter in the last three years from the date of this Draft Red Herring Prospectus.

### Directors as on the date of the Draft Red Herring Prospectus is as follows:

S. No.	Name of Director	Designation	DIN
1.	Amit Indrasen Mittal	Director	01644010
2.	Sandeep Indrasen Mittal	Director	01643818
3.	Kavita Amitbhai Mittal	Director	01643876
4.	Harini Sandeep Mittal	Director	01643949

### Shareholding as on the date of the Draft Red Herring Prospectus is as follows:

S. No.	Name of Shareholders	Nominal Value per share (₹)	No. of Shares	% of Holding
1.	Amit Indrasen Mittal	10/-	4,18,438	35.79
2.	Sandeep Indrasen Mittal	10/-	4,71,169	40.29
3.	Kavita Amitbhai Mittal	10/-	1,68,061	14.37
4.	Harini S. Mittal	10/-	1,11,532	9.54
5.	Shailesh Javia	10/-	50	0.0043
6.	Anant Mittal	10/-	25	0.002
7.	Prashant Mittal	10/-	25	0.002
	<b>Total</b>		<b>11,69,300</b>	<b>100%</b>

### Confirmations/ Declarations:

In relation to our individual Promoters, our Company confirms that the PAN, bank account number, passport number, aadhaar card number and driving license number shall be submitted to NSE at the time of filing of this Draft Red Herring Prospectus. And, in relation to our corporate promoter, our Company confirms that the PAN, bank account number and the company registration numbers and addresses of the registrar of companies where our Corporate Promoters are registered shall be submitted to NSE at the time of filing of this Draft Red Herring Prospectus.

### Undertaking/ Confirmations:

None of our Promoters or Promoter Group or Group Company or person in control of our Company has been:

- Prohibited or debarred from accessing or operating in the capital market or restrained from buying, selling or dealing in securities under any order or direction passed by SEBI or any other authority or
- Refused listing of any of the securities issued by such entity by any stock exchange, in India or abroad.



- No material regulatory or disciplinary action is taken by any stock exchange or regulatory authority in the past one year in respect of our Promoters, Group Company and Company promoted by the promoters of our company.
- There are no defaults in respect of payment of interest and principal to the debenture/ bond/ fixed deposit holders, banks, FIs by our Company, our Promoters, Group Company and Company promoted by the promoters during the past three years.
- The litigation record, the nature of litigation, and status of litigation of our Company, Promoters, Group company and Company promoted by the Promoters are disclosed in chapter titled **“Outstanding Litigations and Material Developments”** beginning on page 239 of this Draft Red Herring Prospectus.
- None of our Promoters, person in control of our Company are or have ever been a promoter, director or person in control of any other company which is debarred from accessing the capital markets under any order or direction passed by the SEBI or any other authority.

**Interest of our Promoters:**

**i) Interest in promotion and shareholding of Our Company:**

Our Promoters are interested in the promotion of our Company and also to the extent of their shareholding and shareholding of their relatives, from time to time, for which they are entitled to receive dividend payable, if any, and other distribution in respect of the Equity Shares held by him and his relatives. As on the date of this Draft Red Herring Prospectus, our Promoters, Corrttech International Limited holds 1,68,00,000 Equity Shares in our Company i.e., 100.00% of the pre issue paid up Equity Share Capital of our Company. Our Promoters may also be deemed to be interested to the extent of the remuneration, as per the terms of their appointment and reimbursement of expenses payable to them for the rent, purchase and sale transactions. For details, please refer to **Note 41 – “Related Party Transactions”** beginning on page 213 of this Draft Red Herring Prospectus.

For details regarding the shareholding of our Promoter in our Company, please see **“Capital Structure”** on page 63 of this Draft Red Herring Prospectus.

**ii) Interest in the property of Our Company:**

Except as disclosed below, our Promoters do not have any other interest in any property acquired by our Company in a period of two years before filing of this Draft Red Herring Prospectus or proposed to be acquired by us as on date of this Draft Red Herring Prospectus:

Sr. No.	Usage	Address	Nature of Interest
1.	Manufacturing Unit	Shed No.7, Survey No. 407, SP-3, New Ahmedabad Industrial Estate, Sarkhej-Bavla Rd, Highway, Changodar, Gujarat-382213	The said property has been obtained on lease from Corrttech International Limited vide Lease deed dated February 01, 2023 for a period of 11 months at a rent of Rs.1,00,000 p.m. w.e.f. February 01, 2023
2.	Repairs Workshop	Plot No.51, Mahagujarat Industrial Estate, Survey No 427, Opp-Nova Petrochemicals, Sarkej Bavla Highway, Changodar, Ahmedabad, Gujarat-382213	The said property has been obtained on lease from Corrttech International Limited vide Lease deed dated February 01, 2023 for a period of 11 months at a rent of Rs. 1,00,000 p.m. w.e.f. February 01, 2023.
3	City Office	22, Dhara Center, Vijay Char Rasta, Navrangpura, Ahmedabad, Gujarat-3800009	NOC obtained from IEC projects limited and Corrttech International Limited

**iii) In transactions for acquisition of land, construction of building and supply of machinery:**

Except as mentioned in point (ii) above, none of our promoters or directors is interested in any transaction for the acquisition of land, construction of building or supply of machinery.

**iv) Other Interests in our Company:**

For transactions in respect of loans and other monetary transactions entered in past please refer **Note 41 -“Related Party Transactions”** on page 213 forming part of **“Financial Information of the Company”** of this Draft Red Herring Prospectus.

Further, our promoter may be interested to the extent of personal guarantees given by them in favour of the Company, for the details of Personal Guarantee given by Promoters towards Financial facilities of our Company please refer to “*Statement of Financial Indebtedness*” and “*Financial Information of Our Company*” on page 224 and 170 respectively of this Draft Red Herring Prospectus.

**Payment or Benefits to our Promoter and Promoter Group during the last 2 years:**

For details of payments or benefits paid to our Promoters and Promoter Group, please refer to the paragraph “*Compensation of our Chairman*” in the chapter titled “*Our Management*” beginning on page 150 also refer *Note 41- “Related Party Transactions*” on page 213 forming part of “*Financial Information of the Company*” and Paragraph on “*Interest of Promoters*” in chapter titled “*Our Promoter and Promoter Group*” on page 163 of this Draft Red Herring Prospectus.

**Companies/ Firms with which our Promoters have disassociated in the last (3) three years**

Except as disclosed below, our promoters have not disassociated themselves from any of the Company, Firms or other entities during the last three years preceding the date of this Draft Red Herring Prospectus:

Name of Promoter	Companies or firms with which Promoter(s) have disassociated	Reasons and circumstances of disassociation	Date of Disassociation
Amit Indrasen Mittal and Sandeep Indrasen Mittal	Corrosion Cures Private Limited	Transfer of shares to Anant A. Mittal and Prashant S. Mittal, both members of Promoter Group	October 27, 2020

**Other ventures of our Promoters**

Save and except as disclosed in this section titled “*Our Promoters & Promoter Group*” beginning on page 163 of this Draft Red Herring Prospectus, there are no ventures promoted by our Promoters in which they have any business interests/ other interests.

**Litigation details pertaining to our Promoters**

For details on litigations and disputes pending against the Promoters and defaults made by the Promoters please refer to the section titled “*Outstanding Litigations and Material Developments*” beginning on page 239 of this Draft Red Herring Prospectus.

**Experience of Promoters in the line of business**

Our Promoters, Sandeep Indrasen Mittal and Amit Indrasen Mittal has an overall experience of more than 25 years in industry. The Company shall also endeavor to ensure that relevant professional help is sought as and when required in the future.

**Related Party Transactions**

For the transactions with our Promoter Group entities please refer to section titled “*Note 41 - Related Party Transactions*” on page 213 of this Draft Red Herring Prospectus.

Except as stated in “*Note 41 - Related Party Transactions*” beginning on page 213 of this Draft Red Herring Prospectus, and as stated therein, our Promoters or any of the Promoter Group Entities do not have any other interest in our business.

**OUR PROMOTER GROUP:**

In addition to the Promoters, the following individual and entities are part of our Promoter Group:

**1. Natural Persons who are part of the Promoter Group**

As per Regulation 2(1)(pp)(ii) of the SEBI (ICDR) Regulations, 2018, the Natural persons who are part of the Promoter Group (due to their relationship with the Promoters) are as follows:

Relationship with Promoters	Name of the Relatives	
	Sandeep Indrasen Mittal	Amit Indrasen Mittal
Spouse	Rinku Maheshchandra Guzraty	Kavita Amitbhai Mittal
Brother	Amit Indrasen Mittal	Sandeep Indrasen Mittal
Sister	Rashmi Sanjay Agarwal	Rashmi Sanjay Agarwal
Son	Prashant S Mittal	Anant A Mittal
	Krishna Sandeep Mittal	Krishna Sandeep Mittal
Daughter	-	Monika A Mittal
Spouse's Mother	Sadhana Maheshchandra Guzraty	Savitri Agarwal
Spouse's Brother	-	Anoop Agarwal
Spouse's Sister	Gautami Maheshchandra Guzraty	-

## 2. Corporate Entities or Firms forming part of the Promoter Group

As per Regulation 2(1)(pp)(iv) of the SEBI (ICDR) Regulations, 2018, the following entities forms part of our Promoter Group:

1. Corrosion Cures Private Limited
2. Greenville Aerospace Private Limited
3. Control Plus Oil And Gas Solutions Private Limited

## 3. Other Persons included in Promoter Group:

None of the other persons forms part of promoter group for the purpose of shareholding of the Promoter Group under Regulation 2(1) (pp)(v) of SEBI (ICDR) Regulations 2018.

## **DIVIDEND POLICY**

Under the Companies Act, our Company can pay dividends upon a recommendation by our Board of Directors and approval by the shareholders at the general meeting of our Company. The Articles of Association of our Company give our shareholders, the right to decrease, and not to increase, the amount of dividend recommended by the Board of Directors.

The Articles of Association of our Company also gives the discretion to our Board of Directors to declare and pay interim dividends. No dividend shall be payable for any financial except out of profits of our Company for that year or that of any previous financial year or years, which shall be arrived at after providing for depreciation in accordance with the provisions of Companies Act, 2013.

Our Company does not have any formal dividend policy for declaration of dividend in respect of the Equity Shares. The declaration and payment of dividend will be recommended by our Board of Directors and approved by the shareholders of our Company at their discretion and may depend on a number of factors, including the results of operations, earnings, Company's future expansion plans, capital requirements and surplus, general financial condition, contractual restrictions, applicable Indian legal restrictions and other factors considered relevant by our Board of Directors.

Our Company has not paid/ declared any dividend in last three years from date of this Draft Red Herring Prospectus. Our Company's corporate actions pertaining to payment of dividends in the past are not to be taken as being indicative of the payment of dividends by our Company in the future.

**SECTION VI – FINANCIAL INFORMATION OF THE COMPANY  
RESTATED FINANCIAL STATEMENTS**

**INDEPENDENT AUDITORS' EXAMINATION REPORT ON THE RESTATED CONSOLIDATED FINANCIAL STATEMENTS**

**The Board of Directors**

**Corrtech Energy Limited**

Shed No. 07, Survvey No. 407, SP-03,  
New Ahmedabad Industrial Estate,  
Sarkhej Bavla Highway, Changodar,  
Ahmedabad – 382 213. Gujarat.

Dear Sirs,

1. We have examined the attached Restated Consolidated Financial Statements of Corrtech Energy Limited (the “Company” or the “Issuer”), its subsidiary and its Associate (the Company, its subsidiary and its Associate together referred to as the “Group”), comprising of Restated Consolidated Statement of Assets and Liabilities as at 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, the Restated Consolidated Statement of Profit and Loss (including other comprehensive income), the Restated Consolidated Statement of Changes in Equity, the Restated Consolidated Cash Flow Statement for the seven months period ended 31st October 2023 and financial years ended 31st March 2023, 31st March 2022 and 31st March 2021, the Summary Statement of Significant Accounting Policies to the Restated Consolidated Financial Statements (collectively, the “Restated Consolidated Financial Statements”), as approved by the Board of Directors of the Company at their meeting held on 8<sup>th</sup> December 2023 for the purpose of inclusion in the Draft Red Herring Prospectus (“DRHP”), Red Herring Prospectus(RHP) and Prospectus (“Offer Documents”) prepared by the Company in connection with its proposed SME Initial Public Offer of equity shares (“IPO”) prepared in terms of the requirements of:
  - a. Section 26 of Part I of Chapter III of the Companies Act, 2013 (the “Act”);
  - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”); and
  - c. The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India (“ICAI”), as amended from time to time (the “Guidance Note”) read with SEBI Communication as mentioned in Point II (A) of Annexure V to the Restated Consolidated Financial Statements (the “SEBI Communication”), as applicable.
2. The Company’s Board of Directors is responsible for the preparation of the Restated Consolidated Financial Statements for the purpose of inclusion in the Offer Document to be filed with Securities and Exchange Board of India, ROC and Stock Exchange in connection with the proposed IPO. The Restated Consolidated Financial Statements has been prepared by the management of the Company on the basis of preparation stated in Point II (A) of Annexure V to the Restated Consolidated Financial Statements. The responsibility of the respective Board of Directors of the companies included in the Group includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Consolidated Financial Statements. The respective Board of Directors are also responsible for identifying and ensuring that the Group complies with the Act, ICDR Regulations and the Guidance Note read with the SEBI Communication, as applicable.
3. We have examined such Restated Consolidated Financial Statements taking into consideration:
  - a. The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter dated 7<sup>th</sup> October 2023 in connection with the proposed IPO of equity shares of the Company;
  - b. The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;
  - c. Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Consolidated Financial Statements; and
  - d. The requirements of Section 26 of the Act and the ICDR Regulations. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Guidance Note in connection with the IPO.

4. The Restated Consolidated Financial Statements has been compiled by the management from the Audited Consolidated Ind AS financial statements of the Group as at and for the seven months period ended 31st October 2023 and Consolidated Financial Statement as at and for the years ended 31st March 2023 31st March 2022 and 31st March 2021 prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other accounting principles generally accepted in India, which have been approved by the Board of Directors at their respective Board Meetings.
5. We have examined the following Consolidated Financial Information of the Company contained in Restated Consolidated Financial Statements of the Company:
  - a. The Restated Consolidated Statement of Assets and Liabilities of the Company as at 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in Annexure-I.
  - b. The Restated Consolidated Statement of Profit and Loss (including other comprehensive income) of the Company for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in in Annexure II.
  - c. The Restated Consolidated Statement of Cash Flows of the Company for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in Annexure III.
  - d. The Restated Consolidated Statement of Changes in Equity of the Company for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in Annexure IV.
  - e. The Significant Accounting Policies to the Restated Financial Statements for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in Annexure V.
  - f. The Statement of Adjustments on Ind AS for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, as set out in Annexure VI.
  - g. The Notes to Restated Consolidated Financial Statements of the Company for the period/years ended 31st October 2023, 31st March 2023, 31st March 2022 and 31st March 2021, under Ind AS, as set out in Annexure VII.
6. For the purpose of our examination, we have relied on auditors’ reports issued by us dated 08<sup>th</sup> December 2023 on the Audited Consolidated Ind AS financial statements of the Group as at and for the period/year ended 31st October 2023, the auditors’ report issued by Bhalgami & Rangani on Consolidated Ind AS financial statements of the Group as at and for the years ended 31st March 2023, the auditors’ report issued by V.D. Shukla & Co. on Consolidated Ind AS financial statements of the Group as at and for the years ended 31st March 2022 and 31<sup>st</sup> March 2021..
7. a) As indicated in our audit reports referred to above, we have audited the financial statements of Subsidiary & Associate Company whose share of total assets, total revenues, net cash inflows / (outflows) included in the Restated Consolidated Ind AS Financial Statements, for the period/year ended 31st October 2023. Further, we have relied on other Auditors for the audited financial statements of Subsidiary & Associate the years ended 31st March 2023, 31st March 2022, and 31st March 2021.

Sr No	Name of the Company	Relationship	Interest of Holding Company
1	MJB India Technical Services Private Limited	Subsidiary of Corrtch Energy Limited	74%
2	MJB India Industrial Repairs Private Limited	Associate of Corrtch Energy Limited	26%

Our opinion on the Restated Consolidated Ind AS Financial Statements for the period/year ended 31st October 2023 and Special Purpose Consolidated Ind AS financial statements for the years ended, 31st March 2023, 31st March 2022 and 31st March

2021 is not modified in respect of these matters.

We have examined the restated financial statements of respective entities and have confirmed that the restated financial Statements:

- a. have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the financial years ended 31st March 2023, 31st March 2022 and 31st March 2021 to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at and for the seven months period ended 31st October 2023; and
  - b. do not require any adjustment for modification as there is no modification in the underlying audit reports;
  - c. Have been prepared in accordance with the Act, ICDR Regulations and the Guidance Note.
8. Based on our examination and according to the information and explanations given to us, we report that the Restated Consolidated Financial Statement:
- a. have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the years ended 31st March 2023, 31st March 2022 and 31st March 2021 to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at and for the seven months period ended 31st October 2023; and
  - b. do not require any adjustment for modification as there is no modification in the underlying audit reports;
  - c. have been prepared in accordance with the Act, ICDR Regulations and the Guidance Note.
9. The Restated Consolidated Financial Statements do not reflect the effects of events that occurred subsequent to the dates of the report on the audited Special Purpose Consolidated Ind AS financial statements mentioned in paragraph 4 above.
10. This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us, nor should this report be construed as a new opinion on any of the financial statements referred to herein.
11. We have no responsibility to update our report for events and circumstances occurring after the date of the report.
12. Our report is intended solely for use of the Board of Directors for inclusion in the Offer Document to be filed with Securities and Exchange Board of India, Stock Exchange and ROC in connection with the proposed SME IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

**PATEL JAIN & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FRN: 129797W

CA VIVEK A BHATT  
(PARTNER)  
M NO. 193504  
UDIN: 24193504BKBZGX9132

Place: Ahmedabad  
Date: 14/02/2024

**ANNEXURE – I**  
**CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES**

(Rs. In Millions)

Particulars	Note No.	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<b>ASSETS</b>					
<b>NON-CURRENT ASSETS</b>					
(a) Property, Plant and Equipment	<b>4.1</b>	124.21	133.66	85.82	54.71
(b) Intangible Assets	<b>4.2</b>	0.10	0.10	0.10	0.10
(c) Financial Assets					
(i) Investments	<b>5</b>	11.37	11.49	11.70	11.94
(ii) Other Financial Assets	<b>6</b>	187.23	132.56	166.98	73.62
(d) Other Non-Current Assets	<b>7</b>	0.07	0.07	0.06	0.58
		<b>322.98</b>	<b>277.88</b>	<b>264.66</b>	<b>140.95</b>
<b>CURRENT ASSETS</b>					
(a) Inventories	<b>8</b>	489.76	437.08	308.36	356.50
(b) Financial Assets					
(i) Investments	<b>9</b>	0.98	0.90	0.87	0.69
(ii) Trade Receivables	<b>10</b>	286.42	258.77	315.34	317.12
(iii) Cash and Cash Equivalents	<b>11</b>	10.84	19.30	29.44	4.15
(iv) Bank balances other than above (iii)	<b>12</b>	162.47	150.95	74.08	27.95
(v) Loans	<b>13</b>	8.91	6.87	6.08	5.64
(vi) Other Financial Assets	<b>14</b>	-	-	-	2.35
(c) Current Tax Assets (Net)	<b>15</b>	1.57	8.53	35.74	12.60
(d) Other Current Assets	<b>16</b>	314.75	197.11	151.90	61.51
		<b>1,275.70</b>	<b>1,079.51</b>	<b>921.81</b>	<b>788.52</b>
<b>TOTAL ASSETS</b>		<b>1,598.68</b>	<b>1,357.39</b>	<b>1,186.47</b>	<b>929.47</b>
<b>EQUITY AND LIABILITIES</b>					
<b>EQUITY</b>					
(a) Equity Share Capital	<b>17</b>	21.00	21.00	21.00	21.00
(b) Other Equity	<b>18</b>	721.55	644.87	563.66	465.50
(c) Non-Controlling Interest		2.29	2.21	2.10	1.98
		<b>744.84</b>	<b>668.08</b>	<b>586.76</b>	<b>488.48</b>
<b>LIABILITIES</b>					
<b>NON-CURRENT LIABILITIES</b>					
(a) Financial Liabilities					
(i) Borrowings	<b>19</b>	80.80	63.04	40.28	11.55
(b) Provisions	<b>20</b>	9.56	7.78	10.05	8.65
(c) Deferred tax liabilities	<b>21</b>	3.38	4.05	4.84	5.92
(d) Other Non-Current Liabilities	<b>22</b>	-	0.86	0.66	3.41
		<b>93.74</b>	<b>75.73</b>	<b>55.83</b>	<b>29.53</b>
<b>CURRENT LIABILITIES</b>					
(a) Financial Liabilities					
(i) Borrowings	<b>23</b>	279.20	103.24	48.14	28.50
(ii) Trade Payables	<b>24</b>				
- Total outstanding dues of micro and small enterprises		26.99	9.34	8.80	34.48
- Total outstanding dues of creditors other than micro and small enterprises		356.97	382.42	321.89	222.11
(iii) Other Financial Liabilities	<b>25</b>	25.76	25.51	12.15	24.49
(b) Other Current Liabilities	<b>26</b>	63.14	84.97	144.91	93.04
(c) Provisions	<b>27</b>	8.04	8.10	7.98	8.87
		<b>760.10</b>	<b>613.58</b>	<b>543.87</b>	<b>411.48</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>1,598.68</b>	<b>1,357.39</b>	<b>1,186.47</b>	<b>929.47</b>



**ANNEXURE – II**  
**CONSOLIDATED STATEMENT OF PROFIT AND LOSS**

(Rs. In Millions)

Particulars	Note No.	For the period ended 31-Oct-23	For the year ended 31-Mar-23	For the year ended 31-Mar-22	For the year ended 31-Mar-21
<b>INCOME</b>					
Revenue from operations	<b>28</b>	936.33	1,462.72	2,004.27	1,158.16
Other income	<b>29</b>	7.94	16.04	14.50	19.13
<b>TOTAL INCOME</b>		<b>944.27</b>	<b>1,478.76</b>	<b>2,018.77</b>	<b>1,177.29</b>
<b>EXPENSES</b>					
Cost of Materials Consumed	<b>30</b>	156.45	237.30	197.87	36.97
Purchases of trading materials		9.49	47.56	593.67	359.71
Manufacturing Expenses	<b>31</b>	405.64	769.09	837.73	631.55
Changes in Inventories of Finished Goods, Stock-In-Trade and Work In Progress	<b>32</b>	23.77	-20.09	35.34	(107.95)
Employee benefits expense	<b>33</b>	141.57	172.20	113.48	118.81
Finance Costs	<b>34</b>	19.38	19.31	7.66	4.38
Depreciation and amortization expenses	<b>4.1, 4.2</b>	15.41	20.12	8.07	7.86
Other expenses	<b>35</b>	70.67	128.97	86.13	90.08
<b>TOTAL EXPENSES</b>		<b>842.37</b>	<b>1,374.44</b>	<b>1,879.95</b>	<b>1,141.40</b>
<b>Profit/(Loss) before share of profit / (loss) of associate, exceptional items and tax</b>		<b>101.90</b>	<b>104.32</b>	<b>138.82</b>	<b>35.89</b>
Share in Profit / (Loss) of Associate Concerns		(0.12)	(0.21)	(0.24)	(0.25)
<b>Total Share in Profit / (Loss) of Associate Concerns</b>		<b>(0.12)</b>	<b>(0.21)</b>	<b>(0.24)</b>	<b>(0.25)</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>101.78</b>	<b>104.11</b>	<b>138.58</b>	<b>35.64</b>
Exceptional items (net)		-	-	-	-
<b>Profit/(Loss) before tax</b>		<b>101.78</b>	<b>104.11</b>	<b>138.58</b>	<b>35.64</b>
<b>Tax items</b>					
Current tax		24.50	25.50	39.30	8.90
Deferred tax (asset) / liability		(0.25)	(2.12)	(0.35)	(0.68)
<b>Total tax items</b>		<b>24.25</b>	<b>23.38</b>	<b>38.95</b>	<b>8.21</b>
<b>Profit/(Loss) for the period / year</b>		<b>77.53</b>	<b>80.73</b>	<b>99.63</b>	<b>27.42</b>
<b>Other Comprehensive Income</b>					
Items that will not be re-classified to Profit or Loss					
Re-measurement gains/ (losses) on post-employment benefit plans		(1.18)	3.80	(2.08)	(0.04)
Tax impacts on the above adjustments in OCI		0.41	(1.33)	0.73	0.01
<b>Other Comprehensive Income/ (Loss) for the year</b>		<b>(0.77)</b>	<b>2.47</b>	<b>(1.35)</b>	<b>(0.02)</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>		<b>76.76</b>	<b>83.20</b>	<b>98.28</b>	<b>27.40</b>
<b>Profit for the year attributable to:</b>					
Owners of the Company		77.45	80.61	99.51	27.33
Non-Controlling Interests		0.08	0.12	0.12	0.10
		<b>77.53</b>	<b>80.73</b>	<b>99.63</b>	<b>27.42</b>
<b>Total Comprehensive Income attributable to:</b>					
Owners of the Company		76.63	83.08	98.16	27.31
Non-Controlling Interests		0.12	0.12	0.12	0.10
		<b>76.76</b>	<b>83.20</b>	<b>98.28</b>	<b>27.40</b>
<b>Earnings Per Equity Share (Basic &amp; Diluted)</b>	<b>36</b>	36.92	38.44	47.39	13.01

**ANNEXURE – III**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**

(Rs. In Millions)

Particulars	For the period ended	For the year ended	For the year ended	For the year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>				
<b>Profit/ (loss) Before Tax</b>	101.78	104.32	138.59	35.64
Adjustments for:				
Depreciation and amortization	15.41	20.12	8.07	7.86
Interest and finance charges	19.38	19.31	7.66	4.38
Interest income	(3.40)	(6.52)	(3.92)	(3.87)
Distribution Income	(2.34)	(3.57)	(4.12)	(5.69)
(Gain)/Loss on fixed assets sold/ discarded (net)	-	-	0.06	-
Gain on Fair Valuation of Investments	(0.09)	(0.03)	(0.18)	(0.17)
Re-measurement gains/ (losses) on post employment benefit plans	(1.18)	3.80	(2.08)	(0.04)
<b>Operating Profit before Working Capital Changes</b>	<b>129.56</b>	<b>137.43</b>	<b>144.08</b>	<b>38.11</b>
<b>Adjustments for changes in working capital :</b>				
(Increase)/decrease in trade receivables, loans & advances and other assets	(201.58)	45.48	(178.85)	(40.72)
(Increase)/decrease in inventories	(52.68)	(128.73)	48.14	(50.04)
Increase/(decrease) in trade payables, other liabilities and provisions	(26.19)	14.21	115.54	69.63
<b>Cash Generated from Operations</b>	<b>(280.45)</b>	<b>(69.04)</b>	<b>(15.17)</b>	<b>(21.13)</b>
Income taxes (paid)/refunded	(17.54)	1.72	(62.44)	(12.61)
<b>Net Cashflow from Operating Activities</b>	<b>(168.43)</b>	<b>70.11</b>	<b>66.47</b>	<b>4.38</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of fixed assets	(5.96)	(67.97)	(39.39)	(3.25)
Proceeds from sale of fixed assets	-	-	0.15	-
(Investment in )/ Proceed from Investments	-	-	(0.00)	2.66
Interest received	3.40	6.52	3.92	3.87
Long term loans and advances	(0.31)	(0.49)	(0.44)	
(Investment in )/ Proceed from Fixed Deposits	(11.52)	(76.87)	(46.13)	(0.91)
<b>Net Cashflow from Investing Activities</b>	<b>(14.39)</b>	<b>(138.81)</b>	<b>(81.90)</b>	<b>2.37</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds/Payment from Borrowings	193.72	77.86	48.38	(4.48)
Interest and finance charges	(19.38)	(19.31)	(7.66)	(4.38)
<b>Net Cashflow from Financing Activities</b>	<b>174.34</b>	<b>58.56</b>	<b>40.72</b>	<b>(8.86)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>(8.47)</b>	<b>(10.13)</b>	<b>25.29</b>	<b>(2.11)</b>
<b>Cash and bank balances at the beginning of the year</b>	19.31	29.45	4.15	6.27
<b>Cash and bank balances at the end of the year</b>	<b>10.84</b>	<b>19.31</b>	<b>29.45</b>	<b>4.15</b>

**NOTES:**

- 1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
- 2) Figures in bracket indicate cash outflow.
- 3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.

**Components of cash and cash equivalents**

Cash & Cash Equivalents	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Balances with banks</b>				
<i>In current Accounts</i>	9.81	18.33	28.47	3.63

<i>Fixed Deposits</i>	0.12	0.12	0.12	0.13
<b>Cash on hand</b>	0.91	0.85	0.85	0.40
	<b>10.84</b>	<b>19.30</b>	<b>29.44</b>	<b>4.15</b>

The accompanying notes are an integral part of these Consolidated Financial Statements

**ANNEXURE IV  
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

(Rs. In Millions)

**A. EQUITY SHARE CAPITAL**

Equity share of INR 10 each issued, subscribed and fully paid up	No. of shares (Absolute)	Amount
<b>As at 1 April 2020</b>	<b>21,00,000</b>	<b>21.00</b>
Add / (Less): Changes during the year	-	-
<b>Balance as at 31 March 2021</b>	<b>21,00,000</b>	<b>21.00</b>
<b>As at 1 April 2021</b>	<b>21,00,000</b>	<b>21.00</b>
Add / (Less): Changes during the period	-	-
<b>Balance as at 31 March 2022</b>	<b>21,00,000</b>	<b>21.00</b>
<b>As at 1 April 2022</b>	<b>21,00,000</b>	<b>21.00</b>
Add / (Less): Changes during the period	-	-
<b>Balance as at 31 March 2023</b>	<b>21,00,000</b>	<b>21.00</b>
<b>As at 1 April 2023</b>	<b>21,00,000</b>	<b>21.00</b>
Add / (Less): Changes during the period	-	-
<b>Balance as at 31 October 2023</b>	<b>21,00,000</b>	<b>21.00</b>

**B. OTHER EQUITY**

(Rs. In Millions)

Particulars	Securities Premium	Retained Earnings	Capital Contribution		Other Comprehensive Income	Total Equity
			IEC Projects Limited	Corrtech International Limited	Others	
<b>Balance as at 1st April 2020</b>	44.00	400.01			(1.68)	442.33
Profit/(Loss) for the year	-	27.58			-	27.58
Add: Share in Profit / (Loss) of Associate Concerns	-	(0.25)			-	(0.25)
Addition/(Deletion) during the year	-	(4.14)			(0.02)	(4.16)
Other Comprehensive income/(loss) for the year	-				-	-
<b>Balance as at 31 March 2021</b>	<b>44.00</b>	<b>423.20</b>	-		<b>(1.70)</b>	<b>465.50</b>
<b>Balance as at 1st April 2021</b>	44.00	423.20			(1.70)	465.50
Profit/(Loss) for the period	-	99.75			-	99.75
Add: Share in Profit / (Loss) of Associate Concerns	-	(0.24)			-	(0.24)
Addition/(Deletion) during the period	-	-			(1.35)	(1.35)
Other Comprehensive income/(loss) for the period	-	-			-	-
<b>Balance as at 31 March 2022</b>	<b>44.00</b>	<b>522.71</b>	-		<b>(3.05)</b>	<b>563.66</b>

<b>Balance as at 1st April 2022</b>	44.00	522.71			(3.05)	563.6 6
Profit/(Loss) for the period	-	80.81			-	80.81
Add: Share in Profit / (Loss) of Associate Concerns	-	(0.21)			-	(0.21)
Addition/(Deletion) during the period	-	(2.50)	0.31	0.31	2.47	0.59
Other Comprehensive income/(loss) for the period	-	-	-		-	-
<b>Balance as at 31 March 2023</b>	<b>44.00</b>	<b>600.81</b>	<b>0.31</b>	<b>0.31</b>	<b>(0.58)</b>	<b>644.8 5</b>
<b>Balance as at 1st April 2023</b>	44.00	600.81	0.31	0.31	-0.58	644.8 5
Profit/(Loss) for the period	-	(3.05)			-	(3.05)
Add: Share in Profit / (Loss) of Associate Concerns	-	2.47			-	2.47
Addition/(Deletion) during the period	-	(0.58)	0.31	0.31	-	0.04
Other Comprehensive income/(loss) for the period	-	-	-		-	-
<b>Balance as at 31 October 2023</b>	<b>44.00</b>	<b>599.65</b>	<b>0.62</b>	<b>0.62</b>	<b>(0.58)</b>	<b>644.3 0</b>

**ANNEXURE V**  
**Significant Accounting Policies to the Restated Consolidated Financial Statements**

**(i) Basis of Preparation of Financial Statements**

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015. The Standalone Financial Statements of the Company are prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the subsequent amendments from time to time, notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act. The Accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

The financial statements are prepared and presented under the historical cost convention on the accrual basis of accountancy in accordance with the accounting principles generally accepted in India and comply with the accounting standards notified under the Companies (Accounts) Rules, 2014 to the extent applicable and the relevant provisions of the Companies Act, 2013. The financial statements are presented under Indian rupees.

**(ii) Use of Estimates**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

**(iii) Principles of Consolidation**

The Consolidated Financial Statements consist of Corrtch Energy Limited ("the Company") and its subsidiary company (collectively referred to as "the Group"). The Consolidated Financial Statements have been prepared on the following basis:

a) The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses as per Accounting Standard 21 – "Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006.

b) The difference between the cost of investment in the subsidiary, and the Group's share of net assets at the time of acquisition of shares in the subsidiary is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.

c) Minority Interest in the net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders. Minority interest in the net assets of consolidated subsidiaries consists of:

i) The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and  
ii) The minority share of movements in equity since the date the parent subsidiary relationship came into existence.  
Minority's share of net profit for the year of consolidated subsidiaries is identified and adjusted against the Profit after Tax of the Group.

d) Investment in associates where the Company directly or indirectly through subsidiaries holds more than 20% of equity, are accounted for using equity method as per Accounting Standard 23

e) Accounting for Investments in Associates in Consolidated Financial Statements notified by Companies (Accounting Standards) Rules, 2006.

f) The Group accounts for its share of post acquisition changes in net assets of associates, after eliminating unrealized profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Consolidated Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance based on available information.

g) The difference between the cost of investment in the associates and the Group's share of net assets at the time of acquisition of share in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.

The list of subsidiary company and associates which are included in the consolidation and the Group's holdings therein are as under:

Sr. No.	Name of the Company	Relationship	Interest of Holding Company
1	MJB India Technical Services Private Limited	Subsidiary of Corrttech Energy Ltd.	74%
2	MJB India Industrial Repairs Private Limited	Associate of Corrttech Energy Ltd	26%

#### (iv) Financial Instruments

A financial Instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

##### Financial assets:

##### i) Initial recognition and measurement of financial assets

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets that are not at fair value through profit or loss are added to the fair value on initial recognition.

##### ii) Subsequent measurement of financial assets

For purposes of subsequent measurement, financial assets are classified in below categories:

- Financial assets at amortized cost.
- Financial assets at fair value through profit or loss
- Financial assets at fair value through other comprehensive income

- **Financial assets at amortized cost**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

- **Debt instruments at amortized cost**

A 'debt instrument' is measured at the amortized cost if both the above conditions mentioned in "Financial assets at amortized cost" are met. After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss.

- **Financial assets at fair value through other comprehensive income:**

Assets that are held for collection of contractual cash flows and for spelling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gain and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains and losses and impairment expenses in other expenses.

##### Financial assets at fair value through profit or loss:

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognized in the statement of profit and loss. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost may elect to designate a debt instrument, which otherwise meets amortized cost of FVTOCI criteria, as at FVPTL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

**iii) De-recognition of financial assets**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retain substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

**Financial Liabilities :**

**i) Initial recognition and measurement of financial liabilities**

All financial liabilities are recognized initially at fair value in case of loan and borrowings and payable, fair value is reduced by indirectly attributable transaction costs.

**ii) Subsequent measurement of financial liabilities**

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities (other than financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial liabilities, as appropriate, on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

**iii) Derecognition of financial liabilities**

A financial liability (or a part of financial liability) is derecognized from its balance sheet when the obligation specified in the contract is discharged or cancelled or expired. When an existing financial liability is replaced by another liability from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amount is recognized in the statement of profit and loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if the Company currently has enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

**(v) Current and non-current classification**

All assets and liabilities are classified into current and non-current.

**Assets:**

An asset is classified as current when it satisfies any of the following criteria:

- a. It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is expected to be realised within 12 months after the reporting date; or
- d. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

**Liabilities:**

A liability is classified as current when it satisfies any of the following criteria:

- a. It is expected to be settled in the Company's normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is due to be settled within 12 months after the reporting date; or
- d. The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

**(vi) Fair Value Measurement**

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefit by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 – inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – inputs are other than quoted prices included within level 1 that are observable for the asset or liability either directly (i.e., as prices) or indirectly (i.e. derived prices)

Level 3 – inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

**(vii) Fixed Assets:****Tangible Fixed Assets**

Fixed assets are stated at cost of acquisition / construction, less accumulated depreciation, amortization and impairment loss (if any). Cost comprises of purchase price, import duties and other non-refundable taxes or levies and any directly attributable cost to bring the assets ready for its intended use. Direct expenses on projects during the year of construction are capitalized.

Capital assets under construction are stated in the Balance Sheet as "Capital Work in Progress."

**Intangible Assets**

Intangible assets that are acquired by the company are measured initially at cost. After initial recognition, an intangible asset is carried at cost less accumulated amortization and any accumulated impairment loss, if any.

**(viii) Depreciation**

All tangible fixed assets, except capital work in progress, are depreciated on the basis of useful life of an asset and at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013, except in the case of certain assets which are depreciated at the rates based on the technical assessment of their useful lives by the management and certificate obtained from an independent technical valuer.



**(ix) Impairment of Assets**

Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the company's each class of the fixed assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor.

**(x) Inventories**

Raw materials, traded goods, packing materials, stores, tools, spares and consumables are valued at lower of cost (net of refundable taxes and duties) or net realizable value. The cost of these items of inventory comprises of cost of purchase and other incidental costs incurred to bring the inventories to their present location and condition. Cost of inventories is determined on moving weighted average basis. However, if it is estimated that the cost of finished product will not exceed net realizable value of the product, such materials are written down to net realizable value.

Work in progress, semi-finished goods and finished goods are valued at lower of cost or net realizable value. The valuation at cost includes cost of conversion and other costs incurred to bring the inventories to their present location and condition.

**(xi) Revenue Recognition**

Revenue from sale of products is accounted on dispatch of products to customers and whom no uncertainty as to the collection of the revenue exist. Income from services is recognized as and when services are rendered and confirmed by the customers.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

**(xii) Foreign Currency Transactions**

Transactions denominated in foreign currencies are normally recorded at exchange rates prevailing on the date of transaction. Monetary items denominated in foreign currencies at the year-end are restated at the year-end rates. Exchange difference arising on settlement of foreign currency transactions or restatement of foreign currency denominated assets and liabilities are recognized in the Statement of Profit and Loss.

**(xiii) Employee Benefits**

Short-term compensated absences are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

Gratuity liability are defined benefit obligations and are recognized as an expense in the Statement of Profit and Loss on the basis of actuarial valuation made at the end of the each financial year. Such actuarial valuation is based on projected unit credit method.

Retirement benefits in the form of provident fund and pension fund are defined contribution schemes and such contributions are charged to Statement of Profit and Loss of the year when such contributions are due.

Actuarial gains and losses are immediately charged to the Statement of profit and loss.

**(xiv) Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying fixed assets are capitalized as part of the cost of such assets. All other borrowing costs are recognized as an expense in the period in which they are incurred.

**(xv) Provision for Tax**

Tax expenses comprise of current tax and deferred tax.

Provision for current tax is determined based on assessable profits of the Company as determined under the Income Tax Act, 1961. Provision for deferred tax is determined based on the effect of timing difference between the assessable profits under the Income Tax Act and the profits as per the Statement of Profit and Loss. Deferred tax assets, other than those from carry forward losses and unabsorbed depreciation, are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets arising from carry forward losses and unabsorbed depreciation, are recognized and carried forward only to the extent that there is a virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**(xvi) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognized when the Company has a present, legal or contractual obligation as a result of past events, only if it is probable that an outflow of resources embodying economic benefits will be required and if the amount involved can be measured reliably.

Contingent liabilities being a possible obligation as a result of past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more future events not wholly in the control of the Company, are not recognized in the accounts. The nature of such liabilities and an estimate of its financial effect are disclosed in the Notes to Financial Statements.

Contingent assets are neither recognized nor disclosed in the financial statements.

**ANNEXURE-VI**  
**Statement of Adjustments**

*(All amounts in Rs. Million, except for share data and if otherwise stated)*

**Statement of restatement adjustments to consolidated audited financial statements**

**Reconciliation between audited equity and restated equity:**

**(Rs. in Mn)**

Particulars	As at 31 <sup>st</sup> Oct., 2023	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2021
Total Equity (as per Audited Consolidated financial statements)	744.84	668.08	586.76	488.48
<b>Adjustments on account of restatement:</b>				
Other adjustments	0.00	0.00	0.00	0.00
<b>Total Equity (as per Restated Consolidated financial statements)</b>	<b>744.84</b>	<b>668.08</b>	<b>586.76</b>	<b>488.48</b>

**Reconciliation between audited profit and restated profit:**

**(Rs. in Mn)**

Particulars	As at 31 <sup>st</sup> Oct., 2023	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2021
Profit after tax (as per Audited Consolidated financial statements)	77.53	80.73	99.63	27.42
<b>Adjustments on account of restatement:</b>				
Other adjustments	0.00	0.00	0.00	0.00
<b>Profit after tax (as per Restated Consolidated financial statements)</b>	<b>77.53</b>	<b>80.73</b>	<b>99.63</b>	<b>27.42</b>

**Audit qualifications for the respective period/years, which require any adjustments in the restated Consolidated summary statements are as follows:**

There are no audit qualification in auditor's report for the seven months period ended Oct.'23 and financial year ended 31 March 2023, 31 March 2022 and 31 March 2021, which require any adjustments in the restated consolidated financial statements.

**ANNEXURE VII**  
**NOTES ANNEXED TO AND FORMING PART OF THE RESTATED CONSOLIDATED FINANCIAL**  
**STATEMENTS**

**Note 4.1 - PROPERTY, PLANT AND EQUIPMENT**

(Rs. In Millions)

Particulars	Buildings	Plant & Machinery	Furniture and Fixtures	Computers & Printers	Office Equipment	Vehicles	Total
<b>Cost:</b>							
<b>As at 1st April, 2020</b>	<b>48.21</b>	<b>10.95</b>	<b>1.86</b>	<b>1.11</b>	<b>3.36</b>	<b>9.03</b>	<b>74.53</b>
Additions	-	1.34	-	0.37	0.18	1.37	3.25
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st March, 2021</b>	<b>48.21</b>	<b>12.29</b>	<b>1.86</b>	<b>1.48</b>	<b>3.54</b>	<b>10.39</b>	<b>77.78</b>
<b>As at 1st April, 2021</b>	<b>48.21</b>	<b>12.29</b>	<b>1.86</b>	<b>1.48</b>	<b>3.54</b>	<b>10.39</b>	<b>77.78</b>
Additions	-	30.85	-	0.38	0.94	7.22	39.39
Disposals / transfers	-	-	-	-	-	0.21	0.21
<b>As at 31st March, 2022</b>	<b>48.21</b>	<b>43.14</b>	<b>1.86</b>	<b>1.86</b>	<b>4.48</b>	<b>17.40</b>	<b>116.96</b>
<b>As at 1st April, 2022</b>	<b>48.21</b>	<b>43.14</b>	<b>1.86</b>	<b>1.86</b>	<b>4.48</b>	<b>17.40</b>	<b>116.96</b>
Additions	-	35.70	0.01	0.97	1.35	29.93	67.97
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st March, 2023</b>	<b>48.21</b>	<b>78.84</b>	<b>1.87</b>	<b>2.83</b>	<b>5.83</b>	<b>47.33</b>	<b>184.92</b>
<b>As at 1st April, 2023</b>	<b>48.21</b>	<b>78.84</b>	<b>1.87</b>	<b>2.83</b>	<b>5.83</b>	<b>47.33</b>	<b>184.92</b>
Additions	-	5.20	-	0.18	0.57	-	5.96
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st October, 2023</b>	<b>48.21</b>	<b>84.04</b>	<b>1.87</b>	<b>3.02</b>	<b>6.41</b>	<b>47.33</b>	<b>190.88</b>
<b>Accumulated depreciation:</b>							
<b>As at 1st April, 2020</b>	<b>6.81</b>	<b>3.32</b>	<b>0.81</b>	<b>0.60</b>	<b>1.67</b>	<b>2.01</b>	<b>15.23</b>
Depreciation charged during the year	3.00	1.48	0.27	0.28	0.54	2.27	7.84
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st March, 2021</b>	<b>9.81</b>	<b>4.80</b>	<b>1.08</b>	<b>0.88</b>	<b>2.21</b>	<b>4.28</b>	<b>23.07</b>
<b>As at 1st April, 2021</b>	<b>9.81</b>	<b>4.80</b>	<b>1.08</b>	<b>0.88</b>	<b>2.21</b>	<b>4.28</b>	<b>23.07</b>
Depreciation charged during the period	2.76	1.96	0.18	0.37	0.58	2.22	8.07
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st March, 2022</b>	<b>12.58</b>	<b>6.76</b>	<b>1.26</b>	<b>1.25</b>	<b>2.78</b>	<b>6.50</b>	<b>31.14</b>
<b>As at 1st April, 2022</b>	<b>12.58</b>	<b>6.76</b>	<b>1.26</b>	<b>1.25</b>	<b>2.78</b>	<b>6.50</b>	<b>31.14</b>
Depreciation charged during the period	2.56	9.44	0.09	0.50	0.80	6.73	20.12
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st March, 2023</b>	<b>15.13</b>	<b>16.21</b>	<b>1.35</b>	<b>1.75</b>	<b>3.58</b>	<b>13.23</b>	<b>51.26</b>
<b>As at 1st April, 2023</b>	<b>15.13</b>	<b>16.21</b>	<b>1.35</b>	<b>1.75</b>	<b>3.58</b>	<b>13.23</b>	<b>51.26</b>
Depreciation charged during the period	1.37	6.69	0.04	0.37	0.80	6.14	15.41
Disposals / transfers	-	-	-	-	-	-	-
<b>As at 31st October, 2023</b>	<b>16.51</b>	<b>22.89</b>	<b>1.40</b>	<b>2.12</b>	<b>4.38</b>	<b>19.38</b>	<b>66.67</b>
<b>Net book value</b>							
<b>As at 31st March, 2021</b>	<b>38.40</b>	<b>7.49</b>	<b>0.78</b>	<b>0.60</b>	<b>1.33</b>	<b>6.11</b>	<b>54.71</b>
<b>As at 31st March, 2022</b>	<b>35.63</b>	<b>36.38</b>	<b>0.60</b>	<b>0.61</b>	<b>1.70</b>	<b>10.90</b>	<b>85.82</b>

<b>As at 31st March, 2023</b>	<b>33.08</b>	<b>62.64</b>	<b>0.52</b>	<b>1.08</b>	<b>2.25</b>	<b>34.09</b>	<b>133.66</b>
<b>As at 31st October, 2023</b>	<b>31.70</b>	<b>61.15</b>	<b>0.48</b>	<b>0.90</b>	<b>2.02</b>	<b>27.95</b>	<b>124.21</b>

**Notes:**

For transition to Ind AS, the Group elected to continue with carrying value of all its Property, plant, equipment and intangible assets recognised as of April 1, 2019 (transition date) measured as per the previous GAAP and use that carrying value as deemed cost as of the transition date.

**Note 4.2 - INTANGIBLE ASSETS**

(Rs. In Millions)

Particulars	Computer Software	Total
<b>Cost:</b>		
<b>As at 1st April, 2020</b>	<b>0.13</b>	<b>0.13</b>
Additions	-	-
Disposals / transfers	-	-
<b>As at 31st March, 2021</b>	<b>0.13</b>	<b>0.13</b>
<b>As at 1st April, 2021</b>	<b>0.13</b>	<b>0.13</b>
Additions	-	-
Disposals / transfers	-	-
<b>As at 31st March, 2022</b>	<b>0.13</b>	<b>0.13</b>
<b>As at 1st April, 2022</b>	<b>0.13</b>	<b>0.13</b>
Additions	-	-
Disposals / transfers	-	-
<b>As at 31st March, 2023</b>	<b>0.13</b>	<b>0.13</b>
<b>As at 1st April, 2023</b>	<b>0.13</b>	<b>0.13</b>
Additions	-	-
Disposals / transfers	-	-
<b>As at 31st October, 2023</b>	<b>0.13</b>	<b>0.13</b>
<b>Accumulated depreciation:</b>		
<b>As at 1st April, 2020</b>	<b>0.01</b>	<b>0.01</b>
Depreciation charged during the year	0.02	0.02
Disposals / transfers	-	-
<b>As at 31st March, 2021</b>	<b>0.03</b>	<b>0.03</b>
<b>As at 1st April, 2021</b>	<b>0.03</b>	<b>0.03</b>
Depreciation charged during the period	-	-
Disposals / transfers	-	-
<b>As at 31st March, 2022</b>	<b>0.03</b>	<b>0.03</b>
<b>As at 1st April, 2022</b>	<b>0.03</b>	<b>0.03</b>
Depreciation charged during the period	-	-
Disposals / transfers	-	-
<b>As at 31st March, 2023</b>	<b>0.03</b>	<b>0.03</b>
<b>As at 1st April, 2023</b>	<b>0.03</b>	<b>0.03</b>
Depreciation charged during the period	-	-
Disposals / transfers	-	-
<b>As at 31st October, 2023</b>	<b>0.03</b>	<b>0.03</b>
<b>Net book value</b>		
<b>As at 31st March, 2021</b>	<b>0.10</b>	<b>0.10</b>
<b>As at 31st March, 2022</b>	<b>0.10</b>	<b>0.10</b>
<b>As at 31st March, 2023</b>	<b>0.10</b>	<b>0.10</b>
<b>As at 31st October, 2023</b>	<b>0.10</b>	<b>0.10</b>

**Note 5 - NON - CURRENT FINANCIAL ASSETS – INVESTMENTS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<b>Unquoted</b>				
<b>Investments at Cost</b>				
(a) Investments in Equity Shares				
<i>Investment in Subsidiaries</i>	-	-	-	-
<i>Investment in Associates</i>	8.32	8.32	8.32	8.32
<i>Add: Share in Profit of Associate Concerns</i>	3.05	3.17	3.38	3.62

<b>Total</b>	<b>11.37</b>	<b>11.49</b>	<b>11.70</b>	<b>11.94</b>
<i>Aggregate amount of unquoted investments</i>	13.98	11.49	11.70	11.94

**Notes:**

Details of Investments	Face Value	No of Units (Absolute) (As at)			
		31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Unquoted Investments:</b>					
<b>Investment in equity instruments</b>					
<b>Investment in Associates</b>					
MJB India Industrial Repairs Private limited	Rs.10	8,32,000	8,32,000	8,32,000	8,32,000
<b>Total</b>		<b>8,32,000</b>	<b>8,32,000</b>	<b>8,32,000</b>	<b>8,32,000</b>

**Note 6 - NON - CURRENT FINANCIAL ASSETS – OTHERS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<i>Unsecured - considered good</i>				
Security deposits	8.42	11.14	21.14	17.31
Security deposit in lieu of Performance Bank Guarantee (PBG) *	178.80	121.42	145.84	26.19
Deposits in bank (original maturity more than 12 months) #	-	-	-	27.68
Interest Accrued on Deposits	-	-	-	2.43
	<b>187.22</b>	<b>132.56</b>	<b>166.98</b>	<b>73.62</b>

\* Pertains to amount retained by the customers on account of non-providing PBG

# Margin deposits have been pledged with bank as security for opening Letters of credit, Buyer's Credit, Term Loans and Performance Bank Guarantee

**Note 7 - NON - CURRENT ASSETS – OTHERS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<i>Unsecured - considered good</i>				
Capital advances	-	-	-	0.53
Sales Tax Deposit	0.03	0.03	0.03	0.03
Advances Recoverable	0.04	0.04	0.03	0.02
	<b>0.07</b>	<b>0.07</b>	<b>0.06</b>	<b>0.58</b>

**Note 8 – INVENTORIES**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<i>(valued at lower of cost and net realizable value)</i>				
Raw materials	202.62	139.90	33.45	45.68
Work-in-progress	176.13	200.04	165.45	222.38
Finished goods	24.24	23.67	38.49	2.79
Trading materials	15.29	15.72	15.41	29.51
Stores, Spares	63.59	48.96	49.74	48.39
Loose tools	7.89	8.79	5.82	7.75
	<b>489.76</b>	<b>437.09</b>	<b>308.36</b>	<b>356.50</b>

**Note 9 - CURRENT INVESTMENTS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
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<b>Quoted</b>				
<b>Investment at Fair Value through Profit &amp; Loss</b>				
Investment in mutual funds	0.98	0.90	0.87	0.69
	<b>0.98</b>	<b>0.90</b>	<b>0.87</b>	<b>0.69</b>

Notes:

**Details of Investments**

Particulars	As At							
	31-Oct-23		31-Mar-23		31-Mar-22		31-Mar-21	
	No. of Units (Absolute)	Amount	No. of Units (Absolute)	Amount	No. of Units (Absolute)	Amount	No. of Units (Absolute)	Amount
<b>Quoted</b>								
<b>Investment at Fair Value through Profit &amp; Loss</b>								
HDFC Low Duration Fund - Growth	13,142	0.98	13,142	0.90	13,142	0.87	13,142	69.00
	<b>13,142</b>	<b>0.98</b>	<b>13,142</b>	<b>0.90</b>	<b>13,142</b>	<b>0.87</b>	<b>13,142</b>	<b>69.00</b>

**Note 10 - TRADE RECEIVABLES**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<b>Unsecured</b>				
Considered good	286.42	258.77	315.34	317.12
	<b>286.42</b>	<b>258.77</b>	<b>315.34</b>	<b>317.12</b>

**Trade receivable ageing schedule as at 31 October, 2023**

Particulars	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
i. Undisputed Trade Receivables - considered good	173.15	9.37	34.80	6.46	<b>62.65</b>	<b>286.42</b>
ii. Undisputed Trade Receivables - which has significant increase in credit risk					-	
iii. Undisputed Trade Receivables - credit impaired					-	
iv. Disputed Trade Receivables - considered good					-	
v. Disputed Trade Receivables - which has significant increase in credit risk					-	
vi. Disputed Trade Receivables - credit impaired					-	
	<b>173.15</b>	<b>9.37</b>	<b>34.80</b>	<b>6.46</b>	<b>62.65</b>	<b>286.42</b>

**Trade receivable ageing schedule as at 31 March, 2023**

Particulars	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
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i. Undisputed Trade Receivables - considered good	128.57	37.26	10.36	22.52	60.06	<b>258.77</b>
ii. Undisputed Trade Receivables - which has significant increase in credit risk					-	-
iii. Undisputed Trade Receivables - credit impaired					-	-
iv. Disputed Trade Receivables - considered good					-	-
v. Disputed Trade Receivables - which has significant increase in credit risk					-	-
vi. Disputed Trade Receivables - credit impaired					-	-
	<b>128.57</b>	<b>37.26</b>	<b>10.36</b>	<b>22.52</b>	<b>60.06</b>	<b>258.77</b>

**Trade receivable ageing schedule as at 31 March, 2022**

Particulars	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
i. Undisputed Trade Receivables - considered good	207.18	12.02	27.83	28.55	29.77	<b>315.34</b>
ii. Undisputed Trade Receivables - which has significant increase in credit risk					-	-
iii. Undisputed Trade Receivables - credit impaired					-	-
iv. Disputed Trade Receivables - considered good					-	-
v. Disputed Trade Receivables - which has significant increase in credit risk					-	-
vi. Disputed Trade Receivables - credit impaired					-	-
	<b>207.18</b>	<b>12.02</b>	<b>27.83</b>	<b>28.55</b>	<b>29.77</b>	<b>315.34</b>

**Trade receivable ageing schedule as at 31 March, 2021**

Particulars	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
i. Undisputed Trade Receivables - considered good	201.23	25.91	21.24	8.11	60.63	317.12
ii. Undisputed Trade Receivables - which has significant increase in credit risk			-	-	-	-

iii. Undisputed Trade Receivables - credit impaired			-	-	-	-
iv. Disputed Trade Receivables - considered good			-	-	-	-
v. Disputed Trade Receivables - which has significant increase in credit risk			-	-	-	-
vi. Disputed Trade Receivables - credit impaired			-	-	-	-
	<b>201.23</b>	<b>25.91</b>	<b>21.24</b>	<b>8.11</b>	<b>60.63</b>	<b>317.12</b>

**Note 11 - CASH AND CASH EQUIVALENTS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at	As at
			31-Mar-22	31-Mar-21
<b>Balances with Banks</b>				
In current accounts	9.72	18.33	28.47	3.63
In EEFC accounts	0.09	-	-	-
Fixed deposits	0.12	0.12	0.12	0.13
	<b>9.93</b>	<b>18.45</b>	<b>28.59</b>	<b>3.75</b>
<b>Cash on Hand</b>	0.91	0.85	0.85	0.40
	<b>0.91</b>	<b>0.85</b>	<b>0.85</b>	<b>0.40</b>
	<b>10.84</b>	<b>19.30</b>	<b>29.44</b>	<b>4.15</b>

**Note 12 - BANK BALANCES OTHER THAN ABOVE**

(Rs. In Millions)

	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Unsecured - considered good</b>				
Margin Money Deposits *	162.47	150.95	74.08	27.95
	<b>162.47</b>	<b>150.95</b>	<b>74.08</b>	<b>27.95</b>

\* Bank deposits have been kept as lien with banks as margin security towards fund and non-fund limit with consortium bankers.

**Note 13 - CURRENT FINANCIAL ASSETS – LOANS**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Unsecured - considered good</b>				
Employee Advances	2.05	0.31	0.02	0.02
To related parties	6.86	6.56	6.06	5.62
	<b>8.91</b>	<b>6.87</b>	<b>6.08</b>	<b>5.64</b>

Loan to Related Parties include loans to MJB India Industrial Repairs Pvt Ltd and MJB International LLC. The said loans have not been demanded by the company during the years and as per the agreement of the loans, these can be called by the company at any time during the year. Considering the terms of this loan, the book value of this loan represents the fair value as on the reporting date as per principles of Ind AS 109.

**Note 14 - CURRENT OTHER FINANCIAL ASSETS**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<i>Unsecured - considered good</i>				
Interest receivable on deposits	-	-	-	2.35
	-	-	-	<b>2.35</b>

**Note 15 - CURRENT TAX ASSETS (NET)**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
Advance tax net of provisions	1.57	8.53	35.74	12.60
	<b>1.57</b>	<b>8.53</b>	<b>35.74</b>	<b>12.60</b>

**Note 16 - CURRENT ASSETS – OTHERS**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<i>Unsecured, considered good</i>				
Prepaid Expenses	0.43	1.23	1.17	1.01
Balance with Government Authorities	132.50	104.74	16.86	12.81
Advance to Suppliers	181.79	91.10	133.83	47.65
DEPB Licences	0.04	0.04	0.04	0.04
	<b>314.76</b>	<b>197.11</b>	<b>151.90</b>	<b>61.51</b>

**Note 17 - SHARE CAPITAL**

(Rs. In Millions)

Particulars	No of Shares (Absolute)	Amount
<b>Authorised shares of Rs. 10 each</b>		
<b>As at 1st April 2020</b>	40,00,000	40.00
Add / (Less): Changes during the year	-	-
<b>As at 31 March 2021</b>	40,00,000	40.00
<b>As at 1st April 2021</b>	40,00,000	40.00
Add / (Less): Changes during the period	-	-
<b>As at 31 March 2022</b>	40,00,000	40.00
<b>As at 1st April 2022</b>	40,00,000	40.00
Add / (Less): Changes during the period	-	-
<b>As at 31 March 2023</b>	40,00,000	40.00
<b>As at 1st April 2023</b>	40,00,000	40.00
Add / (Less): Changes during the period	2,10,00,000	210.00
<b>As at 31 October 2023</b>	2,50,00,000	250.00
<b>Issued, Subscribed and paid-up:</b>		
<b>As at 1st April 2020</b>	21,00,000	21.00
Shares issued during the year	-	-
Shares bought back during the year	-	-
<b>As at 31 March 2021</b>	21,00,000	21.00
<b>As at 1st April 2021</b>	21,00,000	21.00
Shares issued during the period	-	-

Shares bought back during the period	-	-
<b>As at 31 March 2022</b>	21,00,000	21.00
<b>As at 1st April 2022</b>	21,00,000	21.00
Shares issued during the period	-	-
Shares bought back during the period	-	-
<b>As at 31 March 2023</b>	21,00,000	21.00
<b>As at 1st April 2023</b>	21,00,000	21.00
Shares issued during the period	1,47,00,000	147.00
Shares bought back during the period	-	-
<b>As at 31 October 2023</b>	1,68,00,000	168.00

**Note 17.1. Terms/Rights attached to the equity shares**

The Company has single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Holding Company's residual assets. The equity shares are entitled to receive dividend was declared from time to time. The voting rights of an equity shareholder is in proportion to its paid-up equity capital of the Company. Each holder of equity share is entitled to one vote per share.

On winding up of the Holding Company, the holders of equity shares will be entitled to receive the residual assets of the Company in proportion to the number of equity shares held.

**Note 17.2. Number of Shares held by each shareholder holding more than 5% Shares in the company**

Name of Shareholder	As at							
	31-Oct-23		31-Mar-23		31-Mar-22		31-Mar-21	
	No. of Shares	% of Holding	No. of Shares	% of Holding	No. of Shares	% of Holding	No. of Shares	% of Holding
Corrtech International Limited	1,68,00,000	100.00%	21,00,000	100.00%	21,00,000	100.00%	21,00,000	100.00%

**Note 17.3 Shareholding of Promoters**

The promoters of the Group are Mr. Amit Mittal and Mr. Sandeep Mittal. However, they do not hold any shares in the company as the company was acquired by Corrtech International Limited.

**Note 17.4 Shares reserved for issue under option**

The company has not granted any options for any of the years above.

**Note 17.5 Neither bonus shares issued nor shares issued for consideration other than cash during the period of five years immediately preceding the reporting date**

**Note 18 - OTHER EQUITY**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
	<b>(A) Reserves and Surplus</b>			
<b>Securities Premium</b>				
Opening balance	44.00	44.00	44.00	44.00
Add: Addition / (Utilisation) during the period / year	-	-	-	-
<b>Closing balance</b>	<b>44.00</b>	<b>44.00</b>	<b>44.00</b>	<b>44.00</b>
<b>Retained Earnings</b>				
Opening balance	600.84	522.73	423.20	400.01
Add: Addition during the year	77.57	80.81	99.76	27.58
Add: Share in Profit / (Loss) of Associate Concerns	(0.12)	(0.21)	(0.24)	(0.25)

Less: Bonus Share Issued	(147.00)			
Less: Distribution of earnings to parent company - Financial Guarantee Commission	-	(2.50)	-	(4.14)
<b>Closing balance</b>	<b>531.28</b>	<b>600.82</b>	<b>522.72</b>	<b>423.20</b>
<b>(B) Other Comprehensive Income</b>				
<b>Others</b>				
Opening balance	(0.58)	(3.05)	(1.70)	(1.68)
Less: Movement during the year	(0.77)	2.47	(1.35)	(0.02)
<b>Closing balance</b>	<b>(1.35)</b>	<b>(0.58)</b>	<b>(3.05)</b>	<b>(1.70)</b>
<b>(C) Capital Contributions from Corrttech International Limited</b>				
Opening balance	0.30	-	-	-
Less: Movement during the period / year	-	0.30	-	-
<b>Closing balance</b>	<b>0.30</b>	<b>0.30</b>	<b>-</b>	<b>-</b>
<b>(D) Capital Contributions from IEC Projects Limited</b>				
Opening balance	0.31	-	-	-
Less: Movement during the period / year	-	0.31	-	-
<b>Closing balance</b>	<b>0.31</b>	<b>0.31</b>	<b>-</b>	<b>-</b>
<b>Total of other equity</b>	<b>574.54</b>	<b>644.85</b>	<b>563.67</b>	<b>465.50</b>

#### Nature & Purpose of Reserves

##### A. Securities Premium

Where the Company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares is transferred to "Securities Premium". The securities premium can be utilised only in accordance with section 52 of the Companies Act 2013.

##### B. Retained Earnings

Retained earnings are the profits/(losses) that the Company has earned/incurred till date, less any dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

##### C. Other Comprehensive Income - Others

It Includes other comprehensive income on account of "Re-measurement gains/ (losses) on post-employment benefit plans".

#### Note 19 - NON - CURRENT FINANCIAL LIABILITIES – BORROWINGS

(Rs. in Million)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Secured - valued at amortised cost</b>				
<b>Term Loans</b>				
<i>from banks</i>				
Vehicle loans	7.58	11.62	2.09	3.39
<i>from financial institutions</i>				
Vehicle/Equipment loans	6.87	9.60	31.06	0.52
Home loans	6.48	6.87	7.13	7.16
<b>Unsecured</b>				
<i>from financial institutions</i>	59.86	34.96	-	0.48
	<b>80.79</b>	<b>63.05</b>	<b>40.28</b>	<b>11.55</b>

#### Terms of Borrowings, Repayment and Security

##### A. Vehicle Loans from Banks

(Millions)

(Rs. In

Terms of Repayment	As at 31-Oct-23	As at	As at	As at
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			31-Mar-23	31-Mar-22	31-Mar-21
i. Loan from Axis Bank Limited having an interest rate of 8.80%-9.15% p.a. The loan is repayable in 59 monthly installments	Secured by way of hypothecation of Commercial vehicles purchased out of that loan	0.13	0.56	1.19	2.02
ii. Loan from Canara Bank Limited having an interest rate of 9.75% p.a. The loan is repayable in 60 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	0.32	0.48	0.74	1.02
iii. Loan from AU Small Finance Bank Limited having an interest rate of 11.25% p.a. The loan is repayable in 48 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	-	-	0.17	0.35
iv. Loan from Bank of India having an interest rate of 8.95% p.a. The loan is repayable in 36 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	6.32	9.45		
v. Loan from HDFC Bank having an interest rate of 8.25% p.a. The loan is repayable in 39 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	0.81	1.14		
		<b>7.58</b>	<b>11.62</b>	<b>2.09</b>	<b>3.39</b>

#### B. Vehicle/Equipment Loans from Financial Institutions

(Rs. In Millions)

Terms of Repayment		As at	As at	As at	As at
		31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
i. Loan from Lexus Services (Sub division of Toyota Financial Services India Limited) having an interest rate of 6.76% p.a. The loan is repayable in 60 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	2.98	3.69	4.81	-
ii. Loan from Kotak Mahindra Prime Limited having an interest rate of 8.67% p.a. The loan is repayable in 36 monthly installments	Secured by way of hypothecation of vehicles purchased out of that loan	3.89	5.91		
		<b>6.87</b>	<b>9.60</b>	<b>4.81</b>	<b>0.52</b>

#### C. Home Loans from Financial Institutions

(Rs. In Millions)

Terms of Repayment		As at	As at	As at	As at
		31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
i. Housing Finance availed from Diwan Housing Finance Limited carrying an interest rate of 12.50% p.a.	Secured by way of mortgage of property for which the loan was availed.	6.48	6.87	7.13	7.16

These loans shall be repaid in 120 equated monthly installements.					
		6.48	6.87	7.13	7.16

**D. Unsecured Loans from Financial Instutions**

**(Rs. In Millions)**

Terms of Repayment	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
i. Unsecured Finance availed from Electronica Finance Ltd carrying an interest rate of 13.25% p.a. These loans shall be repaid in 36 equated monthly installements.	2.26	5.74	9.44	-
ii. Unsecured Finance availed from U GROW Capital Limited carrying an interest rate of 13.25% p.a. These loans shall be repaid in 36 equated monthly installements.	3.52	8.94	16.81	-
iii. Unsecured Finance availed from Protium (Growth Source Financial Technologies Private Limited) carrying an interest rate of 13.50% p.a. These loans shall be repaid in 60 equated monthly installements.	17.28	20.28	-	
iv. Unsecured Finance availed from Aditya Birla Finance Limited carrying an interest rate of 16.5% p.a. These loans shall be repaid in 18 equated monthly installements.	1.26			
v. Unsecured Finance availed from Clix Capital Services Private Limited carrying an interest rate of 16% p.a. These loans shall be repaid in 24 equated monthly installements.	2.50			
vi. Unsecured Finance availed from ICICI Bank Limited carrying an interest rate of 15% p.a. These loans shall be repaid in 24 equated monthly installements.	3.23			
vii. Unsecured Finance availed from Hero Fincrop Limited carrying an interest rate of 17% p.a. These loans shall be repaid in 18 equated monthly installements.	1.10			
viii. Unsecured Finance availed from IDFC First Bank carrying an interest rate of 15.5% p.a. These loans shall be repaid in 24 equated monthly installements.	2.53			
ix. Unsecured Finance availed from Credit Session (Kisetsu Saison India Private Limited) carrying an interest rate of 16% p.a. These loans shall be repaid in 24 equated monthly installements.	2.28			

x. Unsecured Finance availed from L & T Finance Limited carrying an interest rate of 15.75% p.a. These loans shall be repaid in 24 equated monthly installements.	1.75			
xi. Unsecured Finance availed from SMC Finance (Moneywise Financial Services Pvt Ltd) carrying an interest rate of 17% p.a. These loans shall be repaid in 36 equated monthly installements.	3.62			
xii. Unsecured Finance availed from Tata Capital Financial Services Ltd carrying an interest rate of 13% p.a. These loans shall be repaid in 24 equated monthly installements.	13.74			
xiii. Unsecured Finance availed from Tata Capital Financial Services Ltd carrying an interest rate of 15% p.a. These loans shall be repaid in 18 equated monthly installements.	2.24			
xiv. Unsecured Finance availed from Unity Small Finance Limited carrying an interest rate of 17.2% p.a. These loans shall be repaid in 24 equated monthly installements.	2.55			
	<b>59.86</b>	<b>34.96</b>	<b>26.25</b>	<b>0.48</b>

**Note 20 - NON - CURRENT PROVISIONS**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
	<b>Provision for Employee Benefits</b>			
Gratuity	9.56	7.78	10.05	8.65
	<b>9.56</b>	<b>7.78</b>	<b>10.05</b>	<b>8.65</b>

**Note 21 - DEFERRED TAX ASSETS / LIABILITIES (NET) AND INCOME TAX RECONCILIATION**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
	<b>Deferred Tax Liabilities</b>			
(i) Excess of depreciation / amortisation on fixed assets under income-tax law over depreciation/ amortisation provided in accounts	3.91	4.20	6.33	6.75
(ii) Fair Valuation of Investments	0.19	0.16	0.15	0.09
<b>Total Deferred Tax Liabilities - (A)</b>	<b>4.10</b>	<b>4.36</b>	<b>6.48</b>	<b>6.83</b>
<b>Deferred Tax Assets on account of:</b>				
(i) Employee Benefit Provisions - Gratuity	0.73	0.31	1.64	0.91
<b>Total Deferred Tax Assets - (B)</b>	<b>0.73</b>	<b>0.31</b>	<b>1.64</b>	<b>0.91</b>
<b>Net Deferred Tax (Assets) / Liabilities (A-B)</b>	<b>3.37</b>	<b>4.05</b>	<b>4.84</b>	<b>5.92</b>



**Note: Movement of deferred tax liabilities / (assets) during 2020-21**

**(Rs. In Millions)**

Particulars	Opening Balance as on 01-04-2020	Recognised in the statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as on 31-03-2021
<b>Deferred Tax Liabilities</b>				
(i) Excess of depreciation / amortisation on fixed assets under income-tax law over depreciation/ amortisation provided in accounts	7.49	(0.74)	-	6.75
(ii) Fair Valuation of Investments	0.03	0.06	-	0.09
<b>Total</b>	<b>7.52</b>	<b>(0.68)</b>	<b>-</b>	<b>6.84</b>
<b>Deferred Tax Assets</b>				
(i) Employee Benefit Provisions - Gratuity	0.90	-	0.01	0.91
<b>Total</b>	<b>0.90</b>	<b>-</b>	<b>0.01</b>	<b>0.91</b>
<b>Net Deferred Tax (Assets) / Liabilities</b>	<b>6.62</b>	<b>(0.68)</b>	<b>(0.01)</b>	<b>5.93</b>

**Note: Movement of deferred tax liabilities / (assets) during 2021-22**

**(Rs. In Millions)**

Particulars	Opening Balance as on 01-04-2021	Recognised in the statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as on 31-03-2022
<b>Deferred Tax Liabilities</b>				
(i) Excess of depreciation / amortisation on fixed assets under income-tax law over depreciation/ amortisation provided in accounts	6.75	-0.43	-	6.32
(ii) Fair Valuation of Investments	0.09	0.08	-	0.17
<b>Total</b>	<b>6.84</b>	<b>(0.35)</b>	<b>-</b>	<b>6.49</b>
<b>Deferred Tax Assets</b>				
(i) Employee Benefit Provisions - Gratuity	0.91	-	0.73	1.64
<b>Total</b>	<b>0.91</b>	<b>-</b>	<b>0.73</b>	<b>1.64</b>
<b>Net Deferred Tax (Assets) / Liabilities</b>	<b>5.93</b>	<b>(0.35)</b>	<b>(0.74)</b>	<b>4.84</b>

**Note: Movement of deferred tax liabilities / (assets) during 2022-23**

**(Rs. In Millions)**

Particulars	Opening Balance as on 01-04-2022	Recognised in the statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as on 31-03-2023
<b>Deferred Tax Liabilities</b>				
(i) Excess of depreciation / amortisation on fixed assets under income-tax law over depreciation/ amortisation provided in accounts	6.32	-2.14	-	4.18
(ii) Fair Valuation of Investments	0.17	0.01	-	0.18
<b>Total</b>	<b>6.49</b>	<b>(2.13)</b>	<b>-</b>	<b>4.36</b>
<b>Deferred Tax Assets</b>				
(i) Employee Benefit Provisions - Gratuity	1.64	-	(1.33)	0.31
<b>Total</b>	<b>1.64</b>	<b>-</b>	<b>(1.33)</b>	<b>0.31</b>

<b>Net Deferred Tax (Assets) / Liabilities</b>	<b>4.85</b>	<b>(2.13)</b>	<b>1.33</b>	<b>4.05</b>
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**Note: Movement of deferred tax liabilities / (assets) during the period ended 31st October 2023**

**(Rs. In Millions)**

<b>Particulars</b>	<b>Opening Balance as on 01-04-2023</b>	<b>Recognised in the statement of Profit and Loss</b>	<b>Recognised in Other Comprehensive Income</b>	<b>Closing Balance as on 31-10-2023</b>
<b>Deferred Tax Liabilities</b>				
(i) Excess of depreciation / amortisation on fixed assets under income-tax law over depreciation/ amortisation provided in accounts	4.18	-0.27	-	3.91
(ii) Fair Valuation of Investments	0.18	0.01	-	0.19
<b>Total</b>	<b>4.36</b>	<b>(0.26)</b>	<b>-</b>	<b>4.10</b>
<b>Deferred Tax Assets</b>				
(i) Employee Benefit Provisions - Gratuity	0.31	-	0.42	0.73
<b>Total</b>	<b>0.31</b>	<b>-</b>	<b>0.42</b>	<b>0.73</b>
<b>Net Deferred Tax (Assets) / Liabilities</b>	<b>4.05</b>	<b>(0.26)</b>	<b>(0.42)</b>	<b>3.37</b>

The table below explains the differences between the expected tax expense, at the applicable Indian Statutory tax rate for all the reporting periods payable by corporate entities in India on taxable profits under tax laws in India, and the group's total tax expense for the year.

**(Rs. In Millions)**

<b>Particulars</b>	<b>Period ended</b>	<b>Year ended</b>	<b>Year ended</b>	<b>Year ended</b>
	<b>31-Oct-23</b>	<b>31-Mar-23</b>	<b>31-Mar-22</b>	<b>31-Mar-21</b>
<b>Tax Expense:</b>				
Current tax	24.50	25.50	39.30	8.90
Deferred tax (asset) / liability	0.15	(2.12)	(0.35)	-0.68
	<b>24.65</b>	<b>23.38</b>	<b>38.95</b>	<b>8.21</b>
<b>Profit before tax</b>	101.59	104.11	138.58	35.64
<b>Enacted Income Tax Rate</b>	25.17%	25.17%	25.17%	25.17%
<b>Computed expected tax expense</b>	<b>25.57</b>	<b>26.20</b>	<b>34.88</b>	<b>8.97</b>
<b>Effect of:</b>				
Expenses disallowed for tax purpose	-	-	0.29	0.14
Change in tax rate for subsequent periods	-	-	-	-
Others adjustments, net	0.00	(2.82)	3.79	(0.89)
<b>Income Tax Expense</b>	<b>25.57</b>	<b>23.38</b>	<b>38.95</b>	<b>8.22</b>
<b>Effective income tax Rate</b>	<b>24.26%</b>	<b>22.46%</b>	<b>28.10%</b>	<b>23.05%</b>

**Note 22 - OTHER NON - CURRENT LIABILITIES**

**(Rs. In Millions)**

<b>Particulars</b>	<b>As at 31-Oct-23</b>	<b>As at 31-Mar-23</b>	<b>As at 31-Mar-22</b>	<b>As at 31-Mar-21</b>
Unearned Financial Guarantee Income *	-	0.86	0.66	3.41
	<b>-</b>	<b>0.86</b>	<b>0.66</b>	<b>3.41</b>

\* Represents notional financial guarantee income for guarantee given towards issuance of Non-Convertible Debentures and other borrowings availed by the Holding Company.

**Note 23 - CURRENT FINANCIAL LIABILITIES – BORROWINGS**

**(Rs. In Millions)**

<b>Particulars</b>	<b>As at 31-Oct-23</b>	<b>As at 31-Mar-23</b>	<b>As at 31-Mar-22</b>	<b>As at 31-Mar-21</b>
--------------------	------------------------	------------------------	------------------------	------------------------

<b>Secured</b>				
Current Maturities of Long Term Debt	84.26	29.10	16.25	4.91
Working capital Loans	132.10	55.90	-	-
	<b>216.36</b>	<b>85.00</b>	<b>16.25</b>	<b>4.91</b>
<b>Unsecured</b>				
Working capital Loans	42.42		16.84	
	<b>42.42</b>	-	<b>16.84</b>	-
From Directors and other group companies	20.42	18.24	15.05	23.59
	20.42	18.24	15.05	23.59
	<b>279.20</b>	<b>103.24</b>	<b>48.14</b>	<b>28.50</b>

**Notes:**

**A. Working Capital Loans**

**(Rs. In Millions)**

Terms of Repayment		As at	As at	As at	As at
		31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
These include working capital loans from Kotak Mahindra Bank Ltd. The rate of interest charged is 10.90% on usage of Cash Credit Limit	The loan is secured by way of - - First and exclusive hypothecation charge on all existing and future current assets of the Borrower - First and exclusive hypothecation charge on all existing and future moveable assets / moveable fixed assets of the Borrower (other than specific charge of term lenders) - Fixed Deposits (FDs) to be placed with the Bank for 60% of the cumulative limit under facility 1.2 including all sub-limits (cumulative facility amount- INR 20 cr) - Personal Guarantee of Mr. Sandeep Mittal, Mr. Amit Mittal, Mrs. Rinku Mittal, Mrs. Kavita Mittal. - Corporate guarantee of Corrtch International Ltd. and Control Plus Oil & Gas Solutions Pvt. Ltd.	132.10	50.37		
These include working capital loans from ICICI Bank Limited. The rate of interest charged is 6.50% on usage of Cash Credit Limit	Secured by way of fixed deposits.	-	5.52		
These include working capital loans from SSCL. The rate of interest charged is 1% over and above the fixed deposit rate of interest given as security.				16.84	
These include working capital loans from	Unsecured	42.42			

Ratnaafin Capital Private Limited. The rate of interest charged is 14.50% on usage of Bill Discounting Limit					
		<b>174.52</b>	<b>55.89</b>	<b>16.84</b>	<b>-</b>

**B. From Directors and other related parties**

(Rs. In Millions)

Terms of Repayment		As at	As at	As at	As at
		31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
Sandeep Mittal & Harini Mittal	Unsecured	20.42	18.24	15.05	23.59
		<b>20.42</b>	<b>18.24</b>	<b>15.05</b>	<b>23.59</b>

**Note 24 - CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES**

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
Due to micro and small enterprises	26.99	9.34	8.80	34.48
Due to other than micro and small enterprises	356.97	382.42	321.89	222.11
	<b>383.97</b>	<b>391.76</b>	<b>330.69</b>	<b>256.58</b>

a. **Disclosure under Section 22 of Micro, Small and Medium Enterprise Development (MSMED) Act, 2006**

The Company has received intimation from certain suppliers regarding their status under the Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 and hence disclosures as required under Section 22 of The Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 regarding:

(Rs. In Millions)

Particulars	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
( a ) Principal amount and the interest due thereon remaining unpaid to any suppliers as at the end of accounting year;	26.99	9.34	8.80	34.48
( b ) Interest paid during the year	-	-	-	-
( c ) Amount of payment made to the supplier beyond the appointed day during accounting year;	-	-	-	-
( d ) Interest due and payable for the period of delay in making payment;	-	-	-	-
( e ) Interest accrued and unpaid at the end of the accounting year; and	-	-	-	-
( f ) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise;	-	-	-	-

**Trade payables ageing schedule as at 31 October, 2023**

Particulars	< 1 year	1-2 years	2-3 years	> 3 years	Total
MSME	26.99			-	<b>26.99</b>
Others	269.03	51.50	16.06	20.38	<b>356.97</b>
Disputed dues (MSME)				-	-
Disputed dues (Others)				-	-
	<b>296.02</b>	<b>51.50</b>	<b>16.06</b>	<b>20.38</b>	<b>383.97</b>

**Trade payables ageing schedule as at 31 March, 2023**

Particulars	< 1 year	1-2 years	2-3 years	> 3 years	Total
MSME	9.34			-	<b>9.34</b>
Others	320.95	38.06	17.36	6.04	<b>382.41</b>
Disputed dues (MSME)				-	-

Disputed dues (Others)				-	-
	<b>330.30</b>	<b>38.06</b>	<b>17.36</b>	<b>6.04</b>	<b>391.75</b>

**Trade payables ageing schedule as at 31 March, 2022**

Particulars	< 1 year	1-2 years	2-3 years	> 3 years	Total
MSME	8.80	-	-	-	<b>8.80</b>
Others	275.39	24.03	4.91	17.56	<b>321.89</b>
Disputed dues (MSME)	-	-	-	-	-
Disputed dues (Others)	-	-	-	-	-
	<b>284.19</b>	<b>24.03</b>	<b>4.91</b>	<b>17.56</b>	<b>330.69</b>

**Trade payables ageing schedule as at 31 March, 2021**

Particulars	< 1 year	1-2 years	2-3 years	> 3 years	Total
MSME	34.48	-	-	-	<b>34.48</b>
Others	200.11	18.04	2.68	1.28	<b>222.11</b>
Disputed dues (MSME)	-	-	-	-	-
Disputed dues (Others)	-	-	-	-	-
	<b>234.59</b>	<b>18.04</b>	<b>2.68</b>	<b>1.28</b>	<b>256.59</b>

**Note 25 - CURRENT - OTHER FINANCIAL LIABILITIES**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
Employee benefits payable	25.76	25.51	12.15	23.32
Payable towards capital expenditure	-	-	-	1.17
	<b>25.76</b>	<b>25.51</b>	<b>12.15</b>	<b>24.49</b>

**Note 26 - OTHER CURRENT LIABILITIES**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
Statutory Liabilities	5.66	4.87	5.11	6.36
Advances from customers	57.42	78.55	137.01	81.36
Other Payables	0.07	0.07	0.04	1.20
Unearned Financial Guarantee Income *	-	1.48	2.75	4.12
	<b>63.15</b>	<b>84.97</b>	<b>144.91</b>	<b>93.04</b>

\* Represents notional financial guarantee income for guarantee given towards issuance of Non-Convertible Debentures and other borrowings availed by the Holding Company.

**Note 27 - SHORT TERM PROVISIONS**

(Rs. In Millions)

Particulars	As at 31-Oct-23	As at 31-Mar-23	As at 31-Mar-22	As at 31-Mar-21
<b>Provision for Employee Benefits</b>				
Provision for bonus	3.33	3.51	3.02	3.30
Provision for Gratuity	2.04	1.75	2.12	1.80
Provision for compensated absences	0.82	0.96	0.43	0.22
<b>Others</b>				
Provision for expenses	1.85	1.89	2.41	3.55
	<b>8.04</b>	<b>8.11</b>	<b>7.98</b>	<b>8.87</b>

**Note 28 - REVENUE FROM OPERATIONS**

(Rs. In Millions)

Particulars	Period ended 31-Oct-23	Year ended 31-Mar-23	Year ended 31-Mar-22	Year ended 31-Mar-21
Sale of Products	345.20	460.21	801.44	546.94

Sale of Services	586.81	994.17	1,199.65	607.89
Others	4.32	8.35	3.18	3.34
	<b>936.33</b>	<b>1,462.72</b>	<b>2,004.27</b>	<b>1,158.16</b>

**Note 29 - OTHER INCOME**

(Rs. In Millions)

Particulars	Period ended	Year ended	Year ended	Year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
Interest income	3.40	6.52	3.92	3.87
Miscellaneous income	0.01	0.03	0.11	0.70
Balances written back	-	-	-	6.22
Foreign exchange gain	2.13	5.89	6.17	-
Liquidated damages charges	-	-	-	2.47
Gain on fair valuation of investments	0.08	0.03	0.18	0.17
Financial Guarantee Commission*	2.34	3.57	4.12	5.69
	<b>7.94</b>	<b>16.04</b>	<b>14.50</b>	<b>19.13</b>

\* This represents guarantee commission income for guarantee given on behalf of Holding Company towards various borrowings availed by the company.

**Note 30 - COST OF MATERIALS CONSUMED**

(Rs. In Millions)

Particulars	Period ended	Year ended	Year ended	Year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
Raw material	156.45	237.30	197.87	35.86
Packing material	-	-	-	1.11
	<b>156.45</b>	<b>237.30</b>	<b>197.87</b>	<b>36.97</b>

**Note 31 - MANUFACTURING EXPENSES**

(Rs. In Millions)

Particulars	Period ended	Year ended	Year ended	Year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Manufacturing Expenses:</b>				
Consumption of stores, spare parts & tools	-	-	-	203.86
Job Work Charges	370.11	729.49	798.46	382.35
Power and fuel	9.08	10.57	9.38	9.23
Inward Freight	4.16	5.36	4.02	4.85
Equipment hiring charges	11.10	9.90	20.10	21.72
Custom and clearing charges	1.42	1.34	2.04	2.82
Other Manufacturing Expenses	8.20	7.51	0.47	
Repairs and maintenance on:				
- Buildings	1.01	3.69	2.37	4.39
- Machinery	0.55	1.21	0.89	2.33
	<b>405.64</b>	<b>769.09</b>	<b>837.73</b>	<b>631.55</b>

**Note 32 - CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK IN PROGRESS**

(Rs. In Millions)

Particulars	Period ended	Year ended	Year ended	Year ended
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>Inventories at close</b>				
- Finished goods	24.24	23.67	38.49	2.79
- Work-in-progress	176.13	200.04	165.45	222.38
- Traded Goods	15.29	15.72	15.41	29.51
	<b>215.66</b>	<b>239.43</b>	<b>219.34</b>	<b>254.68</b>
<b>Inventories at commencement</b>				

- Finished goods	23.67	38.49	2.79	19.01
- Work-in-progress	200.04	165.45	222.38	98.65
- Traded Goods	15.72	15.41	29.51	29.08
	<b>239.43</b>	<b>219.34</b>	<b>254.68</b>	<b>146.73</b>
	<b>23.77</b>	<b>(20.09)</b>	<b>35.34</b>	<b>(107.95)</b>

**Note 33 - EMPLOYEE BENEFITS EXPENSES**

(Rs. In Millions)

Particulars	Period ended 31-Oct-23	Year ended 31-Mar-23	Year ended 31-Mar-22	Year ended 31-Mar-21
Salaries and wages	129.45	160.75	106.86	105.90
Contribution to provident and gratuity funds	8.84	7.13	5.05	4.06
Staff welfare expenses	3.28	4.32	1.57	8.85
	<b>141.57</b>	<b>172.20</b>	<b>113.48</b>	<b>118.81</b>

**Note 34 - FINANCE COSTS**

(Rs. In Millions)

Particulars	Period ended 31-Oct-23	Year ended 31-Mar-23	Year ended 31-Mar-22	Year ended 31-Mar-21
Interest paid to Banks	9.14	3.52	1.57	1.69
Interest paid to Others	5.78	9.36	1.03	1.36
Other borrowing costs	4.46	6.42	5.06	1.33
	<b>19.38</b>	<b>19.31</b>	<b>7.66</b>	<b>4.38</b>

**Note 35 - OTHER EXPENSES**

(Rs. In Millions)

Particulars	Period ended 31-Oct-23	Year ended 31-Mar-23	Year ended 31-Mar-22	Year ended 31-Mar-21
Rent, rates and taxes	9.53	20.90	11.13	9.50
Liquidated damages charges	0.11	2.71	0.72	-
Repairs and maintenance on:				
- Others	-	-	-	3.91
Insurance	2.71	2.42	2.19	1.36
Communication expense	1.71	2.01	1.98	1.53
Travelling and conveyance	26.26	34.38	27.46	16.25
Printing and stationery	0.29	0.37	0.19	0.35
Bad Debts	0.20	20.01	10.04	15.54
Donations and contributions	-	0.01	0.00	0.20
Legal and professional	13.93	18.10	14.46	21.17
Audit fee*	0.20	0.30	0.42	0.41
Interest on Late Payment	1.56	2.09	1.17	0.34
Office maintenance expenses	1.95	3.20	3.49	2.46
Foreign Exchange Loss	-	-	-	6.97
Miscellaneous expenses	5.38	6.86	9.90	6.69
Sales commission	5.20	10.28	0.72	0.77
Freight and Delivery Charges	1.19	1.42	1.84	2.43
Business promotion expense	0.34	1.34	0.34	0.21
Loss on sale of assets	-	-	0.06	-
Directors Sitting Fees	-	1.20		
CSR Expenditure	-	1.15		
Guarantee Commission Expense	0.12	0.21		
	<b>70.67</b>	<b>128.97</b>	<b>86.13</b>	<b>90.08</b>

<b>*Payments to the auditors for</b>				
- Statutory audit	<b>0.20</b>	<b>0.30</b>	<b>0.42</b>	<b>0.41</b>

**Note 36 - EARNINGS PER EQUITY SHARE**

**(Rs. In Millions)**

<b>Particulars</b>	<b>Period ended 31-Oct-23</b>	<b>Year ended 31-Mar-23</b>	<b>Year ended 31-Mar-22</b>	<b>Year ended 31-Mar-21</b>
Profit/(loss) available for equity shareholders	77.53	80.73	99.51	27.33
Weighted average numbers of equity shares outstanding	21,00,000	21,00,000	21,00,000	21,00,000
Nominal value per equity share (in Rupees)	10.00	10.00	10.00	10.00
<b>Earnings /(loss) Per Equity Share - Basic &amp; Diluted (in Rupees)</b>	<b>36.92</b>	<b>38.44</b>	<b>47.39</b>	<b>13.01</b>

**Note 37 - CONTINGENT LIABILITIES AND COMMITMENTS - NOT PROVIDED FOR**

**(Rs. In Millions)**

<b>Particulars</b>	<b>As at</b>	<b>As at</b>	<b>As at</b>	<b>As at</b>
	<b>31-Oct-23</b>	<b>31-Mar-23</b>	<b>31-Mar-22</b>	<b>31-Mar-21</b>
<b>A. CONTINGENT LIABILITIES</b>				
Guarantees given by bank on behalf of company	20.38	21.50	109.20	136.06
Disputed Income tax matters	89.39	96.13	96.13	42.64
Corporate Guarantee issued to Corrttech International Limited - For NCD issue	<b>Refer note (b) below for details</b>			
Corporate Guarantee issued to Corrttech International Limited - For Loans under Corporate Debt Restructuring	<b>Refer note (c) below for details</b>			
	<b>109.78</b>	<b>117.63</b>	<b>205.32</b>	<b>178.70</b>

**Notes:**

- (c) As the matters are under dispute with respective authorities, the actual outflow would be determined based on the settlement of such dispute.
- (d) For the purpose of NCD issue by Corrttech International Limited, following companies have given Corporate Guarantee to the Debenture Trustee
1. Corrttech Energy Limited
  2. Control Oil and Gas Services Private Limited
  3. IEC Projects Limited
- As per the deed of Corporate Guarantee, all the above three companies are jointly liable in case of default made by Corrttech International Limited. Hence, we are not able to quantify exact amount of contingent liability. Further debenture trustee has released corporate guarantee provided by the company vide its letter no 259/DT/ERP/2023-24 dated 11th August 2023.
- (c) The company had given a corporate guarantee on behalf of Corrttech International Limited for loans due by them under corporate debt restructuring. The outstanding balances as on reporting dates were:
- a. 31 October 2023 - INR Nil
  - b. 31 March 2023 - INR Nil
  - c. 31 March 2022 - INR Nil
  - d. 31 March 2021 - INR Nil

**B. CAPITAL COMMITMENTS**

There are no such commitments as on the reporting date required to be reported under the above clause.

**38 - SEGMENT REPORTING**

**Identification of Segments**

The Chief Operational Decision Maker (CODM) monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of nature of products and services and other quantitative criteria specified in the Ind AS 108. Operating segments are reported in a manner consistent with the internal reporting provided to the CODM of the group.



## Operating Segments

- a. **Gas Turbine Activities:** Provision of services, maintenance and field services for gas turbines, including manufacture of components for gas turbines.
- b. **Pipeline Activities:** Laying and commissioning of gas and oil pipelines.

## Segment Revenue and Segment Results

Revenue and expenses directly attributable to segments are reported under each reportable segment. The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income). Unallocated expenditure consists of common expenditure incurred for all the segments and expenses incurred at corporate level.

## Segment assets and Liabilities

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipment, trade receivables, Inventories and other operating assets. Segment liabilities primarily includes trade payable and other liabilities excluding borrowings. Common assets and liabilities which cannot be allocated to any of the business segment are shown as unallocable assets / liabilities.

Particulars	31-Oct-23			
	Gas Turbines	Pipeline Activity	Trading	Total
<b>REVENUE</b>				
External Revenue	341.04	585.61	9.67	<b>936.32</b>
Inter Segment Revenue	-	-	-	-
<b>Enterprise Revenue</b>	<b>341.04</b>	<b>585.61</b>	<b>9.67</b>	<b>936.32</b>
<b>Expenses</b>				
Segment Expense	241.99	556.1	9.48	<b>807.57</b>
<b>Enterprise Revenue</b>	<b>241.99</b>	<b>556.10</b>	<b>9.48</b>	<b>807.57</b>
<b>RESULT</b>				
Segment Result before Finance Costs and other Income	99.05	29.51	0.19	<b>128.75</b>
Less: Finance Costs				(19.38)
Add: Other Income				7.63
Less: Unallocable Expenses				(15.42)
<b>Profit before Tax</b>				<b>101.59</b>
Total Tax Expense (Current tax + Deferred Tax)				(24.23)
<b>Profit after tax</b>				<b>77.35</b>
<b>Other Comprehensive Income (Net of Tax)</b>				<b>(0.77)</b>
<b>Total Comprehensive Income</b>				<b>76.59</b>
<b>OTHER INFORMATION</b>				
Depreciation and Amortisation Expense				15.41
Unallocable Assets				<b>675.03</b>
<b>Total Assets</b>	<b>527.89</b>	<b>370.70</b>	-	<b>1,573.62</b>
<b>Segment Liabilities</b>	<b>61.34</b>	<b>322.63</b>	-	<b>383.97</b>
Unallocable Liabilities				<b>764.41</b>
<b>Total Liabilities</b>	<b>61.34</b>	<b>322.63</b>	-	<b>1,148.38</b>
<b>RECONCILIATION OF ASSETS</b>				<b>31-Mar-23</b>
<b>A. Total Operating Assets (As per above)</b>				<b>1,573.62</b>
<i>Non-Operating Assets</i>				

Non Current Investments	13.98
Current Investments	0.98
Loans	2.05
Current Tax Assets	1.57
<b>B. Total Non-Operating Assets</b>	<b>18.57</b>
<b>Total Assets (A+B)</b>	<b>1,592.19</b>
<b>RECONCILIATION OF LIABILITIES</b>	
<b>A. Total Operating Liabilities (As per above)</b>	<b>1,148.38</b>
<i>Non-Operating Liabilities</i>	
Non Current Borrowings	<b>80.80</b>
Non Current Provisions	<b>9.56</b>
Deferred tax liabilities	<b>3.18</b>
Other Non-Current Liabilities	-
Current Borrowings	<b>279.20</b>
Other Current Liabilities	<b>63.08</b>
Current Provisions	<b>8.00</b>
<b>B. Total Non-Operating Liabilities</b>	<b>443.81</b>
<b>Total Liabilities (A+B)</b>	<b>1,592.19</b>

Particulars	31-Mar-23			
	Gas Turbines	Pipeline Activity	Trading	Total
<b>REVENUE</b>				
External Revenue	423.68	990.51	48.52	<b>1,462.72</b>
Inter Segment Revenue	-	-	-	-
<b>Enterprise Revenue</b>	<b>423.68</b>	<b>990.51</b>	<b>48.52</b>	<b>1,462.72</b>
<b>Expense</b>				
Segment Expense	342.04	960.77	47.56	<b>1,350.37</b>
<b>Enterprise Revenue</b>	<b>342.04</b>	<b>960.77</b>	<b>47.56</b>	<b>1,350.37</b>
<b>RESULT</b>				
Segment Result before Finance Costs and other Income	81.64	29.75	0.96	<b>112.35</b>
Less: Finance Costs				(19.31)
Add: Other Income				15.55
Less: Unallocable Expenses				(4.76)
<b>Profit before Tax</b>				<b>103.84</b>
Total Tax Expense (Current tax + Deferred Tax)				(23.37)
<b>Profit after tax</b>				<b>80.47</b>
<b>Other Comprehensive Income (Net of Tax)</b>				2.47
<b>Total Comprehensive Income</b>				<b>82.94</b>
<b>OTHER INFORMATION</b>				
Depreciation and Amortisation Expense				20.12
<b>Segment Assets</b>	533.93	293.68	-	<b>827.61</b>
Unallocable Assets				<b>499.77</b>
<b>RECONCILIATION OF ASSETS</b>				
<b>31-Mar-23</b>				
<b>A. Total Operating Assets (As per above)</b>	<b>1,327.38</b>			
<i>Non-Operating Assets</i>				
Non-Current Investments	<b>13.98</b>			
Current Investments	<b>0.90</b>			
Loans	<b>0.31</b>			
Current Tax Assets	<b>8.53</b>			
<b>B. Total Non-Operating Assets</b>	<b>23.71</b>			
<b>Total Assets (A+B)</b>	<b>1,351.10</b>			

<b>RECONCILIATION OF LIABILITIES</b>	
<b>A. Total Operating Liabilities (As per above)</b>	<b>1,079.33</b>
<i>Non-Operating Liabilities</i>	
Non-Current Borrowings	<b>63.04</b>
Non-Current Provisions	<b>7.78</b>
Deferred tax liabilities	<b>3.86</b>
Other Non-Current Liabilities	<b>0.86</b>
Current Borrowings	<b>103.24</b>
Other Current Liabilities	<b>84.90</b>
Current Provisions	<b>8.09</b>
<b>B. Total Non-Operating Liabilities</b>	<b>271.77</b>
<b>Total Liabilities (A+B)</b>	<b>1,351.10</b>

Particulars	31-Mar-22			
	Gas Turbines	Pipeline Activity	Trading	Total
<b>REVENUE</b>				
External Revenue	209.22	1,186.45	608.60	<b>2,004.27</b>
Inter Segment Revenue	-	-	-	-
<b>Enterprise Revenue</b>	<b>209.22</b>	<b>1,186.45</b>	<b>608.60</b>	<b>2,004.27</b>
<b>Expense</b>				
Segment Expense	164.53	1105.99	593.67	<b>1,864.19</b>
<b>Enterprise Revenue</b>	<b>164.53</b>	<b>1,105.99</b>	<b>593.67</b>	<b>1,864.19</b>
<b>RESULT</b>				
Segment Result before Finance Costs and other Income	44.69	80.46	14.93	<b>140.08</b>
Less: Finance Costs				(7.66)
Add: Other Income				14.50
Less: Unallocable Expenses				(8.07)
<b>Profit before Tax</b>				<b>138.85</b>
Total Tax Expense (Current tax + Deferred Tax)				(38.95)
<b>Profit after tax</b>				<b>99.90</b>
<b>Other Comprehensive Income (Net of Tax)</b>				(1.35)
<b>Total Comprehensive Income</b>				<b>98.55</b>
<b>OTHER INFORMATION</b>				
Depreciation and Amortisation Expense				8.07
<b>Segment Assets</b>	<b>369.25</b>	<b>211.16</b>	<b>-</b>	<b>580.41</b>
Unallocable Assets				<b>551.66</b>
<b>Total Assets</b>	<b>369.25</b>	<b>211.16</b>	<b>-</b>	<b>1,132.07</b>
<b>Segment Liabilities</b>	<b>135.88</b>	<b>194.82</b>	<b>-</b>	<b>330.70</b>
Unallocable Liabilities				<b>855.77</b>
<b>Total Liabilities</b>	<b>135.88</b>	<b>194.82</b>	<b>-</b>	<b>1,186.47</b>
<b>RECONCILIATION OF ASSETS</b>		<b>31-Mar-22</b>		
<b>A. Total Operating Assets (As per above)</b>	<b>1,132.07</b>			
<i>Non-Operating Assets</i>				
Non Current Investments	<b>11.70</b>			
Current Investments	<b>0.87</b>			
Loans	<b>6.08</b>			
Current Tax Assets	<b>35.74</b>			
<b>B. Total Non-Operating Assets</b>	<b>54.39</b>			
<b>Total Assets (A+B)</b>	<b>1,186.47</b>			
<b>RECONCILIATION OF LIABILITIES</b>				
<b>A. Total Operating Liabilities (As per above)</b>	<b>1,186.47</b>			

<b>Non-Operating Liabilities</b>	
Non Current Borrowings	<b>40.28</b>
Non Current Provisions	<b>10.05</b>
Deferred tax liabilities	<b>4.84</b>
Other Non-Current Liabilities	<b>0.66</b>
Current Borrowings	<b>48.14</b>
Other Current Liabilities	<b>7.90</b>
Current Provisions	<b>7.98</b>
<b>B. Total Non-Operating Liabilities</b>	<b>119.85</b>
<b>Total Liabilities (A+B)</b>	<b>1,306.32</b>

Particulars	31-Mar-21			
	Gas Turbines	Pipeline Activity	Trading	Total
<b>REVENUE</b>				
External Revenue	215.04	529.47	413.65	<b>1,158.16</b>
Inter Segment Revenue	-	-	-	-
<b>Enterprise Revenue</b>	<b>215.04</b>	<b>529.47</b>	<b>413.65</b>	<b>1,158.16</b>
<b>Expense</b>				
Segment Expense	197.37	527.16	405.38	<b>1,129.91</b>
<b>Enterprise Revenue</b>	<b>197.37</b>	<b>527.16</b>	<b>405.38</b>	<b>1,129.91</b>
<b>RESULT</b>				
Segment Result before Finance Costs and other Income	17.67	2.31	8.27	<b>28.25</b>
Less: Finance Costs				(4.38)
Add: Other Income				18.71
Less: Unallocable Expenses				(7.09)
<b>Profit before Tax</b>				<b>35.48</b>
Total Tax Expense (Current tax + Deferred Tax)				(8.17)
<b>Profit after tax</b>				<b>27.31</b>
<b>Other Comprehensive Income (Net of Tax)</b>				<b>(0.02)</b>
<b>Total Comprehensive Income</b>				<b>27.28</b>
<b>OTHER INFORMATION</b>				
Depreciation and Amortisation Expense				-
<b>Segment Assets</b>	<b>304.67</b>	<b>421.86</b>	<b>-</b>	<b>726.53</b>
Unallocable Assets				<b>169.85</b>
<b>Total Assets</b>	<b>304.67</b>	<b>421.86</b>	<b>-</b>	<b>896.38</b>
<b>Segment Liabilities</b>	<b>263.11</b>	<b>62.70</b>	<b>-</b>	<b>325.81</b>
Unallocable Liabilities				<b>36.62</b>
<b>Total Liabilities</b>	<b>263.11</b>	<b>62.70</b>	<b>-</b>	<b>362.43</b>
<b>RECONCILIATION OF ASSETS</b>				<b>31-Mar-21</b>
<b>A. Total Operating Assets (As per above)</b>				<b>896.38</b>
<b>Non-Operating Assets</b>				
Non Current Investments				<b>13.98</b>
Current Investments				<b>0.69</b>
Loans				<b>0.02</b>
Current Tax Assets				<b>12.60</b>
<b>B. Total Non-Operating Assets</b>				<b>27.29</b>
<b>Total Assets (A+B)</b>				<b>923.68</b>
<b>RECONCILIATION OF LIABILITIES</b>				
<b>A. Total Operating Liabilities (As per above)</b>				<b>362.43</b>
<b>Non-Operating Liabilities</b>				
Non Current Borrowings				<b>11.55</b>

Non Current Provisions	<b>8.65</b>
Deferred tax liabilities	<b>5.76</b>
Other Non-Current Liabilities	<b>3.41</b>
Current Borrowings	<b>28.50</b>
Other Current Liabilities	<b>11.64</b>
Current Provisions	<b>8.86</b>
<b>B. Total Non-Operating Liabilities</b>	<b>78.37</b>
<b>Total Liabilities (A+B)</b>	<b>440.80</b>

### **Geographical Segment**

Particulars	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>REVENUE*</b>				
a. In India	614.07	1,113.79	1,862.06	1,036.61
b. Outside India	322.26	348.94	142.22	121.55
<b>NON CURRENT ASSETS</b>				
a. In India	324.72	279.51	266.08	142.15
b. Outside India	-	-	-	-

#### **Note:**

Revenue from major customers - Public sector undertakings in India, is INR 577.64 Million for year ended 31 October 2023 (year ended 31 March 2023 INR 965.29 Million, year ended 31 March 2022 INR 1111.16 Million, year ended 31 March 2021 INR 548.08 Million). Revenue from other individual customers (non-PSUs) who contributing to 10% or more of the total revenues is INR Nil for year ended 31 October 2023 (year ended 31 March 2023 INR Nil, year ended 31 March 2022 INR Nil, year ended 31 March 2021 INR Nil). Revenue from rest individual customers is less than 10% of total revenues.

### **Note 39 - DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 19 EMPLOYEE BENEFITS**

The Company has classified the various benefits provided to employees as under:-

#### **(a) Defined contribution plans**

- Provident fund

The Company has recognized the following amounts in the statement of profit and loss:

**Employers' contribution to provident fund** :-INR 4.37 Million for Year ended 31 October 2023 (year ended 31 March 2023 INR 4.23 Million, year ended 31 March 2022 INR 2.60 Million, year ended 31 March 2021 INR 4.09 Million)

#### **(b) Defined benefit plans**

##### **- Gratuity**

In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plans based on the following assumptions-

#### **Financial Assumptions**

The discount rate and salary increases assumed are the key financial assumptions and should be considered together; it is the difference or 'gap' between these rates which is more important than the individual rates in isolation.

#### **Discount Rate**

The rate used to discount other long term employee benefit obligation (both funded and unfunded) shall be determined by reference to market yield at the Balance Date on high quality corporate bonds. In countries where there is no deep market in such bonds the market yields (at the Balance Sheet Date) on government bonds shall be used. The currency and term of the corporate bond or government bond shall be consistent with currency and estimated term of the post employment benefit obligation.

#### **Salary Escalation Rate**

This is Management's estimate of the increases in the salaries of the employees over the long term. Estimated future salary increases should take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The assumptions used are summarized in the following table:

(Rs. In Millions)

Particulars	Gratuity (Funded)			
	As at	As at	As at	As at
	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
<b>A. Change in present value of the defined benefit obligation during the year</b>				
Present value of obligation as at the beginning of the year	10.25	12.42	10.64	9.55
Interest Cost	0.44	0.89	0.72	0.64
Current Service Cost	1.02	1.84	1.80	1.72
Past Service Cost	-	-	-	-
Benefits Paid	(0.30)	(0.98)	(2.67)	(0.86)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	-	(0.22)	-0.70	(0.08)
Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	1.10	-	-	-
Actuarial (Gain)/Loss on arising from Experience Adjustment	0.04	(3.70)	2.64	(0.34)
Present value of obligation as at the end of the year	<b>12.54</b>	<b>10.25</b>	<b>12.42</b>	<b>10.64</b>
<b>B. Change in fair value of plan assets during the year</b>				
Fair Value of plan assets at the beginning of the year	0.73	0.25	0.20	0.80
Interest Income	0.06	0.08	0.06	0.10
Contributions by the employer	0.50	1.50	2.81	0.60
Benefits paid	(0.30)	(0.98)	(2.67)	(0.86)
Return on plan assets	(0.04)	(0.12)	(0.14)	(0.45)
Fair Value of plan assets at the end of the year	<b>0.94</b>	<b>0.73</b>	<b>0.25</b>	<b>0.20</b>
<b>C. Net (Asset)/ Liability recorded in the Balance Sheet</b>				
Present value of obligation as at the end of the year	12.54	10.25	12.42	10.64
Fund Balance	0.94	0.73	0.25	0.20
Net (Asset)/ Liability	<b>11.60</b>	<b>9.52</b>	<b>12.17</b>	<b>10.44</b>
Net (Asset)/ Liability-Non-Current	9.56	7.78	10.05	8.65
<b>Total</b>	<b>11.60</b>	<b>9.52</b>	<b>12.17</b>	<b>10.44</b>
<b>D. Expenses recorded in the Statement of Profit &amp; Loss during the year</b>				
Interest Cost	0.38	0.81	0.66	0.54
Current Service Cost	1.02	1.84	1.80	1.72
Past Service Cost	-	-	-	-
<b>Total expenses included in employee benefit expenses</b>	<b>1.40</b>	<b>2.65</b>	<b>2.45</b>	<b>2.26</b>
<b>E. Recognized in Other Comprehensive Income during the year</b>				
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	-	(0.22)	(0.70)	(0.08)
Actuarial (Gain)/Loss on arising from Experience Adjustment	0.04	(3.70)	2.64	(0.34)
Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	1.10	-	-	-
Return on plan assets excluding amounts included in interest income	0.04	0.12	0.14	0.45
<b>Total</b>	<b>1.18</b>	<b>(3.80)</b>	<b>2.08</b>	<b>0.04</b>
<b>F. Expected contribution for the next year</b>	2.04	1.75	2.12	1.80
<b>G. Maturity analysis of the benefit payments from the fund</b>				
1st following year	2.56	2.10	0.51	0.42
2nd following year	0.96	0.37	0.54	0.44
3rd following year	0.92	0.38	0.55	0.45
4th following year	0.89	0.39	0.69	0.45
5th following year	0.87	0.41	0.57	0.58
6th year and thereafter	6.31	4.68	4.81	2.91

<b>H. Assumptions</b>				
Discount Rate (%)	7.50% p.a	7.50% p.a	7.30% p.a	6.90% p.a
Salary Escalation Rate (%)	6.00% p.a	6.00% p.a	6.00% p.a	6.00% p.a
Weighted average duration of defined benefit obligation (years)	10.58	15.52	15.85	16.06
Weighted average duration of defined benefit obligation (years)	15.00% p.a at younger ages reducing to 1.00% p.a% at older ages	15.00% p.a at younger ages reducing to 1.00% p.a% at older ages	15.00% p.a at younger ages reducing to 1.00% p.a% at older ages	15.00% p.a at younger ages reducing to 1.00% p.a% at older ages
0.5 % increase in discount rate	(12.09)	(9.73)	(11.62)	(9.93)
0.5 % decrease in discount rate	13.04	10.83	13.31	11.43
0.5 % increase in salary increase rate	12.88	10.62	13.11	11.18
0.5 % decrease in salary increase rate	(12.20)	(9.90)	(11.84)	(10.13)
10 % increase in Withdrawal Rate Sensitivity	12.65	10.34	12.37	10.72
10 % decrease in Withdrawal Rate Sensitivity	(12.42)	(10.16)	(12.31)	(10.56)
<b>J. Investment details of plan assets</b>				
Policy of Insurance	100%	95%	86%	84%
Bank Balance	0%	5%	14%	16%

**Notes:**

I. The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

**Note 40 - HEDGED AND UNHEDGED DERIVATIVE INSTRUMENTS**

**(a) The amount of foreign currency exposures that are not hedged by a derivative instrument or otherwise as at 31st October 2023, 31st March 2023, 31st March 2022, 31st March 2021**

Particulars	Foreign currency	As at 31st October, 2023		As at 31st March, 2023		As at 31st March, 2022		As at 31st March, 2021	
		Foreign Currency	IN R	Foreign Currency	IN R	Foreign Currency	INR	Foreign Currency	INR
Amount receivable in foreign currency	EURO			-	-	-	-	90	0.01
	USD	9,86,128	76.65	7,39,021	67.87	9,65,630	86.64	15,08,622	110.89
	GBP			-	-	-	-	20,097	2.03
Amount payable in foreign currency	AED			-	-	-	-	2,75,083	5.48
	EURO			-	-	-	-		
	USD	2,39,410	19.39	2,58,720	20.96	2,99,655	20.87	8,895	0.65
	GBP	-	-	-	-	-	-	180	0.02

**Note 41 - RELATED PARTY DISCLOSURES AS PER INDIAN ACCOUNTING STANDARD-24**

**(a.1) Related Parties**

<b>Name</b>	<b>Description of relationship</b>
Corrtech International Limited	Holding Company
MJB India Technical Services Private Limited	Subsidiary Company
MJB India Industrial Repairs Private Limited	Associate Company
Control Plus Oil & Gas Solutions Private Limited	Fellow Subsidiary
Corrtech Energy Middle East DMCC	Enterprises under significant influence of key management personnel
Corrosion Cures Private Limited	Enterprises under significant influence of key management personnel
Greenville Aerospace Private Limited	Enterprises under significant influence of key management personnel

**(a.2) Key Managerial Personnel & Relatives Of Key Management Personnel**

<b>Name</b>	<b>Relationship/Designation</b>
Mr. Sandeep Mittal	Director
Mr. Amit Mittal	Director
Mrs. Kavita Mittal	Director
Mr. Prashant Mittal	Relative of KMP
Mr. Anant Mittal	Relative of KMP
Mr. Krishna Sandeep Mittal	Relative of KMP
Mrs. Rinku Guzraty	Relative of KMP

**(b) Transactions with related parties:**

<b>Transactions With Corrtech International Limited</b>	<b>Holding Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Purchases / Subcontracting Expense	2.61	4.32	11.36	10.52
Sales & Other Income	-	1.17	10.54	30.46
Purchase of Equipment (Net of Sale)	-	-	-	-
Guarantees taken from Related party	-	-	-	90.90
Dividend Distribution	-	2.50	-	4.14
Guarantee Commission Income for guarantee given for issue of Non-Convertible Debentures and other borrowings	2.34	3.57	4.12	5.69
<b>Transactions With MJB India Technical Services Private Limited</b>	<b>Subsidiary Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Interest paid to	-	-	-	-
Loan Repaid to Related Party	-	-	-	2.24
<b>Transactions With MJB India Industrial Repairs Private Limited</b>	<b>Associate Company</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Purchases / Subcontracting Expense	-	-	-	-
Loan Repaid to Related Party	-	-	-	36.12
<b>Transactions With Control Plus Oil &amp; Gas Solutions Private Limited</b>	<b>Fellow Subsidiary</b>			
	<b>31-10-2023</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
Purchases / Subcontracting Expense	1.16	1.47	4.30	5.09
Sales & Other Income	-	1.58	0.56	9.44
Expenses paid by Related parties on behalf of company	-	-	-	0.02
Expenses paid on behalf of Related parties	-	-	-	-
Advance against purchase given to related parties	-	1.30	0.77	5.76
<b>Transactions With Enterprises under significant influence of key management personnel</b>	<b>Enterprises under significant influence of key management personnel</b>			



	31-10-2023	2022-23	2021-22	2020-21
Purchases / Subcontracting Expense (Greenville)	1.47	23.10	26.30	-
Purchases / Subcontracting Expense (Corrosion Cure)		7.35	5.48	10.01
Sales & Other Income (Corrosion Cure)	-	-	0.67	0.47
<b>KMP's Remuneration</b>	<b>Key Managerial Personnel</b>			
	31-10-2023	2022-23	2021-22	2020-21
Kavita Amit Mittal	2.80	4.80	3.40	2.21
Prashant Mittal	-	-	-	0.50
Sandeep Mittal	3.80	6.52	6.53	5.99
Amit Mittal	2.11	3.52	2.23	1.39
<b>Loan from related parties</b>	<b>Key Managerial Personnel</b>			
	31-10-2023	2022-23	2021-22	2020-21
Loan taken from Related Party (Sandeep Mittal)	14.45	20.95	12.23	25.62
Loan Repaid to Related Party (Sandeep Mittal)	12.27	17.61	23.74	30.50
<b>KMP's Relative's Remuneration</b>	<b>Close Family Member of KMP</b>			
	31-10-2023	2022-23	2021-22	2020-21
Anant Mittal	1.05	1.80		
Krishna Mittal	0.25	0.42		
Rinku Guzraty	1.05	2.07	1.19	1.22
Prashant Mittal	1.21	1.80		
<b>(c) Balance Outstanding:</b>				
<b>Balance Outstanding of Corrttech International Limited</b>	<b>Holding Company</b>			
	31-10-2023	2022-23	2021-22	2020-21
Net receivable	-	-	-	-
Net payable	30.55	35.95	22.51	11.47
<b>Balance Outstanding of MJB India Technical Services Private Limited</b>	<b>Subsidiary Company</b>			
	31-10-2023	2022-23	2021-22	2020-21
Net receivable	-	-	-	-
Net payable	-	-	-	-
<b>Balance Outstanding of MJB India Industrial Repairs Private Limited</b>	<b>Associate Company</b>			
	31-10-2023	2022-23	2021-22	2020-21
Net receivable	0.18	0.18	-	-
Net payable	-	-	-	-
<b>Balance Outstanding of Control Plus Oil &amp; Gas Solutions Private Limited</b>	<b>Fellow Subsidiary</b>			
	31-10-2023	2022-23	2021-22	2020-21
Net receivable	8.36	20.69	12.89	17.72
Net payable	-	-	-	-
<b>Balance Outstanding of Enterprises under significant influence of key management personnel</b>	<b>Enterprises under significant influence of key management personnel</b>			
	31-10-2023	2022-23	2021-22	2020-21
<b>Net receivable</b>				
Corrosion Cure	-	-	-	0.02
<b>Net payable</b>				
Greenville	8.48	14.78	19.83	2.11
Corrosion Cure	5.33	5.34	3.32	
<b>Balance Outstanding of Key Managerial Personnel &amp; Close Family Member of KMP</b>	<b>Key Managerial Personnel &amp; Close Family Member of KMP</b>			
	31-10-2023	2022-23	2021-22	2020-21
<b>Net receivable</b>				
Rinku Mittal	0.89	-	0.01	0.24
Prashant Mittal	0.55	-	-	0.77
Krishana mittal	0.02	0.02	0.02	-

<b>Net payable</b>				
Sandeep Mittal	17.27	15.51	13.47	25.05
Amit Mittal	1.44	1.35	1.53	1.45
Vimal Patel	0.12	0.12	-	-
Krishna Mittal	-	-	-	0.06
Anant Mittal	0.12	0.09	0.13	-
Kavita Mittal	0.27	0.20	0.09	0.37
Prashant Mittal	-	0.22	0.05	-
Rinku Mittal	-	0.05	-	-
There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties				

#### **Note 42 FINANCIAL INSTRUMENTS - ACCOUNTING CLASSIFICATIONS AND FAIR VALUE MEASUREMENTS**

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

1. Fair values of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short-term maturities of these instruments.

2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account for the expected losses of these receivables.

The company uses the following hierarchy for determining and disclosing the fair values of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Other techniques for which all inputs which have a significant effects on the recorded fair value are observable, either directly or indirectly.

Level 3: Techniques which use inputs that have a significant effects on the recorded fair value that are not based on observable market data.

#### **I. Figures as at October 31, 2023**

<b>Financial Instrument</b>	<b>Carrying Amount</b>					<b>Fair value</b>			
	<b>FVTP L</b>	<b>FVOC I</b>	<b>Tota l Fair Valu e</b>	<b>Amortise d Cost</b>	<b>Total</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Tota l</b>
<b>Non Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	-	-	-	13.98	13.98	-	-	-	-
(iii) Others	-	-	-	187.23	187.23	-	-	-	-
<b>Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	0.98	-	0.98	-	0.98	0.98	-	-	0.98
(ii) Trade Receivables	-	-	-	286.42	286.42	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	-	10.58	10.58	-	-	-	-
(iv) Bank balances other than above	-	-	-	162.47	162.47				
(v) Loans	-	-	-	2.05	2.05				-
(vi) Others	-	-	-	-	-	-	-	-	-

	0.98	-	0.98	662.73	663.71	0.98	-	-	0.98
<b>Non Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	80.80	80.80	-	-	-	-
<b>Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	279.20	279.20	-	-	-	-
(ii) Trade Payables	-	-	-	383.97	383.97	-	-	-	-
(iii) Other Financial Liabilities	-	-	-	25.76	25.76	-	-	-	-
	-	-	-	769.73	769.73	-	-	-	-

## II. Figures as at March 31, 2023

Financial Instrument	Carrying Amount					Fair value			
	FVTP L	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Non Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	-	-	-	13.98	13.98	-	-	-	-
(iii) Others	-	-	-	132.56	132.56	-	-	-	-
<b>Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	0.90	-	0.90	-	0.90	0.90	-	-	0.90
(ii) Trade Receivables	-	-	-	258.77	258.77	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	-	19.05	19.05	-	-	-	-
(iv) Bank balances other than above (iii)	-	-	-	150.95	150.95	-	-	-	-
(v) Loans	-	-	-	0.31	0.31	-	-	-	-
(vi) Others	-	-	-	-	-	-	-	-	-
	0.90	-	0.90	575.62	576.51	0.90	-	-	0.90
<b>Non Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	63.04	63.04	-	-	-	-
<b>Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	103.24	103.24	-	-	-	-
(ii) Trade Payables	-	-	-	391.76	391.76	-	-	-	-
(iii) Other Financial Liabilities	-	-	-	25.51	25.51	-	-	-	-
	-	-	-	583.55	583.55	-	-	-	-

## III. Figures as at March 31, 2022

Financial Instrument	Carrying Amount		Fair value
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	FVTP L	FVOC I	Tota l Fair Valu e	Amortise d Cost	Total	Level 1	Level 2	Level 3	Tota l
<b>Non Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	-			11.70	11.70	-	-	-	-
(iii) Others	-	-	-	166.98	166.98	-	-	-	-
<b>Current Assets</b>				-	-				
<b>Financial Assets</b>									
(i) Investments	0.87	-	0.87	-	0.87	0.87	-	-	0.87
(ii) Trade Receivables	-	-	-	315.34	315.34	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	-	29.44	29.44	-	-	-	-
(iv) Bank balances other than above (iii)				74.08	74.08				
(v) Loans	-	-	-	6.08	6.08				-
(vi) Others	-	-	-	-	-	-	-	-	-
	<b>0.87</b>	<b>-</b>	<b>0.87</b>	<b>603.62</b>	<b>604.49</b>	<b>0.87</b>	<b>-</b>	<b>-</b>	<b>0.87</b>
<b>Non Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	40.28	40.28	-	-	-	-
<b>Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	48.14	48.14	-	-	-	-
(ii) Trade Payables	-	-	-	330.69	330.69	-	-	-	-
(iii) Other Financial Liabilities	-	-	-	12.15	12.15	-	-	-	-
	<b>-</b>	<b>-</b>	<b>-</b>	<b>431.26</b>	<b>431.26</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### IV. Figures as at March 31, 2021

Financial Instrument	Carrying Amount					Fair value			
	FVTP L	FVOC I	Tota l Fair Valu e	Amortise d Cost	Total	Level 1	Level 2	Level 3	Tota l
<b>Non Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	-			11.94	11.94	-	-	-	-
(iii) Others	-	-	-	73.62	73.62	-	-	-	-
<b>Current Assets</b>									
<b>Financial Assets</b>									
(i) Investments	0.69	-	0.69	-	0.69	0.69	-	-	0.69
(ii) Trade Receivables	-	-	-	317.12	317.12	-	-	-	-
(iii) Cash and Cash Equivalents	-	-	-	4.15	4.15	-	-	-	-
(iv) Bank balances other than above (iii)				27.95	27.95				
(v) Loans				5.64	5.64	-			-

(vi) Others	-	-	-	2.35	2.35	-	-	-	-
	<b>0.69</b>	-	<b>0.69</b>	<b>442.78</b>	<b>443.47</b>	<b>0.69</b>	-	-	<b>0.69</b>
<b>Non Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	11.55	11.55	-	-	-	-
<b>Current Liabilities</b>									
<b>Financial Liabilities</b>									
(i) Borrowings	-	-	-	28.50	28.50	-	-	-	-
(ii) Trade Payables	-	-	-	256.58	256.58	-	-	-	-
(iii) Other Financial Liabilities	-	-	-	24.49	24.49	-	-	-	-
	-	-	-	<b>321.11</b>	<b>321.11</b>	-	-	-	-

There were no transfers between Level 1 and Level 2 fair value measurements.

#### Determination of Fair Values:

The following are the basis of assumptions used to estimate the fair value of financial assets and liabilities that are measured at fair value on recurring basis :

**Investment in mutual funds :** The fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors

#### Note 43 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The key objective of the Group's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor, and customer confidence and to ensure future development of its business. The Group is focused on maintaining a strong equity base to ensure independence, security, as well as financial flexibility for potential future borrowings, if required without impacting the risk profile of the Group.

Group's principal financial liabilities, comprise borrowings from banks, trade payables and other payables. The main purpose of these financial liabilities is to finance Group's operations (short term). Group's principal financial assets include investments, security deposit, trade and other receivables, deposits with banks and cash and cash equivalents, that derive directly from its operations.

#### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk interest rate risk, currency risk and other price risk such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings, trade and other payables, security deposit, trade and other receivables, deposits with banks.

The sensitivity analysis in the following sections relate to the position as at 31 October 2023, 31 March 2023. The sensitivity of the relevant income statement item is the effect of the assumed changes in respective market risks. The analysis exclude the impact of movements in market variables on: the carrying values of gratuity, other post retirement obligations and provisions.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with floating interest rates. The Group is exposed to interest rate risk primarily due to long term borrowings having floating interest rates given below:

Particular	31st October, 2023	31st March, 2023	31st March, 2022	31st March, 2020
Debt Obligations with Variable Interest rates	6.90	7.17	7.81	6.99

<b>Total</b>	<b>6.90</b>	<b>7.17</b>	<b>7.81</b>	<b>6.99</b>
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Accordingly, interest rate sensitivity disclosure is applicable and disclosed below:

**Cash flow risk in respect of variable rate instruments:**

<b>Particular</b>	<b>31st October, 2023</b>	<b>31st March, 2023</b>	<b>31st March, 2021</b>	<b>31st March, 2020</b>
<b>Impact on profit after tax or equity</b>				
Increase by 100 basis points	(0.07)	(0.07)	(0.07)	(0.08)
Increase by 100 basis points	0.07	0.07	0.07	0.08

**Foreign currency risk**

The Group operates both in domestic as well as international market, however, the nature of its operations requires it to transact in in several currencies and consequently the Group is exposed to foreign exchange risk in certain categories of foreign currencies. In current year, about 5% of the Group's revenue is from export. The Group has laid down certain procedures to de-risk itself against currency volatility. It also out sources expert advice whenever required.

The Company evaluates exchange rate exposure arising from foreign currency transactions and the Group follows established risk management policies.

**I. Foreign Currency Exposure**

Refer Note 40 for foreign currency exposure as at October 31, 2023 , March 31, 2023, March 31, 2022, March 31, 2021

**II. Foreign Currency Sensitivity**

1% increase or decrease in foreign exchange rates will have the following impact on the profit before tax

<b>Currency</b>	<b>31-Oct-23</b>		<b>31-Mar-23</b>		<b>31-Mar-22</b>		<b>31-Mar-21</b>		<b>31-Mar-19</b>
	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase
Exposure of Foreign currency	0.57	(0.57)	0.47	(0.47)	0.66	(0.66)	1.07	(1.07)	1.02
<b>Total</b>	<b>0.57</b>	<b>(0.57)</b>	<b>0.47</b>	<b>(0.47)</b>	<b>0.66</b>	<b>(0.66)</b>	<b>1.07</b>	<b>(1.07)</b>	<b>1.02</b>

**Credit risk**

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Financial instruments that are subject to concentrations of credit risk materially consists of trade receivables and investments.

While evaluating the credit risk for any financial instrument, the Group evaluates the following factors -

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty.
- (iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to mere its obligation,
- (iv) Significant increase in credit risk on other financial instruments of the same counterparty.
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

Credit risk on trade receivables is limited for customers being government promoted entities as they have a strong credit worthiness. For other customers, the Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as credit ratings from credit rating agencies, financial condition, ageing of accounts receivable and the Group's historical experience for customers.

With respect to investments, investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Group monitors rating, credit spreads and financial strength of its counter parties. Based on

ongoing assessment, Group adjusts its exposure to various counterparties. Basis such assessment, the Group considers credit risks on such investments to be negligible.

### Exposure to Credit Risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk is INR 664.99 million as at 31 October 2023, INR 576.51 million as at 31 March 2023, INR 600.48 million as at 31 March 2022 & INR 439.62 million as at 31 March 2021, being the total of the carrying amount of balances with banks, bank deposits, trade receivables, other financial assets and investments, and these financial assets are of good credit quality including those that are past due.

### Liquidity Risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash flow and collateral obligations without incurring unacceptable losses. Group's objective is to, at all-time maintain optimum levels of liquidity to meet its cash and collateral requirements. Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing at optimised cost.

### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	31-Oct-23						
	<1 year	> 1 year but < 2 years	> 2 years but < 4 years	> 4 years	Total	Amortised Cost Adjustment	Net Total
Non-current financial liabilities - Borrowings	-	58.14	17.01	5.64	<b>80.80</b>	-	<b>80.80</b>
Current financial liabilities - Borrowings	279.20	-	-	-	<b>279.20</b>	-	<b>279.20</b>
Current financial liabilities - Trade Payables	383.97	-	-	-	<b>383.97</b>	-	<b>383.97</b>
Current financial liabilities - Others Financial Liabilities	25.76	-	-	-	<b>25.76</b>	-	<b>25.76</b>
<b>Total</b>	<b>688.94</b>	<b>58.14</b>	<b>17.01</b>	<b>5.64</b>	<b>769.73</b>	-	<b>769.73</b>
Particulars	31-Mar-23						
	<1 year	> 1 year but < 2 years	> 2 years but < 4 years	> 4 years	Total	Amortised Cost Adjustment	Net Total
Non-current financial liabilities - Borrowings	-	31.89	28.40	2.75	<b>63.04</b>	-	<b>63.04</b>
Current financial liabilities - Borrowings	103.24	-	-	-	<b>103.24</b>	-	<b>103.24</b>
Current financial liabilities - Trade Payables	391.76	-	-	-	<b>391.76</b>	-	<b>391.76</b>
Current financial liabilities - Others Financial Liabilities	25.51	-	-	-	<b>25.51</b>	-	<b>25.51</b>
<b>Total</b>	<b>520.51</b>	<b>31.89</b>	<b>28.40</b>	<b>2.75</b>	<b>583.55</b>	-	<b>583.55</b>
Particulars	31-Mar-22						
	<1 year	> 1 year but < 2 years	> 2 years but < 4 years	> 4 years	Total	Amortised Cost Adjustment	Net Total

Non-current financial liabilities - Borrowings	-	17.73	18.19	4.36	<b>40.28</b>	-	<b>40.28</b>
Current financial liabilities - Borrowings	48.14	-	-	-	<b>48.14</b>	-	<b>48.14</b>
Current financial liabilities - Trade Payables	330.69	-	-	-	<b>330.69</b>	-	<b>330.69</b>
Current financial liabilities - Others Financial Liabilities	12.15	-	-	-	<b>12.15</b>	-	<b>12.15</b>
<b>Total</b>	<b>390.98</b>	<b>17.73</b>	<b>18.19</b>	<b>4.36</b>	<b>431.26</b>	-	<b>431.26</b>

Particulars	31-Mar-21					Amortised Cost Adjustment	Net Total
	<1 year	> 1 year but < 2 years	> 2 years but < 4 years	> 4 years	Total		
Non-current financial liabilities - Borrowings	-	4.10	4.92	2.53	<b>11.55</b>	-	<b>11.55</b>
Current financial liabilities - Borrowings	28.50	-	-	-	<b>28.50</b>	-	<b>28.50</b>
Current financial liabilities - Trade Payables	256.58	-	-	-	<b>256.58</b>	-	<b>256.58</b>
Current financial liabilities - Others Financial Liabilities	24.49	-	-	-	<b>24.49</b>	-	<b>24.49</b>
<b>Total</b>	<b>309.57</b>	<b>4.10</b>	<b>4.92</b>	<b>2.53</b>	<b>321.12</b>	-	<b>321.12</b>

#### Capital management

For the purposes of the Group's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Group's Capital Management is to maximise shareholder value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.

The Group monitors capital using gearing ratio, which is total debt divided by total capital plus debt.

Particulars	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21
A. Total Debt [Long Term Borrowings + Short Term Borrowing]	360.00	166.28	88.42	40.04
B. Equity [Share Capital + Other Equity]	738.65	662.06	581.01	482.90
<b>C. Capital and net debt [A + B]</b>	<b>1,098.65</b>	<b>828.34</b>	<b>669.43</b>	<b>522.94</b>
<b>Gearing ratio [A/C]</b>	<b>32.77%</b>	<b>20.07%</b>	<b>13.21%</b>	<b>7.66%</b>

#### Note 44

- Balances of various assets and liabilities subject to confirmation and reconciliation.
- In opinion of the Board of Directors of the Holding Company, the assets of the group are expected to be realized approximately at the value at which they are stated in the accounts in the ordinary course of business.

#### Note 45

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at 31<sup>st</sup> October 2023, 31 March 2023, 31 March 2022 and 31 March 2021.

#### Note 46

The disclosure under section 186(4) of the Companies Act, 2013

Name of the subsidiary	31-Oct-23	31-Mar-23	31-Mar-22	31-Mar-21	31-Mar-19
<b>Loans</b>					
<i>Loans u/s 186 of the Companies Act, 2013</i>	-	-	-	-	-
<b>Investments</b>					



<i>MJB India Industrial Repairs Private Limited</i>	8.32	8.32	8.32	8.32	8.32
<b>Guarantees</b>					
<i>Corrtech International Limited</i>	Refer Notes below				

"Note - 1

For the purpose of NCD issue by Corrtech International Limited, following companies have give Corporate Guarantee to the Debenture Trustee

1. Corrtech Energy Limited
2. Control Oil and Gas Services Private Limited
3. IEC Projects Limited

As per the deed of Corporate Guarantee, all the above three companies are jointly liable in case of default made by Corrtech International Limited. Hence, we are not able to quantify exact amount of contingent liability. Further debenture trustee has released corporate guarantee provided by the company vide its letter no 259/DT/ERP/2023-24 dated 11th August 2023."

### **Ratios as per Schedule III requirements**

<b>Ratios</b>	<b>Numerator</b>	<b>Denominator</b>	<b>31-10-2023</b>	<b>31-03-2023</b>	<b>31-03-2022</b>	<b>31-03-2021</b>
Current ratio	Current assets	Current liabilities	1.68	1.76	1.69	1.92
Debt equity ratio	Total debt	Shareholder's equity	0.48	0.25	0.15	0.08
Debt service coverage ratio	Earnings available for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease payments + Principal repayments	2.32	4.21	13.31	4.35
Return on equity	Profit / (loss) attributable to owners of the Company	Shareholder's equity	11.00%	12.89%	18.58%	5.62%
Inventory turnover ratio	Revenue from Operations (Net)	Inventory	1.91	3.35	6.50	3.25
Trade receivable turnover ratio	Revenue from Operations (Net)	Trade receivable	3.27	5.65	6.36	3.65
Trade Payable turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Trade payables	1.45	2.70	4.82	3.72
Net capital turnover ratio	Revenue from Operations (Net)	Working capital = Current assets – Current liabilities	1.82	3.14	5.30	3.07
Net profit percentage	Net profit	Revenue from Operations (Net)	8.20%	5.69%	4.90%	2.37%
Return on capital employed	Earnings before interest and taxes	Capital employed = Shareholder's Equity + Non Current Borrowing	10.91%	14.48%	20.83%	7.27%
Return on Investment	Earnings before interest and taxes	Total Assets	7.30%	8.62%	11.90%	4.16%

## OTHER FINANCIAL INFORMATION

The audited financial statements of our Company for the period ended on 31<sup>st</sup> October, 2023 and for the financial year ended March 31, 2023, March 31, 2022 and March 31, 2021 and their respective Audit reports thereon (Audited Financial Statements) are available at [www.corrtechenergy.com](http://www.corrtechenergy.com).

Our Company is providing a link to this website solely to comply with the requirements specified in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018. The Audited Financial Statements do not constitute, (i) a part of the Draft Red Herring Prospectus; or (ii) Red Herring Prospectus (iii) Prospectus, a statement in lieu of a prospectus, an advertisement, an offer or a solicitation of any offer or an offer document to purchase or sell any securities under the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, or any other applicable law in India or elsewhere in the world. The Audited Financial Statements should not be considered as part of information that any investor should consider subscribing for or purchase any securities of our Company and should not be relied upon or used as a basis for any investment decision. Neither our Company, nor BRLM, nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Audited Financial Statements, or the opinions expressed therein.

The accounting ratios required under Clause 11 of Part A of Schedule VI of the SEBI ICDR Regulations are given below:

(INR in Mn.)

Particulars	October 31, 2023	March 31, 2023	March 31, 2022	March 31, 2021
Profit After Tax (₹ in Mn)	77.35	80.47	99.47	27.31
Basic & Diluted Earnings per Share (Based in Weighted Average Number of Shares)	4.60	4.79	5.92	1.63
Return on Net Worth (%)	10.43%	12.11%	17.02%	5.62%
NAV per Equity Shares (Based on Weighted Average Number of Shares)	353.60	317.08	278.41	231.67
Earnings before interest, tax, depreciation and amortization (EBITDA) (₹ in Mn)	124.17	121.08	134.75	27.42

## STATEMENT OF FINANCIAL INDEBTEDNESS

Our Company avails loans and facilities in the ordinary course of its business for meeting our working capital, capital expenditure and other business requirements. For details of the borrowing powers of our Board, please see “*Our Management – Borrowing Powers*” on page 150.

Our Company has obtained the necessary consents required under the relevant financing documentation for undertaking activities in relation to the Issue, including dilution of the current shareholding of our Promoters and members of the promoter group, expansion of business of our Company, effecting changes in our capital structure and shareholding pattern.

The aggregate outstanding borrowings (including fund based and non-fund based borrowings) of our Company and our Subsidiary as on October 31, 2023 as certified by our Statutory Auditors vide certificate dated January 02, 2024, are as follows:

<i>(in ₹ Mn)</i>			
S. No.	Category of Borrowing	Sanctioned amount (Rs.)	Principal Amount Outstanding as of 31 <sup>st</sup> October, 2023
<b>Secured Loans</b>			
	<b>Our Company</b>		
<b>I</b>	<i>Fund based facilities</i>		
	(i) Term loans	16.00	6.90
	(ii) Working capital facilities	350.00	132.10
	(iii) Vehicle Loans	38.88	25.74
	(iv) Equipment Loans	68.03	42.76
	<b>Total fund-based (I)</b>	<b>472.91</b>	<b>207.50</b>
<b>II</b>	<i>Non fund based facilities</i>		
	(iv) Bank Guarantee – Kotak Bank	150.00	50.96
	(v) Bank Guarantee – Other Bank	30.62	30.62
	(v) Letter of Credit – Kotak Bank	50.00	0
	<b>Total Non fund-based (II)</b>	<b>230.62</b>	<b>81.58</b>
	<b>Total (I+II)</b>	<b>703.53</b>	<b>289.08</b>
	<b>Our Subsidiary</b>		
<b>III</b>	<i>Fund based facilities</i>		
	(i) Term loans	-	-
	<b>Total fund-based (III)</b>	-	-
	<b>Total (I+II+III) (A)</b>	<b>703.53</b>	<b>289.08</b>
<b>Unsecured Loans</b>			
	Inter Corporate Loans	-	
	Loan From relatives	-	20.10
	Unsecured Loan from Banks & NBFC	97.90	89.95
	Bill Discounting Facility	50.00	42.42
	<b>Total Unsecured Loans (B)</b>	147.90	<b>152.47</b>
	<b>Grand Total (A + B)</b>	<b>851.43</b>	<b>441.55</b>

*\*Total sanctioned limit of working capital facilities is ₹ 350.Mn out of which non funded fungible sanctioned limit is ₹ 200.0 Mn which is sub-limit of total sanctioned working capital facilities.*

### Principal terms of the secured borrowings currently availed by our Company:

The details provided below are indicative and there may be additional terms, conditions and requirements under the various financial documentation executed by us in relation to our indebtedness.

- Interest:** The interest rate for the working capital facilities & GECL availed by us ranges / depends on repo rate, CD Rates, EBLR rate of the banks plus their margins which ranges from 7% per annum to 9.50% per annum. Further, in terms of the

vehicle loans and equipment finance loans availed by us, the facilities are provided on a fixed interest rate. The Commission on non-fund based facilities from 0.90% to 1.80%.

2. **Tenor:** The working capital facilities availed by us needs to be renewed each year and are repayable on demand. The tenor of non-fund based facilities limits are in case of LC ranges between 90 to 180 days and BG ranges between 24 months to 48 months as per the sanction letters of the respective banks. The tenor for guaranteed emergency credit line term loans, vehicle loans, and equipment loans availed by us as secured borrowings are typically for a tenor of thirty-six (36) months to forty-eight (48) months as per respective sanction letters of the banks.
3. **Security:** In terms of our secured borrowings, we are required to, inter alia (a) create charge on movable fixed assets, book debts and current assets, both present and future of our Company; (b) create charge on immovable fixed assets of our Company; (c) create charge on office properties, residential properties of our Promoters and certain promoter group members; (d) create charge on fixed deposits given as collateral security; and (e) personal guarantee of our Promoters and certain promoter group members.
4. **Re-payment:** The working capital term limits are typically repayable on demand or on their respective due dates within the maximum tenure. The term loans, vehicle loans, equipment loans and other loans availed by us as secured borrowings are typically repayable in structured installments.
5. **Pre-payment:** The terms of facilities availed by us typically have prepayment provisions which allow for pre-payment of the outstanding loan amount, including upon giving notice to the concerned lender, subject to such prepayment penalties as laid down in the facility agreements. The prepayment penalty for the facilities availed by us, where specified, ranges typically between 2% to 5% of the amount outstanding or the amount to be prepaid as specified in the agreements with lenders. For certain facilities pre-payment is not disclosed however can be made after mutual negotiation between the lenders & the borrower on the pre-paid amount.
6. **Default/ Penal Interest:** The terms of certain financing facilities availed by us prescribe penalties for non-compliance of certain obligations. These include, inter alia, breach of financial covenants, non-submission of annual financial statements and stock statements, diversion of funds, non-perfection of security within permitted timelines, irregularity / overdrawn in the account etc. Further, the default interest payable on the facilities availed by us typically ranges from 2% to 24% per annum. Additional interest as specified by the lenders may be charged in case of continuation of the noncompliance beyond a certain period.
7. **Restrictive Covenants:** Certain borrowing arrangements entered into by us contain restrictive covenants which requires us to take prior written consent of the respective lender before undertaking certain activities, including:
  - a. prepayment of the outstanding principal amounts of the facilities availed by our Company;
  - b. any amalgamation, demerger, merger, acquisition, corporate or debt restructuring;
  - c. undertake any project, implementation of any scheme of expansion/ diversification or capital expenditure or acquisition of fixed assets (except normal replacements indicated in in fund flow statement submitted to and approved by lender) if such investment result into breach of financial covenants or diversion of working capital to financing of long term assets;
  - d. invest by way of share capital or lend/ advance funds or place deposits with any other entity;
  - e. entering any secured/ unsecured borrowing arrangement with any other bank or financial institution or company or accept deposits which increases our borrowing above limits stipulated by our lenders;
  - f. undertake any guarantee obligation on behalf of any other company;
  - g. create any charge, lien or encumbrance over undertaking or any part thereof in favour of any bank, financial institution, firm or person;
  - h. enter into any contractual obligation which will be detrimental to interest of lender;
  - i. repayment of monies brought in by Promoters, Directors, relatives/ friends of Promoters by way of deposits/ loans/ advances;
  - j. any change in the constitution or remuneration of management, control, ownership, shareholding pattern, capital structure, profit sharing and/or management of our Company;
  - k. sell, assign, mortgage, or otherwise dispose off any of the fixed assets charged to the lender;
  - l. declaration or payment of dividend;
  - m. pledge of the shares held by Promoters or members of Promoter Group;
  - n. grant loan to Promoters of Directors;
  - o. change in accounting methods or policies;

- p. pay any commission to our Promoters, Directors, managers, or other persons for furnishing guarantees, counter guarantees or indemnities or for undertaking any other liability in connection with any financial assistance obtained for or by our Company or in connection with any other obligation undertaken for or by our Company;
  - q. issue of personal guarantee by our Promoters;
  - r. setting up any new subsidiary or permit any company to become our subsidiary;
  - s. carry on any general trading activity other than products of our Company;
8. **Events of Default:** The term loan and other facilities availed by us contain certain standard events of default, including:
- a. change in the constitution, control, management, majority directors or in the shareholding pattern or profit sharing of our Company without the consent of the lenders to our Company;
  - b. failure or inability by our Company to repay any amount due under principal amount or interest;
  - c. failure to comply with any provision of the financing documents;
  - d. revocation of any requirement or authorization required to be maintained by our Company to carry on business;
  - e. cease to carry on the business;
  - f. use of borrowing for purposes other than those agreed with lenders;
  - g. breach of any covenants, conditions, representations or warranties of financing documents;
  - h. cross default under any arrangement for the facilities extended by lender;
  - i. any misstatement, misrepresentation or misleading information in financing documents;
  - j. entering into any arrangement or composition creditors or the committing any act of insolvency or any act the consequence of which may lead to the insolvency or winding up;
  - k. obligation under financing arrangement or end use of amount borrowed becomes illegal or unlawful;
  - l. occurrence of any event or existence of any circumstances which jeopardizes interest of lender or threatens the security in respect of the facilities;
  - m. repudiation of a financing document or evidencing an intention to repudiate a finance document;
  - n. failure to obtain or maintain inadequate insurance; and
  - o. occurrence or existence of such events or circumstances, which in the opinion of the lender, could have a material adverse effect.

**FOR, PATEL JAIN & ASSOCIATES.  
CHARTERED ACCOUNTANTS  
FRN: 129797W**

**Sd/-**

**CA VIVEK A BHATT  
(PARTNER)  
M NO. 193504  
UDIN: 24193504BKBZEH1623**

**Place: Ahmedabad  
Date: 04/01/2024**

## MANAGEMENTS DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

*The following discussion is intended to convey management's perspective on our financial condition and results of operations for the seven months ended October 31, 2023, and the Fiscals ended March 31, 2023, 2022 and 2021. You should read the following discussion and analysis of our financial condition and results of operations in conjunction with our Restated Financial Information and the sections entitled "Summary of Financial Information" and "Restated Financial Information" on pages 49 and 170, respectively. This discussion contains forward-looking statements and reflects our current views with respect to future events and our financial performance and involves numerous risks and uncertainties, including, but not limited to, those described in the section entitled "Risk Factors" on page 26. Actual results could differ materially from those contained in any forward-looking statements and for further details regarding forward-looking statements, kindly refer to the section entitled "Forward-Looking Statements" on page 19. Unless otherwise stated or unless the context otherwise requires, the financial information of our Company used in this section has been derived from the Restated Financial Information. Unless noted otherwise, some of the industry related information in this section is obtained or extracted from the Dun & Bradstreet Report (which is a paid report and was commissioned by us solely in connection with the Offer). Our Fiscal year ends on March 31 of each year. Accordingly, unless otherwise stated, all references to a particular Fiscal year are to the 12-month period ended March 31 of that year.*

### **OVERVIEW**

We manufacture a wide range of gas turbine components, specifically designed for GE heavy-duty industrial gas turbines such as Frames 3, 5, 6, 7 and 9. These components include compressor stator blades, rotor blades, shroud blocks (both standard and super alloys) rings, exit guide vanes, inlet guide vanes (IGVs), fuel nozzle assemblies and various consumables & hardware items. We also perform services such as rotor overhauling and repairing of gas turbine components such as combustion liners, transition pieces, nozzles, crossfire tubes, retainers and fuel nozzles. As on date of this DRHP, we manufacture and supply more than 1300 gas turbines components.

We operate in the global non-OEM space of gas turbine components, supplying components to clients in countries including USA, Europe, Middle East and South East Asia. Our manufacturing business caters to diverse industry segments including energy and defence wherein we supply components and render services to customers including Ethos Energy, ET international, Sulzer Turbo services, GEMS, Poroteq International & Gas turbine Parts & services, Inc. The defence aircraft engine components are supplied by us to India's renowned aerospace PSU Company. For the seven months period ending Oct.'23, fiscal 2023 and fiscal 2022, we derived 94.49%, 83.04% and 69.72% of our revenue from exports.

We are an AS 9100D and ISO 9001:2015 certified Company for manufacturing and supply of machined metal components for aerospace and defense application. In addition, we are ISO 14001:2015 and ISO 45001:2018 certified for manufacturing, supply, service and repair of machined metals components for aerospace, defence, gas turbines applications including turbine rotor overhauling and cold coating for turbine compressor components. Our company specializes in manufacturing components for GE gas turbines, which range from 15 to 85 MW and are organized into frames 3, 5, 6, 7, & 9. Our revenue from manufacturing business for seven months period ended Oct.'23, F.Y. 2022-23 and 2021-22 were INR 341.04 million, 423.68 million and 209.22 million which contributed 36.42%, 28.97% and 10.44% of revenue from operations respectively.

We initially started with repairs of gas turbine components in 2004 from our unit located in Ahmedabad (Unit – I) and later in 2008 we started manufacturing high-precision gas turbine components for non-OEM space through another unit located in Ahmedabad (Unit-II). In 2012, we set up a gas turbine rotor overhauling shop and manufacturing facility for defence aircraft engine components at the existing Unit-II. We are a wholly owned subsidiary of Corrttech International Limited (CIL). We were originally incorporated as "IEC International Limited" in 2000, and was renamed as "MJB India Gas Turbine Services Limited" in 2002, and later renamed as "Corrttech Energy Limited" in 2009.

In 2014, our foray into the O&G segment began with our first project involving piping and mechanical works of Composite Station at Shahdol Phulpur Gas Pipeline (SHPPL), Madhya Pradesh, which was awarded by Reliance Gas Pipelines Limited. In the last decade, we have completed 5 projects of total amount of INR 1,555.25 Mn. which included pipeline laying projects, refinery projects and EPC projects. Our customers in O&G segment include large players in the Indian oil and gas sector such as Reliance, Indian Oil Corporation Limited, Oil and Natural Gas Corporation Limited, HPCL and GAIL (India) Ltd. Our

revenue from O&G segment for seven months period ended Oct.'23, F.Y. 2022-23 and 2021-22 were INR 585.61 million, 990.51 million and 118.65 million which contributed 62.54%, 67.72% and 59.20% of revenue from operations respectively.

Our Unit-II manufacturing facility at Changodar, Ahmedabad, spread across 16,723.50 sq. mtr. and is capable to produce a diverse array of components, encompassing both capital and consumable parts. The facility is equipped with various machines such as CMM machines, VMC machines, CNC Turning Machines, universal & horizontal milling machines, surface grinding machines, lathe machines, vibro tumbling, bench polisher, shot blasting machine, EDM wire cut and marking machines. Furthermore, our 4,881.54 sq. mtr. repair shop (Unit-I), located at Changodar, Ahmedabad is equipped with machines for welding, honeycomb brazing, heat treatment, coating and repairing of various gas turbine components. The Unit-II facility also has a rotor overhauling workshop spread across 2,026.22 sq. mtr. dedicated to the meticulous overhaul of gas turbine rotors.

**Key Performance indicators of our company**

*(INR in million except percentages and ratios)*

Key Financial Performance	April 23 - Oct 23	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from operations <sup>(1)</sup>	936.33	1,462.72	2,004.27	1,158.16
EBITDA <sup>(2)</sup>	124.17	121.08	134.75	27.42
EBITDA Margin <sup>(3)</sup>	13.26%	8.28%	6.72%	2.37%
PAT <sup>(4)</sup>	77.53	80.73	99.63	27.42
PAT Margin <sup>(5)</sup>	8.28%	5.52%	4.97%	2.37%
RoE(%) <sup>(6)</sup>	10.30%	12.45%	16.75%	5.61%
RoCE (%) <sup>(7)</sup>	10.57%	13.95%	20.76%	7.24%

Notes:

- (1) Revenue from operation means revenue from sales, service and other operating revenues
- (2) EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income
- (3) 'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations
- (4) PAT is taken as Profit after Tax attributable to equity owner.
- (5) 'PAT Margin' is calculated as Profit after Tax attributable to equity owner/year divided by revenue from operations.
- (6) Return on Equity is ratio of Profit after Tax attributable to equity owners and Average Shareholder Equity
- (7) Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' Fund + Long term borrowing + Short term borrowing+ Deferred Tax Liability

**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 to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	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 shareholders' funds
RoCE (%)	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.

**Statement of Significant Accounting Policies**

For details in respect of Statement of Significant Accounting Policies, please refer to "Annexure IV of Restated Consolidated Financial Statements" beginning on page 170 of this Draft Red Herring Prospectus.

### **Significant Factors Affecting Our Results of Operations**

Our business is subjected to various risks and uncertainties, including those discussed in the section titled “**Risk Factors**” beginning on page 26 of this Draft Red Herring Prospectus. Our results of operations and financial conditions are affected by numerous factors including the following:

#### ***Business conditions***

We derive a significant portion of our revenue from sales of high precision gas turbine and defence aircrafts engine components, primarily supplying to our clients engaged in the energy and defence industries in India and internationally. The level of demand for our products depends primarily on conditions in these sectors in our target markets which, in turn, depend to a large extent on general economic conditions in these markets.

The cyclical nature of general economic conditions and, therefore, of such sectors means that our results of operations can fluctuate substantially from period to period. We expect that these economic factors and conditions in our industry, particularly changes in technologies, customer preferences, government policies and interest rates, will continue to be the important factors affecting our revenues and results of operations. Other factors, such as our competitiveness, quality and pricing, have an effect on our market share and our ability to win customers in competitive situations.

Our O&G Services Business depends significantly on our ability to bid for and be awarded the projects across laying of cross-country pipeline, Engineering Procurement and Construction contracts (EPC) and Refinery Projects. For the seven months period ended October 31, 2023, and Fiscals 2023, 2022, and 2021, the revenues from our O&G Services Business were ₹585.62 million, ₹990.51 million, ₹1,186.45 million and ₹529.47 million, respectively, which contributed to 62.54%, 67.72%, 59.20% and 45.72% respectively, of our revenue from operations. We bid for projects on an ongoing basis and projects in our O&G Services Business are typically awarded by our customers following a competitive bidding process and post satisfaction of prescribed qualification criteria. Our business, growth prospects and financial performance largely depends on our ability to obtain new contracts, and there can be no assurance that we will be able to procure new contracts. Our future results of operations and cash flows may fluctuate from period to period depending on the timing of our contract. In the event we are unable to obtain new contracts, our business will be materially and adversely affected.

#### ***Financing Cost***

Finance costs comprise a significant expense. In Fiscals 2021, 2022 and 2023 and for the seven months ended October 31, 2023, our finance costs represented 19.38%, 19.31%, 7.66% and 4.38% of our total income respectively. Our finance costs consist of (a) interest paid to Banks, (b) Interest paid to Others, and (c) other borrowing costs

#### ***General Factors***

- Changes in Consumer demand;
- Failure to successfully upgrade our product portfolio, from time to time;
- Any changes in government policies resulting in increases in taxes payable by us;
- Our ability to retain our key management persons and other employees;
- Changes in laws and regulations that apply to the industries in which we operate;
- Our failure to keep pace with rapid changes in technology;
- Our ability to grow our business;
- Our ability to make interest and principal payments on our existing debt obligations and satisfy the other covenants contains in our existing debt agreements;
- Cost of raw materials and labour;
- Exchange rate fluctuations leads into foreign currency risk.
- General economic, political and other risks that are out of our control;
- Inflation, deflation, unanticipated turbulence in interest rates, equity prices or other rates or prices;
- Company ability’s to successfully implement its growth strategy and expansion plans;
- Failure to comply with regulations prescribed by authorities of the jurisdiction in which we operate;
- Inability to successfully obtain registrations in a timely manner or at all;



- Occurrence of Environmental problems & uninsured losses;
- Conflicts of Interest with affiliates companies, the promoter group and other related companies;
- Any adverse outcome in the legal proceedings in which we are involved;
- Concentration of ownership among our promoter;
- The performance of the financial markets in India and globally;
- Global distress due to pandemic, war or by any other reason;

### **Discussion on Result of Operations**

The following discussion on results of operations should be read in conjunction with the Restated Consolidated Financial Statements for the period ended on 31<sup>st</sup> October 2023 and financial years ended on March 31, 2023, March 31, 2022 and March 31, 2021.

Particulars	For the period ended 31 <sup>st</sup> Oct' 23	% of Total Income	For the year ended 31 <sup>st</sup> Mar'23	% of Total Income	For the year ended 31 <sup>st</sup> Mar'22	% of Total Income	For the year ended 31 <sup>st</sup> Mar'21	% of Total Income
	INR in Mn.		INR in Mn.		INR in Mn.		INR in Mn.	
Revenue from operations	936.33	99.16%	1,462.72	98.92%	2,004.27	99.28%	1,158.16	98.38%
Other Income	7.94	0.84%	16.04	1.08%	14.50	0.72%	19.13	1.62%
<b>Total Income</b>	<b>944.27</b>	<b>100.00%</b>	<b>1,478.76</b>	<b>100.00%</b>	<b>2,018.77</b>	<b>100.00%</b>	<b>1,177.29</b>	<b>100.00%</b>
<b>Expenses</b>								
Cost of materials consumed	156.45	16.57%	237.30	16.05%	197.87	9.80%	36.97	3.14%
Purchases of trading materials	9.49	1.01%	47.56	3.22%	593.67	29.41%	359.71	30.55%
Manufacturing Expenses	405.64	42.96%	769.09	52.01%	837.73	41.50%	631.55	53.64%
Changes in inventories of finished goods, Stock-In-Trade & Work in progress	23.77	2.52%	(20.09)	-1.36%	35.34	1.75%	(107.95)	-9.17%
Employee benefits expenses	141.57	14.99%	172.20	11.64%	113.48	5.62%	118.81	10.09%
Finance costs	19.38	2.05%	19.31	1.31%	7.66	0.38%	4.38	0.37%
Depreciation and amortisation expense	15.41	1.63%	20.12	1.36%	8.07	0.40%	7.86	0.67%
Other Expense	70.67	7.48%	128.97	8.72%	86.13	4.27%	90.08	7.65%
<b>Total Expenses</b>	<b>842.37</b>	<b>89.21%</b>	<b>1,374.44</b>	<b>92.95%</b>	<b>1,879.95</b>	<b>93.12%</b>	<b>1,141.40</b>	<b>96.95%</b>
<b>Profit/(Loss) before share of profit / (loss) of associate, exceptional items and tax</b>	<b>101.90</b>	<b>10.79%</b>	<b>104.32</b>	<b>7.05%</b>	<b>138.82</b>	<b>6.88%</b>	<b>35.89</b>	<b>3.05%</b>
Share in Profit / (Loss) of Associate Concerns	(0.12)	-0.01%	(0.21)	-0.01%	(0.24)	-0.01%	(0.25)	-0.02%
<b>Profit/(Loss) before exceptional items and tax</b>	<b>101.78</b>	<b>10.78%</b>	<b>104.11</b>	<b>7.04%</b>	<b>138.58</b>	<b>6.86%</b>	<b>35.64</b>	<b>3.03%</b>
Exceptional items (net)	-	-	-	-	-	-	-	-
<b>Profit/(Loss) before Tax</b>	<b>101.78</b>	<b>10.78%</b>	<b>104.11</b>	<b>7.04%</b>	<b>138.58</b>	<b>6.86%</b>	<b>35.64</b>	<b>3.03%</b>
<b>Tax items:</b>								

(a) Current tax expense	24.50	2.59%	25.50	1.72%	39.30	1.95%	8.90	0.76%
(b) Deferred tax liability / (asset)	(0.25)	-0.03%	(2.12)	-0.14%	(0.35)	-0.02%	(0.68)	-0.06%
<b>Profit/(Loss) for the period / year</b>	<b>77.53</b>	<b>8.21%</b>	<b>80.73</b>	<b>5.4%</b>	<b>99.63</b>	<b>4.94%</b>	<b>27.42</b>	<b>2.33%</b>
<b>Other Comprehensive Income</b>								
Items that will not be re-classified to Profit or Loss								
Re-measurement gains/ (losses) on post-employment benefit plans	(1.18)	-0.12%	3.80	0.26%	(2.08)	-0.10%	(0.04)	0.00%
Tax impacts on the above adjustments in OCI	0.41	0.04%	(1.33)	-0.09%	0.73	0.04%	0.01	0.00%
<b>Other Comprehensive Income/ (Loss) for the year</b>	<b>(0.77)</b>	<b>-0.08%</b>	<b>2.47</b>	<b>0.17%</b>	<b>(1.35)</b>	<b>-0.07%</b>	<b>(0.02)</b>	<b>0.00%</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>	<b>76.76</b>	<b>8.13%</b>	<b>83.20</b>	<b>5.63%</b>	<b>98.28</b>	<b>4.87%</b>	<b>27.40</b>	<b>2.33%</b>
<b>Profit for the year attributable to:</b>								
Owners of the Company	77.45	8.20%	80.61	5.45%	99.51	4.93%	27.33	2.32%
Non-Controlling Interests	0.08	0.01%	0.12	0.01%	0.12	0.01%	0.10	0.01%
<b>Total Comprehensive Income attributable to:</b>								
Owners of the Company	76.63	8.12%	83.08	5.62%	98.16	4.86%	27.31	2.32%
Non-Controlling Interests	0.12	0.01%	0.12	0.01%	0.12	0.01%	0.10	0.01%

**Revenue from operations:**

Revenue from operations mainly consists of sale of gas turbine components and blades for defence aircrafts engines, development of projects in Oil & Gas projects, traded goods and related services.

**Other Income:**

Our other income primarily comprises of Interest Income, Miscellaneous income, Balances written back, Foreign exchange gain, Liquidated damages charges, Gain on fair valuation of investments and Financial Guarantee Commission.

**Expenses:**

Company's expenses consist of Cost of raw material consumed, Purchases of trading materials, Manufacturing Expenses, Change in inventories of finished goods, Stock-in-trade & work in progress, Employee benefits expense, Finance costs, Depreciation and amortization and other expenses.

**Cost of Raw material consumed:**

Our Raw Material Consumption comprises of purchase of raw material and packing material.

**Purchases of trading materials:**

Purchases of trading materials comprises purchases of trading materials.

**Manufacturing Expenses**

Our Manufacturing Expenses comprises of Consumption of stores, spare parts & tools, Job Work Charges, Power and fuel, Inward Freight, Equipment hiring charges, Custom and clearing charges, Other Manufacturing Expenses Repairs and maintenance on Buildings and Machinery.

**Changes in inventories of finished goods, Stock-In-Trade & Work in progress:**

Our changes in the inventory comprises of Changes in inventories of finished goods, Stock-In-Trade & Work in progress.

**Employee benefits expense:**

Our employee benefits expense primarily comprises of Salaries and Wages, Staff Welfare Expenses, Contribution to provident and other funds and Gratuity Expense.

**Finance Costs:**

Our finance cost includes Interest expense and Other Borrowing cost.

**Depreciation and Amortization Expenses:**

Depreciation includes depreciation on Property, Plant & Equipment's, furniture, computers and intangible assets etc.

**Other Expenses:**

Our other expenses include Rent, rates and taxes, Liquidated damages charges, Others Repairs and maintenance Insurance, Communication expense, Travelling and conveyance, Printing and stationery, Bad Debts, Donations and contributions, Legal and professional, Audit fee, Interest on Late Payment, Office maintenance expenses, Foreign Exchange Loss, Miscellaneous expenses, Sales commission, Freight and Delivery Charges, Business promotion expense, Loss on sale of assets, Directors Sitting Fees, CSR Expenditure, Guarantee Commission Expense etc.

**Details of Period ended October 31<sup>st</sup>, 2023****Total Income:**

Total income for the period ended October 31, 2023 stood at INR 944.27 million. Total income consists of revenue from operations and other Income.

**Revenue from Operations:**

Revenue from operations for the period ended October 31, 2023 stood at INR 936.33 million. Revenue from operations mainly consists of sale of manufacturing of Gas Turbine components and blades for defence aircrafts engines, development of projects in Oil & Gas projects, traded goods and related services.

**Other Income:**

Other Income for the period ended October 31, 2023 stood at INR 7.94 million. Our other income primarily comprises of Interest Income, Miscellaneous income, Balances written back, foreign exchange gain, Liquidated damages charges, Gain on fair valuation of investments and Financial Guarantee Commission.

**Total Expenses:**

Total Expenses for the period ended October 31, 2023 stood at INR 842.37 million. Company's expenses consist of Cost of raw material consumed, Purchases of trading materials, Manufacturing Expenses, Change in inventories of finished goods, Stock-in-trade & work in progress, Employee benefits expense, Finance costs, Depreciation and amortization and other expenses.

**Cost of Raw material consumed:**

Cost of Raw material consumed for the period ended October 31, 2023 stood at INR 156.45 million. Our Raw Material Consumption comprises of purchase of raw material and packing material.

**Purchases of trading materials:**

Purchases of trading materials for the period ended October 31, 2023 stood at INR 9.49 million. It comprises purchases of trading materials.

**Manufacturing Expenses**

Our Manufacturing Expenses for the period ended October 31, 2023 stood at INR 405.64 million. It comprises Consumption of stores, spare parts & tools, Job Work Charges, Power and fuel, Inward Freight, Equipment hiring charges, Custom and clearing charges, Other Manufacturing Expenses, Repairs and maintenance on Buildings & Machinery.

**Changes in inventories of finished goods, Stock-In-Trade & Work in progress:**

Change in inventories for the period ended October 31, 2023 stood at INR 23.77 million. Our changes in the inventory comprises of Changes in inventories of finished goods, Stock-In-Trade & Work in progress.

**Employee benefits expense:**

Employee benefit expenses for the period ended October 31, 2023 stood at INR 141.57 million. Our employee benefits expense primarily comprises of Salaries and Wages, Staff Welfare Expenses, Contribution to provident and other funds and Gratuity Expense.

**Finance costs:**

Finance Cost for the period ended October 31, 2023 stood at INR 19.38 million. Our finance cost includes Interest expense and Other Borrowing cost.

**Depreciation and Amortization Expenses:**

Depreciation for the period ended October 31, 2023 stood at INR 15.41 million. Depreciation includes depreciation on Property, Plant & Equipment's, furniture, computers and intangible assets etc.

**Other expense:**

Other expenses for the period ended October 31, 2023 stood at INR 70.67 million. Our other expenses include Rent, rates and taxes, Liquidated damages charges, Others Repairs and maintenance Insurance, Communication expense, Travelling and conveyance, Printing and stationery, Bad Debts, Donations and contributions, Legal and professional, Audit fee, Interest on Late Payment, Office maintenance expenses, Foreign Exchange Loss, Miscellaneous expenses, Sales commission, Freight and Delivery Charges, Business promotion expense, Loss on sale of assets, Directors Sitting Fees, CSR Expenditure, Guarantee Commission Expense etc.

**Restated Profit/ (Loss) before tax:**

Restated Profit before tax for the period ended October 31, 2023 stood at INR 101.78 million

**Restated Profit/ (Loss) after tax:**

Restated Profit after tax for the period ended October 31, 2023 stood at INR 77.53 million

**Other Comprehensive Income/ (Loss)**

Other Comprehensive Income/ (Loss) for the period ended on October 31, 2023 stood at INR (0.77) million

**Total Comprehensive Income/ (Loss)**

Total Comprehensive Income/ (Loss) for the period ended on October 31, 2023 stood at Rs 76.76 million

**Financial Year 2023 Compared to Financial Year 2022 (Based on Restated Financial Statements)****Total Income:**

Total income for the financial year 2022-23 stood at Rs. 1,478.76 million as compared to Rs. 2,018.77 million in financial year 2021-22 representing a decrease of 26.75%. This decrease was due to decrease in business operations of the company.

**Revenue from Operations:**

During the financial year 2022-23, the revenue from operations of our company decreased to Rs. 1,462.72 million as against Rs. 2,004.27 million in financial year 2021-22, representing a decrease of 27.02%. Such decrease was primarily on account of decrease in trading operations of the Company from Rs. 608.60 million in FY. 2021-22 as compared to Rs. 48.52 million in FY 2022-23 representing a decline of 92.03% and also due to decrease in revenue from O&G projects from Rs. 1186.45 Mn in F.Y. 2021-22 to Rs. 990.51 Mn in F.Y. 2022-23 representing a decrease of 16.51%.

**Other Income:**

During the financial year 2022-23, the other income of our company increased to Rs. 16.04 million as against Rs. 14.5 million in financial year 2021-22, representing an increase of 10.61%. The increase in other income was due to increase in interest income from Rs. 3.92 million in the FY. 2021-22 as compared to Rs. 6.52 million in the FY. 2022-23 representing an increase of 66.44%.

**Total Expenses:**

Total expenses for the financial year 2022-23 decreased to Rs. 1374.44 million as compared to Rs. 1879.95 million in financial year 2021-22 representing a decrease of 26.89%. Such decrease was due to decrease in the volume of business operations of the company.

**Cost of Raw material consumed:**

The cost of raw material consumed for the financial year 2022-23 stood at 237.30 million against Rs. 197.87 million in the Financial Year 2021-22 representing an increase of 19.93% on account of higher purchase of raw material in F.Y. 2022-23.

**Purchases of trading materials:**

Purchases of trading materials for the financial year 2022-23 stood at Rs. 47.56 million against Rs 593.67 million in financial year 2021-22 representing a decrease of 91.99%. Such decrease was due to decrease in trading operations volume.

**Manufacturing Expenses**

Our Manufacturing Expenses for the financial year 2022-23 stood at Rs. 769.09 million against Rs 837.73 million in financial year 2021-22 representing a decrease of 8.19%. Such decrease was due to decrease in Equipment hiring charges from Rs. 20.10 million in FY. 2021-22 as compared to Rs. 9.90 million in FY 2022-23 representing a decrease of 50.72% and also decrease in Job work charges from Rs. 798.46 million in FY. 2021-22 as compared to Rs. 729.49 million in FY 2022-23 representing a decrease of 8.64%.

**Change in inventories of finished goods, work in progress and stock in trade:**

The Change in inventories of finished goods, stock in trade and work in progress for financial year 2022-23 has been decreased as compared to the financial year 2021-22 by 156.85%. Such decrease was due to increase in closing work in progress from Rs. 165.45 million in FY. 2021-22 as compared to Rs. 200.04 million in FY 2022-23 representing an increase of 20.91% and also increase in opening finished goods from Rs. 2.79 million in FY. 2021-22 as compared to Rs. 38.49 million in FY 2022-23 representing an increase of 1279.59%.

**Employee benefits expense:**

Our company has incurred Rs. 924.43 million as employee benefit expenses during the financials year 2022-23 as compared to Rs. 690.90 million in the financial year 2021-22 representing an increase of 51.74%. Such increase was due to increase in salaries and wages from Rs.106.86 million in FY. 2021-22 as compared to Rs. 160.75 million in FY 2022-23 representing an increase of 50.43% and also increase in staff welfare expenses from Rs. 1.57 million in FY. 2021-22 as compared to Rs. 4.32 million in FY 2022-23 representing an increase of 174.58%.

**Finance costs:**

These costs were for the financial Year 2022-23 increased to Rs. 19.63 million as against Rs. 7.66 million during the financial year 2021-22, representing an increase of 151.97%. Such increase was due to increase in Interest paid to banks from Rs.1.57 million in FY. 2021-22 as compared to Rs. 3.52 million in FY 2022-23 representing an increase of 124.98% and also increase in Interest paid to others from Rs. 1.03 million in FY. 2021-22 as compared to Rs. 9.36 million in FY 2022-23 representing an increase of 805.40%.

**Depreciation and Amortization Expenses:**

Depreciation for the financial year 2022-23 stood at Rs. 20.12 million as against to Rs. 8.07 million in financial year 2021-22 representing an increase of 149.32%. Such increase is due to substantial addition in the Plant & Machinery and Vehicles in FY 2022-23.

**Other expense:**

Our company has incurred Rs. 128.97 million as other expenses during the financials year 2022-23 as compared to Rs. 86.13 million in the financial year 2021-22 representing an increase of 49.74%. Such increase was due to increase in (i) Rent, rates and Taxes from Rs. 11.13 million in FY. 2021-22 as compared to Rs. 20.90 million in FY. 2022-23 which amount to increase of 87.85%; (ii) Liquidated damages charges from Rs. 0.72 million in FY. 2021-22 as compared to Rs. 2.71 million in FY. 2022-23 which amount to increase of 274.45%; (iii) Travelling and conveyance from Rs. 27.46 million in FY. 2021-22 as compared to Rs. 34.38 million in FY. 2022-23 which amount to increase of 25.20%; (iv) Bad debts from Rs. 10.04 million in FY. 2021-22 as compared to Rs. 20.01 million in FY. 2022-23 which amount to increase of 99.24%; (v) Legal and professional from Rs. 14.46 million in FY. 2021-22 as compared to Rs. 18.10 million in FY. 2022-23 which amount to increase of 25.15%; (vi) Sales Commission from Rs. 0.72 million in FY. 2021-22 as compared to Rs. 10.28 million in FY. 2022-23 which amount to increase of 1321.74%.

**Restated Profit/ (Loss) before tax:**

Restated Profit before Tax for the financial year 2022-23 was Rs. 104.11 million as compared to Restated profit before tax of Rs. 138.5 million during the financial year 2021-22, on account of lower sales volume.

**Restated Profit/ (Loss) after tax:**

Restated Profit after Tax for the financial year 2022-23 was Rs. 80.73 million as compared to Restated profit after tax of Rs. 99.63 million during the financial year 2021-22, on account of lower sales volume.

**Other Comprehensive Income/ (Loss)**

Other Comprehensive Income/ (Loss) for the financial year 2022-23 was Rs.2.47 million as compared to Restated profit after tax of Rs. (1.35) Million during the financial year 2021-22.

**Total Comprehensive Income/ (Loss)**

Total Comprehensive Income/ (Loss) for the financial year 2022-23 was Rs. 83.20 million as compared to Restated profit after tax of Rs. 98.28 million during the financial year 2021-22.

**Financial Year 2022 Compared to Financial Year 2021 (Based on Restated Financial Statements)****Total Income:**

Total income for the financial year 2021-22 stood at Rs. 2018.77 million as compared to Rs. 1177.29 million in financial year 2020-21 representing an increase of 71.48%. Such increase was due to increase in the volume of business operations of the company.

**Revenue from Operations:**

During the financial year 2021-22, the revenue from operations of our company increased to Rs. 2004.27 million as against Rs. 1158.16 million in financial year 2020-21, representing an increase of 73.06%. Such increase was due to increase in revenue from O&G project development activities from Rs. 529.47 million in FY. 2020-21 as compared to Rs. 1186.45 million in FY 2021-22 representing an increase of 124.08%.

**Other Income:**

During the financial year 2021-22, the other income of our company decreased to Rs.14.5 million as against Rs. 19.13 million in financial year 2020-21, representing a decrease of 24.19%. The decrease in other income was due to decrease in Balance written back from 6.22 million in the FY. 2020-21 as compared to Nil in the FY. 2021-22 and decrease in liquidated damages charges from 2.47 million in the FY. 2020-21 as compared to Rs. Nil in the FY. 2021-22.

**Total Expenses:**

Total expenses for the financial year 2021-22 increased to Rs.1879.95 million as compared to Rs. 1141.10 million in financial year 2020-21 representing an increase of 64.71%. Such increase was due to increase in business operations of the company.

**Cost of Raw material consumed:**

The cost of raw material consumed for the financial year 2021-22 stood at 197.87 million against Rs.36.97 million in the Financial Year 2020-21 representing an increase of 435.22%. Such increase was due to increase in purchase of raw material from Rs. 35.86 million in FY. 2020-21 as compared to Rs. 197.87 million in FY 2021-22 representing an increase of 451.78%.

**Purchases of trading materials:**

Purchases of trading materials for the financial year 2022-23 stood at Rs. 593.67 million against Rs 359.71 million in financial year 2021-22 representing an increase of 65.04%. Such increase was due to increase in purchase of trading materials.

**Manufacturing Expenses**

Our Manufacturing Expenses for the financial year 2022-23 stood at Rs. 837.73 million against Rs 631.55 million in financial year 2021-22 representing an increase of 32.65%. %. Such increase was due to increase in Job work charges from Rs. 382.35 million in FY. 2020-21 as compared to Rs. 798.46 million in FY 2021-22 representing an increase of 108.83% and decrease in Consumption of stores, spare parts & tools from Rs. 203.86 million in FY. 2020-21 as compared to Rs. 0.00 million in FY 2021-22 representing a decrease of 100%.

**Change in inventories of finished goods, work in progress and stock in trade:**

The Change in inventories of finished goods, work in progress for financial year 2021-22 has been increased as compared to the financial year 2020-21 by 132.74%. Such increase was due to increase in opening finished goods from Rs. 2.79 million in FY. 2020-21 as compared to Rs. 38.49 million in FY 2021-22 representing an increase of 1279.59% and also increase in closing work in progress from Rs. 98.65 million in FY. 2020-21 as compared to Rs. 222.38 million in FY 2021-22 representing an increase of 125.43%.

**Employee benefits expense:**

Our company has incurred Rs. 113.48 million as employee benefit expenses during the financials year 2021-22 as compared to Rs. 118.81 million in the financial year 2020-21 representing a decrease of 4.48%. Such decrease was due to decrease in staff welfare expenses from Rs. 8.85 million in FY. 2020-21 as compared to Rs. 1.57 million in FY 2021-22 representing a decrease of 82.21%.

**Finance costs:**

These costs were for the financial Year 2021-22 increased to Rs. 7.66 million as against Rs. 4.38 million during the financial year 2020-21, representing an increase of 74.87%. Such increase was due to increase in Other Borrowings cost from Rs. 1.33 million in FY. 2020-21 as compared to Rs. 5.06 million in FY 2021-22 representing an increase of 281.38%.

**Depreciation and Amortization Expenses:**

Depreciation for the financial year 2021-22 stood at Rs. 8.07 million as against to Rs. 7.86 million in financial year 2020-21 representing an increase of 2.67%.

**Other expense:**

Our company has incurred Rs. 86.13 million as other expenses during the financials year 2021-22 as compared to Rs. 90.08 million in the financial year 2020-21 representing a decrease of 4.38%. Such decrease was due to decrease in (i) Repairs and Maintenance on others from Rs. 3.91 million in FY. 2020-21 as compared to Rs. 0.00 million in FY. 2021-22 which amount to decrease of 100%; (ii) Travelling and conveyance from Rs. 16.25 million in FY. 2020-21 16.25 million as compared to Rs. 27.46 million in FY. 2021-22 which amount to increase of 68.99%; (iv) Bad debts from Rs. 15.54 million in FY. 2020-21 as compared to Rs. 10.04 million in FY. 2021-22 which amount to decrease of 35.39%; (v) Legal and professional from Rs. 21.17 million in FY. 2021-22 as compared to Rs. 14.46 million in FY. 2021-22 which amount to decrease of 31.70%; (vi) Foreign Exchange Loss from Rs. 6.97 million in FY. 2020-21 as compared to Rs.0.00 million in FY. 2021-22 which amount to decrease of 100%; (vii) Freight and Delivery Charges from Rs. 2.43 million in FY. 2020-21 as compared to Rs. 1.84 million in FY. 2021-22 which amount to decrease of 24.33%.

**Restated Profit/ (Loss) before tax:**

Restated Profit before Tax for the financial year 2021-22 was Rs. 138.58 million as compared to Restated profit before tax of Rs. 35.64 million during the financial year 2020-21 majorly on account of increase in business volume.

**Restated Profit/ (Loss) after tax:**

Restated Profit after Tax for the financial year 2021-22 was Rs. 99.63 million as compared to Restated profit after tax of Rs. 27.42 million during the financial year 2020-21 majorly on account of increase in business volume.

**Other Comprehensive Income/ (Loss)**

Other Comprehensive Income/ (Loss) for the financial year 2021-22 was Rs. (1.35) million as compared to Restated profit after tax of Rs. (0.02) million during the financial year 2020-21.

**Total Comprehensive Income/ (Loss)**

Total Comprehensive Income/ (Loss) for the financial year 2021-22 was Rs. 98.28 million as compared to Restated profit after tax of Rs. 27.4 million during the financial year 2020-21.

**Information required as per Item (II) (C) (iv) of Part A of Schedule VI to the SEBI Regulations:**

**An analysis of reasons for the changes in significant items of income and expenditure is given hereunder:**

**1. Unusual or infrequent events or transactions**

There has not been any unusual trend on account of our business activity. Except as disclosed in this Draft Red Herring Prospectus, there are no unusual or infrequent events or transactions in our Company.

**2. Significant economic changes that materially affected or are likely to affect income from continuing operations.**

There are no significant economic changes that may materially affect or likely to affect income from continuing operations.

**3. Known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations.**

Apart from the risks as disclosed under Section “**Risk Factors**” beginning on page 26 of the Draft Red Herring Prospectus, in our opinion there are no other known trends or uncertainties that have had or are expected to have a material adverse impact on revenue or income from continuing operations.

**4. Future changes in relationship between costs and revenues**

Other than as described in the sections “**Risk Factors**”, “**Our Business**” and “**Management’s Discussion and Analysis of Financial Condition and Results of Operations**” on pages 26, 113 and 227 respectively, to our knowledge, no future relationship between expenditure and income is expected to have a material adverse impact on our operations and finances.

**5. Total turnover of each major industry segment in which our Company operates**

Our business activity primarily falls under two segments, i.e. is manufacturing of gas turbine & defence aircrafts engine components and Project development activities in Oil & Gas segment, for segment-wise revenue breakup, please refer “**Restated Financial Statements**” on page 170.

**6. Status of any publicly announced New Products or Business Segment**

Except as disclosed in the Chapter “**Our Business**” on page 113, our Company has not announced any new product or service.

**7. Seasonality of business**

Our business is not subject to seasonality. For further information, see “**Industry Overview**” and “**Our Business**” on pages 92 and 113, respectively.

**8. Dependence on single or few customers**

Our top five customers (overall basis) contributed to 74.99%, 69.89% and 80.26%, of our revenue from operations for the seven months period ended October 31, 2023, Fiscal 2023 and Fiscal 2022 respectively. For further information, see “**Risk Factors**” on Page 26 of this Draft Red Herring Prospectus.

**9. Competitive conditions**

Competitive conditions are as described under the Chapters “**Industry Overview**” and “**Our Business**” beginning on pages 92 and 113 respectively of this Draft Red Herring Prospectus.

**10. Details of material developments after the date of last balance sheet i.e. October 31, 2023.**

After the date of last Balance sheet i.e. October 31, 2023, the following material events have occurred after the last audited period:

1. Our Company has increased authorised share capital upto Rs. 25,00,00,000/- by resolution passed in Extra Ordinary General Meeting dated November 1, 2023.
2. Our company has allotted Bonus Shares to the existing shareholders of the company in the ratio of 7:1 i.e.7 bonus share to every 1 share held by shareholders on November 06, 2023.
3. We have passed the Board Resolution in the meeting of Board of Directors dated December 08, 2023 authorizing the Board of Director to raise funds by making an Initial public offering.
4. We have passed the Special resolution in the Extra Ordinary General Meeting of Members held on December 11, 2023, authorizing the Board of Director to raise funds by making an Initial public offering.



**CAPITALISATION STATEMENT**

**(INR in Million)**

<b>Particulars</b>	<b>Pre Issue</b>	<b>Post Issue</b>
<b>Borrowings</b>		
Short term debt (A)	279.20	279.20
Long term debt (B)	80.80	80.80
<b>Total debts (C)</b>	<b>360.00</b>	<b>360.00</b>
<b>Shareholders' Funds</b>		
Equity Share Capital	168.00	*
Other Equity	570.65	*
<b>Total Shareholders' Funds</b>	<b>738.65</b>	*
<b>Long term Debt / shareholders' fund</b>	0.11	*
<b>Total Debt / shareholders' fund</b>	0.49	*

(\*) The corresponding post issue figures are not determinable at this stage pending the completion of public issue and hence have not been furnished

## SECTION VII – LEGAL AND OTHER INFORMATION

### OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated in this section, there are no: (i) criminal proceedings; (ii) actions by statutory or regulatory authorities; (iii) claims relating to direct and indirect taxes; (iv) disciplinary actions including penalties imposed by SEBI or stock exchanges against the Promoters in the last five financial years, including outstanding action; or (v) Material Litigation (as defined below); involving our Company, Directors and Promoters.

Our Board, in its meeting held on December 08, 2023 determined that outstanding legal proceedings involving the Company, Directors, Subsidiary and Promoters will be considered as material litigation (“Material Litigation”) if the aggregate amount involved in such individual litigation exceeds 5% of consolidated profit after tax of the Company or 2% of the consolidated networth of the Company, whichever is lower, for the year as per the last full year restated consolidated financial statements of the Company or such litigations outcome could have a material impact on the business, operations, prospects or reputations of the Company.

The Company has a policy for identification of Material Outstanding Dues to Creditors in terms of the SEBI (ICDR) Regulations, 2018 as amended for creditors where outstanding due to any one of them exceeds 5.00% of the Company’s trade payables as per the last restated financial statements.

#### A. LITIGATION INVOLVING THE COMPANY

##### (a) Criminal proceedings against the Company

- i. A case has been filed by Mr. Kaushikbhai Chaudhary, partner of M/S Chaudhary Designers & Fabricators (“**Complainant**”) bearing Criminal Complaint No. 75413 of 2021 against Abhishek Mittal and Abhishek Singh, authorized representatives of our Company (“**Accused**”) under section 138 of Negotiable Instrument Act, 1881 for recovery of Rs. 5,22,144/-. The Accused had issued a cheque towards the payment of goods purchased from Complainant. On depositing the cheque, it was dishonored and returned with a remark ‘payment stopped by the drawer’, therefore this case has been filed by the Complainant. The same is pending adjudication before the Metropolitan Negotiable Instrument Court. The next date of the hearing is on March 12, 2024.
- ii. A criminal case has been registered before the CJM Div. Begusarai, Bihar bearing Criminal Complaint Number (O)/104/2023 dated June 21, 2023 by the Labour Enforcement Office against our Company under section 24 of The Contract Labour Act (Reg. & Abolition), 1970. The matter is currently pending for report. As on the date of this Draft Red Herring Prospectus, our Company has not received summons or any other document in relation to this matter. The next date of the hearing is on March 08, 2024, and the disclosure included herein is based on the information available on the E-courts services website.
- iii. A criminal case has been registered before the CJM Div. Begusarai, Bihar bearing number Criminal Complaint (O)/35/2023 dated March 10, 2023 by the Labour Enforcement Office against our Company under section 24 of The Contract Labour Act (Reg. & Abolition), 1970. The matter is currently pending for hearing. As of the date of this Draft Red Herring Prospectus, our Company has not received summons or any other document in relation to this matter. The next date of hearing is on March 13, 2024, and the disclosure included herein is based on the information available on the E-courts services website.

##### (b) Criminal proceedings filed by the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding Criminal Proceedings filed by the Company.

##### (c) Actions by statutory and regulatory authorities against the Company

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against the Company.

##### (d) Tax Proceedings

Nature of Proceedings	Number of cases	Amount involved (₹ in million)
Direct Tax		

Income Tax	8	150.76
TDS	3	1.99
<b>Indirect Tax</b>		
GST Demand cases	4	12.10
GST Refund case	1	72.39
<b>Total</b>	<b>16</b>	<b>237.24</b>

**(e) Other pending material litigations against the Company**

As on the date of this Draft Red Herring Prospectus, there are no pending material litigations initiated against the Company.

**(f) Other pending material litigations filed by the Company**

As on the date of this Draft Red Herring Prospectus, there are no pending material litigations filed by the Company.

**B. LITIGATIONS INVOLVING THE DIRECTORS OF THE COMPANY**

**(a) Criminal proceedings against the Directors of the Company**

- i. A criminal complaint, numbered 337 of 2012, was filed by Sri Devi Karumariamman Construction (“**Petitioner**”) against Amit Mittal, Director of Corrttech International Ltd.(“**CIL**”) and others, (“**Respondents**”) in the Special Mobile Judicial First Magistrate Court, at Kakinada, Andhra Pradesh under Section 200 of Code of Criminal Procedure, 1973 read with Sections 420, 120B, 34 and 406 of Indian Penal Code, 1860 . The complaint alleged cheating and breach of trust with malicious intent concerning sub-leased work order payment. The complainant alleged that it has invested Rs. 9 crores in the sub-lease contract and has received only Rs. 4 crores from Corrttech International Limited. Subsequently, a Criminal petition, was filed by Amit Mittal and others before the Hon’ble High Court of Hyderabad at Andhra Pradesh (“**Hon’ble High Court**”), seeking the anticipatory bail and quash of FIR registered against them in this matter. The Hon'ble High Court, through an order dated 21.03.2013, granted a stay on all proceedings, including arrest. Subsequently, an application (No. 10496 of 2022) was submitted before the Hon’ble High Court to extend the stay order. Consequently, the stay order for all further proceedings was granted vide order dated 02.02.2023. However, the application (No. 10496 of 2022) is pending adjudication before the Hon’ble High Court.
- ii. A criminal case has been filed by Bharat Bhai Madhavlal Patel represented by the State of Gujarat (“**Petitioner**”) against our Director Sandeep Indrasen Mittal and others (“**Respondent**”) being case number Criminal Complaint 445 of 2020 before Ld. Taluka Court, Sanand. The case has been filed under sections 403, 406 and 420 of Indian Penal Code alleging breach of trust and cheating. The complainant demanded Rs. 4,57,15,000/-, claiming it as the amount for machinery installed in the factory premises. The matter is currently pending adjudication and the next date of hearing is on February 21, 2024.
- iii. A Criminal Complaint dated October 28, 2022, Case No. 4541 of 2022, was filed before Ld. District Court Nainital against our director, Mr. Sandeep Mittal and other, in connection with the tragic incident on May 4, 2022,. It was alleged that the unfortunate death of 13 years old Manoj Kashyap was a result of negligence in the improper installation of gas iron pipes at site area of Rampur, Haldwani, Nainital. The assignment of this pipeline work was entrusted to our Company. An FIR dated May 24, 2022 has been lodged against our Director, Sandeep Mittal and Mr. Prashant Mittal by the deceased’s father, Mr. Umesh Kashyap. The subject matter is currently pending adjudication before Hon’ble District court, Nainital, with the next date of hearing on March 21, 2024.
- iv. Corrttech International Limited (“**CIL**”) and Director i.e. Amit Mittal("Assessee") has received notices dated February 17, 2023 and April 19, 2023 from the Commissioner of Income Tax (TDS), Ahmedabad, for the assessment years 2021-22 and 2022-23. These notices pertain to a delay in TDS deposits totaling Rs. 11,40,22,426. The Assessee responded with letters dated April 17, 2023, May 29, 2023, June 02, 2023, and June 13, 2023, requesting the officers to drop the prosecution proceedings, providing reasons for the request. Subsequently, the Assessee received summons dated January 8, 2024, under charges of sections 276B and 278B of the Income Tax Act. Consequently, Criminal case 44 of 2024 has been initiated against the Assessee, with the first hearing scheduled for February 28, 2024.

**(b) Criminal proceedings filed by the Directors of the Company**

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings filed by the Directors of the Company.

**(c) Actions by statutory and regulatory authorities against the Directors of the Company**

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against the Directors.

**(d) Tax Proceedings**

Nil

**(e) Other pending material litigations against the Directors of the Company**

- i. A company application being Company Petition No 10 of 2023, was filed by Mr. Jitesh Sanmukhlal Shah (“**Petitioner**”) against Corrtch International Limited, Amit Indrasen Mittal, Sandeep Indrasen Mittal and others (“**Respondents**”) before NCLT, Ahmedabad. The Petitioner raised various claims, including the assertion that the Respondents failed to conduct the Extraordinary General Meeting (EGM) and Board Meeting in accordance with statutory rules and regulations. Additionally, the Petitioner contended that the debentures allotted by the Respondents on different dates were not issued in compliance with legal requirements. The Respondents have submitted a written statement refuting all allegations made by the Petitioner. The subject matter is pending adjudication before NCLT and the next date of hearing is April 18, 2024.
- ii. A Revision Petition has been filed by Punjab National Bank (“**Petitioner**”) against our Director and Others (“**Respondents**”) being Revision Petition No. 2546 of 2017 before the National Consumer Disputes Redressal Commission, New Delhi and the next date of hearing is scheduled for May 13, 2024. The Directors do not possess documents in respect of this case, thus the disclosure included herein is based on the information available on the E-courts services website.

**(f) Other pending material litigations filed by the Directors of the Company**

As on the date of this Draft Red Herring Prospectus, there are no such outstanding litigations initiated filed by the Directors, which have been considered material by the Company in accordance with the Materiality Policy.

**C. LITIGATIONS INVOLVING THE PROMOTERS OF THE COMPANY**

**(a) Criminal proceedings against the Promoters of the Company**

Please refer to the above section i.e. ‘Criminal Proceedings against the Directors of the Company’ for cases related to individual Promoters. Criminal cases involving corporate promoters have been incorporated in this section

- i. A complaint case, bearing Complaint (O) No. 87 of 2021, was filed by the Labour Enforcement Officer before the Ld. Chief Judicial Magistrate Court in Begusarai, Bihar (“**Complainant**”) against our Promoter Company i.e. Corrtch International Limited (“**Accused**”). The Complaint alleges that the Accused violated various provisions of the Minimum Wages Act, resulting in the issuance of a show-cause notice. The case is currently pending adjudication, and the next date of the hearing is scheduled for March 06, 2024.
- ii. A case was initiated by the Central Bureau of Investigation, Anti-Corruption Branch, Chennai (“**Petitioner**”) as RC 032 2021 A000, subsequently numbered as CC No. 7 of 2022 before the XIV Additional Special Judge for CBI Cases in Chennai (“**Ld. CBI Court**”). The allegations in this case involve offenses under Section 120-B of the Indian Penal Code, including various violations of the Prevention of Corruption Act, specifically against our Promoter Company i.e. Corrtch International Limited (“**CIL**”), and others (“**Respondents**”). In response to these charges, our company, feeling aggrieved, took legal action and filed Criminal Original Petition No. 14104 of 2022 in the High Court of Judicature at Madras (“**Hon’ble High Court**”). The primary objective of this petition was to seek the quashing of proceedings in C.C. No. 7 of 2020 filed before the Ld. CBI Court. However, the Hon’ble High Court, in its order dated 11.11.2022, dismissed our petition and remanded the subject matter back to the Ld. CBI Court in Chennai, instructing it to proceed further with the case. Consequently, the subject matter is currently pending adjudication before the Ld. CBI Court in Chennai. The next hearing in the matter is scheduled for March 12, 2024. Further, on 22.12.2023, CIL has filed a discharge petition in the additional special court for CBI Cases, Chennai in respect of this matter, which is pending for adjudication.
- iii. Corrtch International Limited (“**CIL**”) and Director i.e. Amit Mittal (“**Assessee**”) have received notices dated February 17, 2023 and April 19, 2023 from the Commissioner of Income Tax (TDS), Ahmedabad, for the assessment years 2021-22 and 2022-23. These notices pertain to a delay in TDS deposits totaling Rs. 11,40,22,426. The Assessee responded with letters dated April 17, 2023, May 29, 2023, June 02, 2023, and June 13, 2023, requesting the officers to drop the prosecution proceedings, providing reasons for the

request. Subsequently, the Assessee received summons dated January 8, 2024, under charges of sections 276B and 278B of the Income Tax Act. Consequently, Criminal case 44 of 2024 has been initiated against the Assessee, with the first hearing scheduled for February 28, 2024.

**(b) Criminal proceedings filed by the Promoters of the Company**

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings filed by our Promoters of the Company.

**(c) Actions by statutory and regulatory authorities against the Promoters of the Company**

As on the date of this Draft Red Herring Prospectus, there are no outstanding actions by statutory or regulatory authorities initiated against our Promoters of the Company.

**(d) Tax Proceedings**

Tax Liability	Number of cases	Amount Involved (₹ in million)
<b>Direct Tax</b>		
<b>Income Tax</b>	6	48.21
<b>TDS</b>	9	22.57
<b>Indirect Tax</b>		
<b>GST</b>	5	45.38
<b>Total</b>	<b>20</b>	<b>116.16</b>

**(e) Other pending material litigations against the Promoters of the Company**

- i. Iqbal Abdul Rashid Bardi (“**Plaintiff**”) filed a Civil Suit (R.C.S No. 304 of 2019) against our Promoter Company i.e. CIL (“**Defendant**”) before the Ld. Civil Court in Bhiwandi. The Plaintiff alleges that the Defendant, involved in the pipeline laying business, unlawfully encroached upon the subject property and commenced work without providing prior notice. The Petitioner is seeking a permanent stay on the Defendant's ongoing activities. The case is pending adjudication before Hon’ble Civil Court, Bhiwandi, and the next hearing is on April 15, 2024
- ii. Bengal Mills Store Supply Company (“Petitioner”) had filed a suit bearing no Suit No. 2473 of 2004 against Jay Somnath Iron Works (“JSIW”), Mertex U.K. Limited (“Mertex”) and our Promoter Company i.e. CIL (together the “Respondents”) before the High Court of Bombay at Mumbai (“Hon’ble High Court”) seeking specific performance of the purchase order entered by Respondents. The Petitioner alleges that JSIW and CIL entered into a contract with the Petitioner for purchase of seamless pipes of superior quality for transportation of gas for the project of Gujarat State Petronet Limited. Thus, the Petitioner entered into contract with Mertex to purchase the said pipes and further supply those to JSIW and CIL. The Petitioner allege that Mertex made representations that the said pipes would have been exclusively sold through the Petitioner to CIL and JSIW and they would never directly deal with any other Indian party. The Petitioner further alleges that they placed buy orders from Mertex on account of the purchase order received from JSIW and our Company, however JSIW and CIL directly placed purchase orders from Mertex for the said pipes. The Petitioner has therefore prayed for (i) performance of obligations under purchase orders by CIL and JSIW; (ii) Mertex to supply all materials including suit consignment to our Company and JSIW exclusively through the Petitioner; (iii) restriction on our Company and JSIW from importing suit consignment directly from Mertex and (iv) in the event of non-fulfilment of purchase orders by Respondents, then each of them shall be jointly and severally liable to pay damages amounting to ₹3 Crore along with interest of 18% per annum from date of filing of petition till date of payment to the Petitioner. The petition is currently pending before the Hon’ble High Court.
- iii. A company application being Company Petition No 10 of 2023, was filed by Mr. Jitesh Sanmukhlal Shah (“**Petitioner**”) against Corrttech International Limited, Amit Indrasen Mittal, Sandeep Indrasen Mittal and others (“**Respondents**”) before NCLT, Ahmedabad. The Petitioner raised various claims, including the assertion that the Respondents failed to conduct the Extraordinary General Meeting (EGM) and Board Meeting in accordance with statutory rules and regulations. Additionally, the Petitioner contended that the debentures allotted by the Respondents on different dates were not issued in compliance with legal requirements. The Respondents have submitted a written statement refuting all allegations made by the Petitioner. The subject matter is pending adjudication before NCLT and the next date of hearing is April 18, 2024.
- iv. An application was filed by Harvinder Singh Bakshi of Knock Proinftratech Private Limited (“**Petitioner**”) against our Promoter Company i.e. **Corrttech International Limited**(“**CIL**”) before Micro and Small Enterprises Facilitation Council, NCR (“**MSEFC**”)

being Application No. UDYAM-DL-06-0042172/M/00001. The case is pertaining to payment of ₹ 95,64,721 of goods purchased by CIL through the petitioner. In response of which, CIL has filed a reply stating that the invoice was of ₹ 49,58,065 which was paid by CIL on January 24, 2019. The MSEFC on November 4, 2022 has directed the Petitioner to take the case to the Delhi International Arbitration Center for initiating proceedings as per the Arbitration and Conciliation Act, 1996. As on date, the Promoter Company has not received any further notice from the Petitioners or DIAC.

- v. Harji Engineering Works Private Limited (the “Applicant”) submitted an application No. UDYAM-DL-08-0002516/S/00014 dated June 16, 2022 to the Micro and Small Enterprises Facilitation Council (“MSEFC”) against our Promoter company Corrttech International Limited (“CIL”), invoking Section 18(1) of the Micro, Small and Medium Enterprises Development Act, 2006, related to Delayed Payment to MSEs. The claim asserted an outstanding amount of ₹ 76,078,383 for goods supplied to CIL as per the generated invoice. Notices were received from the office of the chairman of MSME Samadhan on June 16, 2022, and October 28, 2022, urging our participation in the mediation bench. Our company responded to both notifications on February 3, 2022, and March 17, 2023, respectively, refuting all baseless allegations. Despite our response, the matter is presently awaiting adjudication before the MSEFC.

#### **(f) Other pending material litigations filed by the Promoters of the Company**

- i. Our Promoter Company i.e. Corrttech International Limited Initiated Arbitration Proceedings against Sri Devi Karumariamman Constructions (“**Respondent**”) to claim Rs. 37,72,82,991 along with interest at 18% p.a. for free-issue material, handling charges, penalty, another amount of Rs. 2,38,82,807 was claimed as per the debit note with an 18% interest rate and Rs. 9,16,671 along with interest at 18% p.a. for getting the work completed through third party. Despite the Respondent agreeing to handle the pipeline project as per tender documents and agreed rates, no work was done on-site, causing significant issues for our Promoter Company. An Arbitration Petition (No. 99 of 2013) was filed before the Hon’ble High Court of Gujarat, leading to the appointment of a sole arbitrator. The arbitrator ruled in favor of our Promoter Company, directing the Respondent to pay Rs. 17,70,33,456/- along with 9% per annum interest. However, the Respondent challenged the order before the Hon’ble High Court of Madras under Section 34 of the Arbitration and Conciliation Act, 1996. The Promoter Company is not in receipt of any service by the Respondent of the case filed in Madras High Court.
- ii. Our Promoter Company i.e. Corrttech International Limited, filed an application being IA (IBC) No. 347 of 2023 before the Hon’ble NCLT, Mumbai against EPC Construction Pvt Ltd., the Corporate Debtor and IDBI Bank. The Corporate Debtor failed to settle the final bill despite completing the project awarded by the Indian Oil Corporation for the SMPL Project Pipeline construction. Various contractors were appointed by the Corporate Debtor, and a sub-agreement was made with our Promoter Company. To secure the deal, our Promoter Company provided a bank guarantee amounting to Rs. 1,35,07,063/- through IDBI Bank. When the Corporate Debtor entered the Corporate Insolvency Resolution Process (CIRP) on 20.04.2018, our Promoter Company took legal action. The application was filed in Company Petition (IB) No. 1832 of 2017 to seek directions for releasing the Performance Bank Guarantee. The matter is currently pending adjudication before Hon’ble NCLT, Mumbai, and the next date of hearing is on February 22, 2024.
- iii. Our Promoter Company i.e. CIL filed an application dated December 20, 2022, before the Hon’ble High Court of Gujarat (“**Hon’ble Court**”) against the Commissioner of Transport and others (“**Respondents**”). The application seeks directions to issue a writ of mandamus or direction to the Respondent to pay the refund of tax regarding pipe layers with interest at the rate of 9% per annum. It was alleged that the Respondents had levied tax illegally on crawler cranes, as similar cranes are not included in the definition of a motor vehicle, and hence no tax can be recovered. The subject matter is pending adjudication as the matter is not allocated in court and hence the case number has not been assigned.

#### **D. LITIGATIONS INVOLVING OUR SUBSIDIARY**

##### **a) Criminal proceedings against our Subsidiary**

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings against our Subsidiary.

##### **b) Criminal proceedings filed by our Subsidiary**

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings filed by our Subsidiary.

##### **c) Actions by statutory and regulatory authorities against our Subsidiary**

As on the date of this Draft Red Herring Prospectus, there are no actions taken by statutory and regulatory authorities against our Subsidiary.

**d) Tax Proceedings**

<b>Tax Liability</b>	<b>Number of cases</b>	<b>Amount Involved (₹ in million)</b>
<b>Direct Tax</b>		
<b>Income Tax</b>	1	1.05
<b>TDS</b>	1	0.02
<b>Indirect Tax</b>	Nil	Nil
<b>Total</b>	<b>2</b>	<b>1.07</b>

**e) Other pending material litigations against our Subsidiary**

- i. A Motor and Accident Claim Petition has been filed by Kokilaben (“**Petitioner**”) against our Subsidiary being MAC Petition No. 278 of 2021. The case has been filed under section 140 and 166 of Motor Vehicle Act, 1988. The matter is currently pending for hearing. As of the date of this Draft Red Herring Prospectus, our Company has not received summons or any other document in relation to this matter. The next date of hearing is on March 16, 2024, and the disclosure included herein is based on the information available on the E-courts services website.
- ii. A Motor and Accident Claim Petition has been filed by Kokilaben Kanubhai Vaghela (“**Petitioner**”) against our Subsidiary being MAC Petition No. 295 of 2021. The case has been filed under section 166 of Motor Vehicle Act, 1988. The matter is currently pending for hearing. As of the date of this Draft Red Herring Prospectus, our Company has not received summons or any other document in relation to this matter. The next date of hearing is on March 16, 2024, and the disclosure included herein is based on the information available on the E-courts services website.

**f) Other pending material litigations filed by our Subsidiary**

As on the date of this Draft Red Herring Prospectus, there are no material litigations filed by our Subsidiary.

**E. LITIGATIONS INVOLVING THE GROUP COMPANIES WHICH CAN HAVE A MATERIAL IMPACT ON OUR COMPANY**

As on the date of this Draft Red Herring Prospectus, our Group Companies does not have any pending litigation which can have a material impact on our Company.

**F. AMOUNTS OWED TO SMALL SCALE UNDERTAKINGS AND OTHER CREDITORS:=-**

The Board of Directors of our Company considers dues exceeding 5% of our Company’s total Trade payables as per Restated financial statements, to small scale undertakings and other creditors as material dues for our Company. Our Board of Directors considers dues owed by our Company to the creditors exceeding 5% of the Company’s trade payables as per the last restated financial statements as material dues for the Company.

The trade payables for the seven months period ended on October 31, 2023 were ₹ 383.97 Mn. Accordingly, a creditor has been considered ‘material’ if the amount due to such creditor exceeds ₹ 19.20 Mn. This materiality threshold has been approved by our Board of Directors pursuant to the resolution passed on December 08, 2023. As on October 31, 2023, there are 6 creditors to each of whom our Company owes amounts exceeding 5% of our Company’s Trade Payables and the aggregate outstanding dues to them being approximately ₹ 185.23 Mn. The details pertaining to amounts due towards material creditors are available on the website of our Company. Further, our Company has 41 creditors which are registered under the Micro, Small and Medium Enterprises Development Act, 2006, against whom there’s due amount of Rs. 26.99 Mn.

As on October 31, 2023, our Company owes amounts aggregating to ₹ 383.97 Mn approximately towards 444 trade creditors. There are no disputes with such entities in relation to payments to be made to them.

**G. MATERIAL DEVELOPMENTS OCCURRING AFTER LAST BALANCE SHEET DATE:**

Except as disclosed in Chapter titled “*Management’s Discussion & Analysis of Financial Conditions & Results of Operations*” beginning on page 227 of this Red Herring Prospectus, there have been no material developments that have occurred after the Last Balance Sheet date.

## GOVERNMENT AND OTHER STATUTORY APPROVALS

*Our Company has received the necessary licenses, permissions and approvals from the Central and State Governments and other government agencies/regulatory authorities/certification bodies required to undertake the issue or continue our business activities and except as mentioned below, no further approvals are required for carrying on our present or proposed business activities.*

*In view of the approvals listed below, we can undertake this issue and our current business activities and no further major approvals from any governmental or regulatory authority or any other entity are required to be undertaken in respect of the issue or to continue our business activities. It must be distinctly understood that, in granting these approvals, the Government of India does not take any responsibility for our financial soundness or for the correctness of any of the statements made or opinions expressed in this behalf. Unless otherwise stated, these approvals are all valid as of the date of this Draft Red Herring Prospectus.*

*The main objects clause of the Memorandum of Association of our Company and the objects incidental, enable our Company to carry out its activities.*

*The Company has got following licenses/registrations/approvals/consents/permissions from the Government and various other Government agencies required for its present business.*

### I. APPROVALS FOR THE ISSUE

The following approvals have been obtained or will be obtained in connection with the Issue

#### **Corporate Approvals:**

- a. Our Board, pursuant to its resolution dated December 08, 2023 authorized the Issue subject to approval of the shareholders of our Company under Section 62(1)(c) of the Companies Act, 2013 and such other authorities as may be necessary;
- b. The shareholders of our Company have, pursuant to their resolution passed at the extra ordinary general meeting of our Company held on December 11, 2023 under Section 62(1)(c) of the Companies Act, 2013, authorized the Issue;
- c. Our Board approved this Draft Red Herring Prospectus pursuant to its resolution dated February 15, 2024.

#### **Approval from the Stock Exchange:**

- d. In-principle approval dated [●] from the NSE for using the name of the Exchange in the issue documents for listing of the Equity Shares issued by our Company pursuant to the issue

#### **Agreements with NSDL and CDSL:**

- e. The company has entered into an agreement dated December 22, 2023 with the Central Depository Services (India) Limited (“CDSL”) and the Registrar and Transfer Agent, who in this case is Link Intime India Private Limited for the dematerialization of its shares.
- f. Similarly, the Company has also entered into an agreement dated July 03, 2019 with the National Securities Depository Limited (“NSDL”) and the Registrar and Transfer Agent, who in this case is Link Intime India Private Limited for the dematerialization of its shares.
- g. The Company’s International Securities Identification Number (“ISIN”) is INE09EQ01018.



## II. INCORPORATION RELATED APPROVALS

Sr No.	Nature of Registration/ License	No.	Applicable Laws	Issuing Authority	Date of Issue	Date of Expiry
1.	Certificate of Incorporated as IEC International Limited	U29230GJ2000PLC37925	Companies Act, 1956	Registrar of Companies, Gujarat, Dadra and Nagar Havelli	May 02, 2000	Valid until cancelled
2.	Certificate of Commencement of Business	U29230GJ2000PLC37925	Companies Act, 1956	Registrar of Companies, Gujarat, Dadra and Nagar Havelli	August 13, 2001	Valid until cancelled
3.	Certificate of Incorporation upon Name of company changed from IEC International Limited to MJB India Gas Turbine Services Limited	U29230GJ2000PLC37925	Companies Act, 1956	Registrar of Companies, Gujarat, Dadra and Nagar Havelli	June 06, 2002	Valid until cancelled
4.	Certificate of Incorporation upon Name of company changed from MJB India Gas Turbine Services Limited to Corrtch Energy Limited	U52330GJ2000PLC037925	Companies Act, 1956	Registrar of Companies, Gujarat, Dadra and Nagar Havelli	May 14, 2009	Valid until cancelled

## III. TAX RELATED APPROVALS

Sr No.	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
1.	Permanent Account Number (PAN)	Income Tax Act, 1961	Income Tax Department, Government of India	AAACI8838F	May 02, 2000	Valid until cancelled
2.	Tax Deduction Account Number (TAN)	Income Tax Act, 1961	Income Tax Department, Government of India	AHMI00225B	September 30, 2009	Valid until cancelled
3.	Certificate of Registration of Goods and Services Tax (Gujarat)	Centre Goods and Services Tax Act, 2017	Government of India, Government of Gujarat	24AAACI8838F1ZK	February 01, 2018	Valid until cancelled

4.	Certificate of Registration of Goods and Services Tax (Andhra Pradesh)	Centre Goods and Services Tax Act, 2017	Government of India, Government of Andhra Pradesh)	37AAACI8838F1ZD	December 08, 2022	Valid until cancelled
5.	Certificate of Registration of Goods and Services Tax (Assam)	Centre Goods and Services Tax Act, 2017	Government of India	18AAACI8838F1ZD	January 05, 2023	Valid until cancelled
6.	Certificate of Registration of Goods and Services Tax (Bihar)	Centre Goods and Services Tax Act, 2017	Government of India	10AAACI8838F1ZT	March 19, 2020	Valid until cancelled
7.	Certificate of Registration of Goods and Services Tax (Haryana )	Centre Goods and Services Tax Act, 2017	Government of India	06AAACI8838F1ZI	May 21, 2020	Valid until cancelled
8.	Certificate of Registration of Goods and Services Tax (Jharkhand)	Centre Goods and Services Tax Act, 2017	Government of India	20AAACI8838F1ZS	May 17, 2022	Valid until cancelled
9.	Certificate of Registration of Goods and Services Tax (Karnataka)	Centre Goods and Services Tax Act, 2017	Government of India, Government of Karnataka	29AAACI8838F1ZA	March 16, 2020	Valid until cancelled
10.	Certificate of Registration of Goods and Services Tax (Kerala)	Centre Goods and Services Tax Act, 2017	Government of India, Government of Kerala	32AAACI8838F1ZN	December 07, 2020	Valid until cancelled
11.	Certificate of Registration of Goods and Services Tax (Maharashtra)	Centre Goods and Services Tax Act, 2017	Government of India	27AAACI8838F1ZE	July 19, 2018	Valid until cancelled
12.	Certificate of Registration of Goods and Services Tax (Orrisa)	Centre Goods and Services Tax Act, 2017	Government of India	21AAACI8838F1ZQ	May 06, 2021	Valid until cancelled
13.	Certificate of Registration of Goods and Services Tax (Rajasthan)	Centre Goods and Services Tax Act, 2017	Government of India, Government of Rajasthan	08AAACI8838F1ZE	August 14, 2020	Valid until cancelled
14.	Certificate of Registration of Goods and	Centre Goods and Services Tax Act, 2017	Government of Tamil Nadu	33AAACI8838F1ZL	May 08, 2019	Valid until cancelled

	Services Tax (Tamil Nadu )					
15.	Certificate of Registration of Goods and Services Tax (Uttarakhand)	Centre Goods and Services Tax Act, 2017	Government of India	05AAACI8838F1ZK	December 19, 2020	Valid until cancelled
16.	Certificate of Registration of Goods and Services Tax (Uttar Pradesh)	Centre Goods and Services Tax Act, 2017	Government of India	09AAACI8838F1ZC	November 11, 2020	Valid until cancelled
17.	Certificate of Registration of Goods and Services Tax (West Bengal)	Centre Goods and Services Tax Act, 2017	Government of India	19AAACI8838F1ZB	August 07, 2023	Valid until cancelled
18.	Professional Tax Registration Certificate	Gujarat State Tax on Professions, Trades, Callings and Employment Act 1976	Professional Tax Officer, Ahmedabad	07/02/042/011	July 28, 2009	Valid until cancelled

#### **IV. BUSINESS OPERATION RELATED APPROVALS**

<b>Sr No</b>	<b>Description</b>	<b>Applicable Laws</b>	<b>Issuing Authority</b>	<b>Registration Number</b>	<b>Date of Issue</b>	<b>Date of Expiry</b>
1.	Udyam Registration Certificate	MSME Development Act, 2006	Ministry of Micro Small & Medium Enterprises, Government of India	UDYAM-GJ-01-0019530	October 12, 2020	Valid until cancelled
2.	Certificate of Importer-Exporter Code (IEC)	Foreign Trade (Development and Regulation) Act, 1992	Ministry of Commerce & Industry, Office of the Joint Director General of Foreign Trade, Ahmedabad, Gujarat	0803006659	September 16, 2003	Valid until cancelled
3.	Factory License Shed No 7, Survey No 407, SP-03, Ahmedabad Industrial Estate, Sarkhej Bavla, Highway, Changodar, Ahmedabad, Gujarat- 382213	Factories Act, 1948	Deputy Director of Industrial Safety and Health, Ahmedabad	138/29120/2008	October 10, 2020	December 31, 2028
4.	Registration Certificate under Shops & Establishments Act (Registered Office)	The Gujarat Shops and Establishments (Regulation of Employment and	Shop Inspector	PII/EL/03/000094	December 11, 2003	Valid until cancelled

Sr No	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
		Conditions of Service) Act, 2019				
5.	IOCL Chittoor, LPG Bottling Plant, Puthalapattu Mondal, Survey No. 474/7, Erracheruvupalli Village, Chittoor, Andhra Pradesh - 517124 Supply Fabrication Errection Testing & Commissioning , of Fire protection System and Mechanical -Piping , Vessels, & Machinery civil works	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996	Assistant Labour Commissioner (ALC), Hyderabad	BOCW/ALC HYDRABAD 1/2023/74313 /R-20	June 26, 2023	Till the date of completion of project
6.	Karwar Naval Base, Corrtch Energy Limited C/o-Smt Tendulkar Jayashre, Near Gurumath Sankriwada Karwar, Uttar Kannada-Karwar, Uttar Kannada, Karnataka – 581303 Laying of 16 OD 10 KM approx LSHF HSD Pipe line from Baithalkol marketing Terminal to Karwar Naval base and CSW works at Baithalkol marketing	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Mangalore	BOCW/ALC MANGALO RE/2023/R-5	February 06, 2023	Till the date of completion of project
7.	HKPL-Hazaribagh Projects, Ramgarh To Kaju, Group H1, Ramgarh, Ramgarh, Jharkhand – 825316 Laying of 3 LPE Coated Carbon Steel Pipeline	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Hazaribagh	BOCW/ALC HAZARIBA GH/2023/R-4	February 02, 2023	Till the date of completion of project
8.	SJHPL-HISSAR Projects, laying and Associated works for Sultanpur, Jhajjar, Hissar pipeline -SJHPL PROJECT SPREADB	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Karnal	BOCW/ALC KARNAL/20 20/R-51	October 05, 2020	Till the date of completion of project
9.	IOCL Kochin Projects, Supply, Residual Engineering, Detailed Design and Engineering, Procurement, Inspection, Supply, Unloading, Transportation to Work Site, Fabrication	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Ernakulam	BOCW/ALC ERNAKULA M/2020/R-36	December 02, 2020	Till the date of completion of project

Sr No	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
10.	UKCGD Naintal Projects, Laying of 3LPE Coated line pipe for CGD Project at UP & UK Cluster GA s Schedule 5- NAINITAL	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Bareilly	BOCW/ALC BAREILLY/ 2021/R-1	January 06, 2021	Till the date of completion of project
11.	Lakhisarai Bhagalpur Projects, LAYING OF 3LPE COATED CARBON STEEL PIPELINE IN LAKHISARAI, MUNGER & BHAGALPUR GA SPREAD-A -GROUP-A	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Pakur	BOCW/ALC PAKUR/2021 /R-13	March 16, 2021	Till the date of completion of project
12.	BAPL-Odisha Projects, laying and terminal works for various spurlines under Bokar angul pipeline project of JHBDPL PHASE-II PROJECT	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Regional Labour Commissioner (RLC), Rourkela	BOCW/RLC ROURKELA /2021/R-7	April 15, 2021	Till the date of completion of project
13.	Palanpur Projects, composite works at Balmer Palanpur Pipeline Project of HPCL Tender No 20000280-HD-10120 section-2	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Adipur	BOCW/ALC ADIPUR/202 1/R-28	August 10, 2021	Till the date of completion of project
14.	Aburoad-Ajmer Projects, Palanpur Abu at TP 220, Akra Bhatta to RICCO Colony NH Crossing at TP 17, Bhatta to Modern Insulator, Ajmer, Rajasthan – 342015, Steel Pipeline Laying	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Ajmer	BOCW/ALC AJMER/2021 /R-40	August 26, 2021	Till the date of completion of project
15.	Madurai – 1, LAYING OF 3 LPE COATED CARBON STEEL PIPELINES AT COIMBATORE GA Group C	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Regional Labour Commissioner (RLC), Madurai	BOCW/RLC MADURAI/2 022/R-2	January 04, 2022	Till the date of completion of project
16.	Madurai – 2, LAYING OF 3 LPE COATED CARBON STEEL PIPELINES AT COIMBATORE GA Group E	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Regional Labour Commissioner (RLC), Madurai	BOCW/RLC MADURAI/2 022/R-1	January 04, 2022	Till the date of completion of project

Sr No	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
		1996)				
17.	Madurai – 3, Laying OF 3 LPE Coated Carbon Steel Pipelines At Coimbatore GA Group-B	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Regional Labour Commissioner (RLC), Madurai	BOCW/RLC MADURAI/2022/R-3	January 04, 2022	Till the date of completion of project
18.	BPCL Jajapur-Odisha Projects, Laying and Construction of Steel Pipe Line Network and Associated Works for Part A of Jajpur & Kendujhar GA	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Aangul	BOCW/ALC AANGUL/2022/R-1	January 10, 2022	Till the date of completion of project
19.	MTEP-Mangalore Projects – Karnatka, works of Supply, Fabrication, Erection, Testing and Commissioning of new Product/Fire water/ Foam / OWS/ Jetty Pipelines Works at Manglore Terminal	Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act,1996 (27 of 1996)	Assistant Labour Commissioner (ALC), Mangalore	BOCW/ALC MANGALO RE/2023/R-4	January 31, 2023	Till the date of completion of project

#### V. ENVIRONMENT RELATED APPROVALS

Sr. No.	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
1.	Consent and Authorisation- M/s. Corrttech Energy Limite Unit II Survey No. 407, Shed No. 7-SP-3, New Ahmedabad Industrial Estate,Moraiya,Sanand , Ahmedabad	Water (Prevention and Control of Pollution) Act, 1974 Air (Prevention and Control of Pollution) Act, 1981 Hazardous and other Wastes Management and Trans Boundary Movement) Rules, 2016 Environmental Protection Act, 1986	Gujarat Pollution Control Board	AWH-121508	September 17, 2022	June 30, 2027
2.	Consent and Authorisation M/s Corrttech Energy Limited, Unit-1, Plot No. 51, Mahagujarat Industrial Estate, Opp. Nova Petrochemical, Moraiya, Sarkhej-Bavla Highway, Changodar- 382213, Sanand, Ahmedabad	Water (Prevention and Control of Pollution) Act, 1974 Air (Prevention and Control of Pollution) Act, 1981 Hazardous and other Wastes Management and Trans Boundary Movement) Rules, 2016 Environmental Protection Act, 1986	Gujarat Pollution Control Board	AWH-95631	September 05, 2018	July 28, 2025

**VI. LABOUR RELATED APPROVALS**

Sr. No	Description	Applicable Laws	Issuing Authority	Registration Number	Date of Issue	Date of Expiry
1.	Registration under ESI	Employees State Insurance Act, 1948	Sub-Regional Office, Employee's State Insurance Corporation	37001042930001001	June 16, 2014	Valid until cancelled
2.	Registration under Employees' Provident Funds	Employees (Provident Fund and Miscellaneous Provisions) Act, 1952	Employees' Provident Fund Organisation	GJAHD0050429000	February 27, 2023	Valid until cancelled
3.	CBR Trichy-Tamilnadu, Corrtch Energy Limited, Shed No.7,Survey No.407,Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213,	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Puducherry	CLRA/ALCP UDUCHERRY/2022/L-170	November 03, 2023	September 29, 2024
4.	CPCL Lube Oil Projects – Tamilnadu, Corrtch Energy Limited, Shed No.7,Survey No.407,Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC I), Chennai	CLRA/ALC CHENNAI/2022/L-299	October, 30, 2023	November 20, 2024
5.	Panipat Refinery Projects – Haryana, Corrtch Energy Limited, Shed No.7,Survey No.407,Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Karnal	CLRA/ALC KARNAL/2022/L-357	October 21, 2023	October 24, 2024
6.	SJHPL Hissar Projects – Haryana, Corrtch Energy Limited, Shed No.7,	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Karnal	CLRA/ALC KARNAL/2020/L-245	September 14, 2023	September 18, 2024

	Survey No.407, Sarkej Bavla Highway, Changodar, Ahmedabad - 382213					
7.	BAPL Projects – Odisha, Corrtch Energy Limited, Shed No.7, Survey No.407, Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Regional Labour Commissioner (RLC), Rourkela	CLRA/RLC ROURKELA /2022/L-403	September 15, 2023	September 23, 2024
8.	Gujarat Refinery – Gujarat, Corrtch Energy Limited, Shed No.7, Survey No.407, Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Regional Labour Commissioner (RLC), Vadodara	CLRA/RLC VADODAR A/2022/L-395	August 25, 2023	September 21, 2024
9.	HKPL Hazaribagh- Jharkhand, Corrtch Energy Limited, Shed No 7, Survey No 407, Sp-03,, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Hazaribagh	CLRA/ALC HAZARIBA GH/2022/L-117	August 30, 2023	August 15, 2024
10.	Barauni Refinery- Bihar, Corrtch Energy Limited, Shed No.7, Survey No.407, Sp-3,, New Ahmedabad Industrail Estate,, Sarkhej-Bavla Highway, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Patna	CLRA/ALCP ATNA/2022/ L-172	May 23, 2023	June 01, 2024
11.	UKCGD Nainital- Utrakhand, Corrtch Energy Ltd., Shed No.7 Survey No.407 Sp-3 Moraiya, Nr.Sarvodaya Hotel Sarkhej-Bavla Road	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Bareilly	CLRA/ALC BAREILLY/ 2022/L-35	May 09, 2023	May 12, 2024



	Changodar, Ahmedabad – 382213					
12.	IOCL Guwahati Projects, Corrtch Energy Limited, Shed No 7, Survey No 407, Sp- 03,, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner (ALC), Guwahati	CLRA/ALC GUWAHATI /2023/L-140	March 23, 2023	March 22, 2024
13.	BPCL-JAJAPUR Projects – Odisha, Corrtch Energy Ltd., Shed No.7 Survey No.407 Sp-3 New Ahmedabad , Indl.Estate Nr.Sarvodaya Hotel Sarkhej-Bavla Road , Moraiya Changodar, Ahmedabad - 382213	Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service Act, 1979(30 of 1979)	Assistant Labour Commissioner (ALC), Aangul	ISMW/ALC AANGUL/20 22/L-1	July 21, 2023	July 28, 2024
14.	HPCL Nainital CGD- Corrtch Energy Limited, Shed No 7, Survey No. 407, SP- 3 Moraiya, Nr. Sarvodaya Hotel, Sarkhej-Bavla Road Changodar, Ahmedabad, 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commission(ALC ) Bareilly	CLRA/ALC BAREILLY/ 2022/L-35	May 13, 2022	May 12, 2024
15.	BPCL Jajapur Project- Corrtch Energy Limited, Chorda Bypass Road, Byasanagar, Jajapur, Odisha- 755019	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commission(ALC ) Aangul	CLRA/ALC ANGUL/202 3/L-99	March 27, 2023	March 26, 2024
16.	CPCL Lube Oil – Chennai Projects – Tamil Nadu, Corrtch Energy Limited , Corrtch Energy Limited C/O B.Rajambal, Old No.60 and 242/New No.32 Amullavoyal, Srinivasan Street, Manali , Chennai - 600068	Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service Act, 1979(30 of 1979)	Assistant Labour Commissioner (ALC), Chennai1	ISMW/ALC CHENNAI/ 2023/124465 /L-75	Novemb er 03, 2023	Novemb er 02, 2024

17.	IOCL Chittoor Projects, Corrtch Energy Limited, LPG Bottling Plant, LPG Bottling Plant, CHITTOOR, Chittoor - 517124	Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service Act, 1979(30 of 1979)	Assistant Labour Commissioner (ALC), Hyderabad1	ISMW/ALC HYDRABA D1/2023/118 416/L-4	June 20, 2023	June 19, 2024
18.	CBR to Trichy into Gas service along with Combined Station Works Corrtch Energy Limtied Shed No 7, Survey no 407, SP-3, New Ahmedabad Industrial Estate, Sarkhej Bavla Highway, Changodar, Ahmedabad, 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Assistant Labour Commissioner(A LC) Puducherry	CLRA/ALCP UDUCHERR Y/2022/L-170	September 09, 2022	September 29, 2024
19.	Composite works CCR and ISOM Revamp Corrtch Energy Limited- Shed No. 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Sarkhej Bavla Highway, Changodar, Ahmedabad, 382213	Contract Labour (Regulation and Abolition) Act, 1970 (37 of 1970)	Regional Labour Commisisoner (RLC) Vadodara	CLRA/RLC VADODAR A/2022/L-395	September 22, 2024	September 21, 2024

## **VI.QUALITY CERTIFICATIONS**

<b>Sr No.</b>	<b>Description</b>	<b>Issuing Authority</b>	<b>Registration Number</b>	<b>Date of Issue</b>	<b>Date of Expiry</b>
1.	ISO Certification (AS 9100D and 9001:2015)  Manufacturing and Supply of Machined Metal Components for Aerospace and Defence Application	TUV SUD America Inc	951146492	February 28, 2023	February 27, 2026
2.	ISO Certification (14001:2015)  Manufacturing, Supply, Service and Repair of Machined Metal Components for Aerospace, Defence Application, Gas Turbines, Steam Turbines and Marine Engines , Applications Including Turbine Rotor	TUV SUD South Asia Private Limited	9910400375	June 09, 2022	June 22, 2025

	Overhauling and Cold Coating for Turbine Compressor Components				
3.	ISO Certification (45001:2018)  Manufacturing, Supply, Service and Repair of Machined Metal Components for Aerospace, Defence Application, Gas Turbines, Steam Turbines and Marine Engines , Applications Including Turbine Rotor Overhauling and Cold Coating for Turbine Compressor Components	TUV SUD South Asia Private Limited	9911700106	June 18, 2022	June 17, 2025

**VII. APPLICATIONS MADE BY COMPANY PENDING APPROVAL**

- a) We have applied for factory licence under Factories Act, 1948 dated February 12, 2024 for our Repairs Unit-I situated at Plot No. 51, Mahagujarat Industrial Estate, opp. Nova Petrochemicals, Sarkhej Bavla Highway, Changodar, Ahmedabad, 380009

**VIII. MATERIAL LICENSES / APPROVALS FOR WHICH THE COMPANY IS YET TO APPLY**

- a) We are yet to make renewal application for approvals related to the Contract Labour (Regulation and Abolition) Act, 1970, for ongoing projects such as MTEP Mangalore Project, IOCL Karwar Project, and IOCL Chittoor Project which got expired in January 2024.
- b) We are yet to make renewal application for approvals related to the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979, for MTEP Mangalore Project and IOCL Karwar Project which got expired in February 2024.

## OUR GROUP COMPANIES

As per the SEBI (ICDR) Regulations, 2018, for the purpose of identification of Group Companies, our Company has considered those companies as our Group companies with which there were related party transactions as per the Restated Financial Statements of our Company in any of the last three financial years and stub period and other Companies as considered material by our Board. Further, pursuant to a resolution of our Board dated December 08, 2023 for the purpose of disclosure in relation to Group companies in connection with the Issue, a company shall be considered material and disclosed as a Group company if such company fulfills both the below mentioned conditions:

- i. Such company that forms part of the Promoter Group of our Company in terms of Regulation 2(1)(pp) of the SEBI (ICDR) Regulations; and
- ii. Our Company has entered into one or more transactions with such company in preceding fiscal or audit period as the case may be exceeding 10.00% of total revenue of the company as per the last full year Restated Consolidated Financial Statements.

Based on the above, the following Companies are identified as our Group Companies:

1. Control Plus Oil & Gas Solutions Private Limited
2. Corrosion Cures Private Limited
3. Greenville Aerospace Private Limited

### Details of our Group Companies:

#### **1. Control Plus Oil & Gas Solutions Private Limited**

Control Plus Oil & Gas Solutions Private Limited was incorporated on November 24, 2005 as a private limited company under the Companies Act, 1956 in the name “Control Plus Oil & Gas Solutions Private Limited” pursuant to a certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra & Nagar Haveli.

Control Plus Oil & Gas Solutions Private Limited engaged in manufacturing various gas skids with multifarious specifications and functions, including skids for city gate stations, common pressure-reducing skids, USM/turbine meter-based metering skids, pressure-reduction skids, and gas heating systems. In addition to manufacturing, Control Plus Oil & Gas Solutions Private Limited provide comprehensive services encompassing the design, engineering, installation, and maintenance of odorization systems, pig launcher-receivers handling systems, pressure vessels, and storage tanks.

<b>CIN</b>	U40200GJ2005PTC047122
<b>PAN</b>	AACCC7127K
<b>Registered Office</b>	Shed No 7, Survey No 407, SP-3, New Ahmedabad Industrial Estate, Changodar, Ahmedabad - 382213, Gujarat, India

#### Shareholding Pattern:

<b>Sr. No.</b>	<b>Name of Shareholder</b>	<b>No. of Shares</b>	<b>% of Holding</b>
1.	Corrtech International Limited	34,99,999	99.99%
2.	Amit Mittal (Nominee of Corrtech International Limited)	1	00.01%
	<b>Total</b>	<b>35,00,000</b>	<b>100.00%</b>

#### **2. Corrosion Cures Private Limited**

Corrosion Cures Private Limited was incorporated on September 13, 2018 as a private limited company under the Companies Act, 2013 with name “Corrosion Cures Private Limited” pursuant to a certificate of incorporation issued by the Registrar of Companies, Central Registration Centre.

Corrosion Cures Private Limited engaged in business of Manufacture, trade, sale, import and export, assemble, modification of equipment, Materials, instruments, tools and accessories, spare parts for the use of corrosion control, corrosion prevention, maintenance, monitoring, services for marine, offshore, onshore industrial, concrete structures, pipelines, storage tank and other application and to render services directly or as consultants or contractors in designing, advising on implementing and executing any systems, methods and procedures for corrosion control, prevention, monitoring.

<b>CIN</b>	U45101GJ2018PTC104076
<b>PAN</b>	AAHCC7419F
<b>Registered Office</b>	405, Swarnim the Business Hub, Opp MKS Medical College, Visat-Tapovan Road, Motera, Ahmedabad, Gujarat, India, 380005

Shareholding Pattern:

<b>Sr. No.</b>	<b>Name of Shareholder</b>	<b>No. of Shares</b>	<b>% of Holding</b>
1.	Pankaj Panchal	50,000	50.00%
2.	Prashant Mittal	25,000	25.00%
3.	Anant Mittal	25,000	25.00%
	<b>Total</b>	<b>1,00,000</b>	<b>100.00%</b>

### 3. Greenville Aerospace Private Limited

Greenville Aerospace Private Limited was incorporated on March 12, 2015 as a private limited company under the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Telangana.

Greenville Aerospace Private Limited engaged in businesses of Designers, Manufacturers, Installers, Maintainers Repairers and Dealers in Engineering appliances and apparatus of every description including Aerospace parts, Aero Engine Parts, Industrial Gas Turbine Parts, Steam Turbine Parts and Automobile Parts.

<b>CIN</b>	U29200TG2015PTC097980
<b>PAN</b>	AAFCCG9227M
<b>Registered Office</b>	G2, Plot No. F-11, Road No. 7, Industrial Development Area, Kukatpally, Hyderabad, Telangana, India, 500037

Shareholding Pattern:

<b>Sr. No.</b>	<b>Name of Shareholder</b>	<b>No. of Shares</b>	<b>% of Holding</b>
1.	Ch Vijayaprem Sagar	5,200	52.00%
2.	Prashant Sandeep Mittal	4,800	48.00%
	<b>Total</b>	<b>10,000</b>	<b>100.00%</b>

### Financial Information

in accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group companies are available on the website of our company at [www.corrtechenergy.com](http://www.corrtechenergy.com)

It is clarified that such details available on our group companies' websites do not form a part of this Draft Red Herring Prospectus. Anyone placing reliance on any other source of information, including our Group Companies' website, as mentioned above, would be doing so at their own risk.

### Litigations

Our Group Companies does not have any pending litigation which can have a material impact on our Company.

#### **Common pursuits among Group Companies**

Our Group Companies are not engaged in similar line of business as of our Company.

#### **Nature and Extent of Interest of Group Companies**

a) **In the promotion of our Company:**

Our Group Companies does not have any interest in the promotion of our Company.

b) **In the properties acquired or proposed to be acquired by our Company in the past two years before filing the Draft Red Herring Prospectus with stock exchange:**

Our Group Companies does not have any interest in the properties acquired or proposed to be acquired by our Company in the past two years before filing the Draft Red Herring Prospectus with Stock Exchange.

c) **In transactions for acquisition of land, construction of building and supply of machinery:**

None of our Group Companies have any interest in any transactions for the acquisition of land, construction of building or supply of machinery

#### **Related business transactions and their significance on the financial performance of our Company**

Other than the transactions disclosed in the section “*Restated Financial Statements-Related Party Transactions*” on page 170 of this Draft Red Herring Prospectus, there are no related business transactions between the Group Companies and our Company.

#### **Business interest of our Group Companies in our Company**

Except as disclosed in the section “*Other Financial Information-Related Party Transactions*” and “*History and certain Corporate Structure*” on page 223 and page 145 of this Draft Red Herring Prospectus, our Group Companies have no business interests in our Company.

#### **Other confirmations**

- a) None of the above-mentioned Group Companies has made any public and/ or rights issue of securities in the preceding three years.
- b) None of the above-mentioned Group Companies are in defaults in meeting any Statutory/ bank/ institutional dues and no proceedings have been initiated for economic offences against any of the Group Companies.
- c) Our Group Companies has not been debarred from accessing the capital market for any reasons by the SEBI or any other authorities.

#### **Undertaking/ Confirmations by our Group Companies**

None of our Promoters or Promoter Group or Group companies or person in control of our Company has been:

- i. Prohibited from accessing or operating in the capital market or restrained from buying, selling or dealing in securities under any order or direction passed by SEBI or any other authority; or
- ii. Refused listing of any of the securities issued by such entity by any stock exchange, in India or abroad.

None of our Promoters, person in control of our Company have ever been a Promoters, Director or person in control of any other Company which is debarred from accessing the capital markets under any order or direction passed by the SEBI or any other authority.

Further, neither our Promoters, the relatives of our individual Promoters (as defined under the Companies Act) nor our Group companies/ Promoter Group entities have been declared as a willful defaulter or economic offender by the RBI or any other government authority and there are no violations of securities laws committed by them or any entities they are connected with in the past and no proceedings for violation of securities laws are pending against them.

The information as required by the SEBI ICDR Regulations with regards to the Group companies, are also available on the website of our company i.e., [www.corrtechenergy.com](http://www.corrtechenergy.com)

## **OTHER REGULATORY AND STATUTORY DISCLOSURES**

### **Authority for the Issue**

#### **Corporate Approvals**

The Board of Directors, pursuant to a resolution passed at their meeting held on December 08, 2023 authorized the Issue, subject to the approval of the shareholders of our Company under Section 62(1)(c) of the Companies Act, 2013, and such other authorities as may be necessary. The shareholders of our Company have, pursuant to a special resolution passed under Section 62(1)(c) of the Companies Act, 2013 at an Extra-Ordinary General Meeting held on December 11, 2023 authorized the Issue.

#### **In-principal Approval**

Our Company has obtained in-principal approval from the SME Platform of NSE (NSE Emerge) for using its name in this Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus pursuant to an approval letter dated [●]. NSE is the Designated Stock Exchange.

#### **Prohibition by SEBI, RBI or governmental authorities**

As on date of this Draft Red Herring Prospectus, we confirm that our Company, our Promoters, our Promoter Group, our directors, person(s) in control of the promoter, our Group Companies or the natural person(s) in control of our Company are not prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by the Board or any securities market regulator in any other jurisdiction or any other authority/court.

The companies, with which our directors are or were associated as promoter, directors or persons in control are not prohibited or debarred from accessing capital markets under any order or direction passed by SEBI or any other regulatory authority.

None of our Directors or the entities that our directors are associated with as promoter or directors is in any manner associated with the securities market and there has been no action taken by the SEBI against our Directors or any entity in which our Directors are associated with as promoter or directors.

#### **Prohibition with respect to wilful defaulter or a fraudulent borrower**

Neither our Company, our Promoter, our Directors, Group Companies, relatives (as per Companies Act, 2013) of Promoter or the person(s) in control of our Company have been identified as wilful defaulter or a fraudulent borrower as defined by the SEBI ICDR Regulations, 2018.

#### **Compliance with the Companies (Significant Beneficial Ownership) Rules, 2018**

Our Company, Promoters and Promoter Group are in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 to the extent applicable to each of them as on the date of the Draft Red Herring Prospectus.

#### **Eligibility for the Issue**

Our Company is eligible in terms of Regulations 230 of SEBI (ICDR) Regulations for this issue.

Our Company is an “Unlisted Issuer” in terms of the SEBI (ICDR) Regulations; and this issue is an Initial Public Issue in terms of the SEBI (ICDR) Regulations.

Our Company is eligible for the Issue in accordance with Regulation 229(2) and other provisions of Chapter IX of the SEBI (ICDR) Regulations, as we are an Issuer whose post issue paid up capital is more than ten crore rupees and we may hence issue Equity Shares to the public and propose to list the same on the Small and Medium Enterprise Exchange [in this case being the “SME Platform of NSE (NSE EMERGE)”].

#### **We confirm that:**



1. In accordance with Regulation 260 of the SEBI (ICDR) Regulations, this issue will be 100% underwritten and that the BRLM to the Issue shall underwrite minimum 15% of the Total Issue Size. For further details pertaining to said underwriting please refer to section titled **“General Information – Underwriting”** beginning on page 52 of this Draft Red Herring Prospectus.
2. In accordance with Regulation 268 of the SEBI (ICDR) Regulations, we shall ensure that the total number of proposed allottees in the Issue shall be greater than or Equal to fifty (50), otherwise, the entire application money will be unblocked forthwith. If such money is not repaid within eight (8) Working Days from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of eight (8) Working Days, be liable to repay such application money, with an interest at the rate as prescribed under the Companies Act, 2013.
3. In terms of Regulation 246(5) of the SEBI (ICDR) Regulations, we shall ensure that our Book Running Lead Manager submits a copy of the Prospectus along with a Due Diligence Certificate including additional confirmations as required to SEBI at the time of filing the Prospectus with Stock Exchange and the Registrar of Companies. Further, in terms of Regulation 246(2), SEBI shall not issue observation on the Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus.
4. In accordance with Regulation 261(1) of the SEBI (ICDR) Regulations, we hereby confirm that we will enter into an agreement with the Book Running Lead Manager and with Market Maker to ensure compulsory Market Making for a minimum period of three (3) years from the date of listing of Equity Shares on the SME Platform of NSE (NSE Emerge). For further details of the arrangement of market making please refer to section titled **“General Information- Details of the Market Making Arrangements for this Issue”** beginning on page 52 of this Draft Red Herring Prospectus.
5. In accordance with Regulation 228(c) of the SEBI (ICDR) Regulations, Neither the issuer nor any of its promoters or directors is a wilful defaulter or a fraudulent borrower.
6. In accordance with Regulation 228(d) of the SEBI (ICDR) Regulations, None of the Issuer’s promoters or directors is a fugitive economic offender.
7. In accordance with Regulation 230(1)(a) of the SEBI (ICDR) Regulations, Application is being made to SME Platform of NSE and National Stock Exchange of India Limited.
8. In accordance with Regulation 230(1)(b) of the SEBI (ICDR) Regulations, our Company has entered into agreement with depositories for dematerialisation of specified securities already issued and proposed to be issued.
9. In accordance with Regulation 230(1)(c) of the SEBI (ICDR) Regulations, all the present Equity share Capital is fully Paid-up.
10. In accordance with Regulation 230(1)(d) of the SEBI (ICDR) Regulations, all the specified securities held by the promoters are already in dematerialised form.
11. Our Company shall mandatorily facilitate trading in Demat securities for which we have entered into an agreement with the Central Depository Services Limited (CDSL) dated December 22, 2023 and National Securities Depository Limited (NSDL) dated July 03, 2019 for establishing connectivity.
12. Our Company has a website i.e. <https://www.corrtechenergy.com/>
13. There has been no change in the promoters of the Company in the preceding one year from date of filing application to SME Platform of NSE.

We further confirm that we shall be complying with all the other requirements as laid down for such an issue under Chapter IX of SEBI (ICDR) Regulations, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

We confirm that we comply with all the below requirements / conditions so as to be eligible to be listed on the SME Platform of NSE:

- 1) Our Company was originally incorporated as public limited company under the name of “IEC International Limited” on May 05, 2000 under the provisions of Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli, bearing registration no. as 04-37925. Thereafter, the name of the Company was changed from “IEC International Limited” to “MJB India Gas Turbine Services Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on June 06, 2002. Further, The name of our company was changed to “Corrtech Energy Limited” pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad on May 14, 2009 bearing CIN U52330GJ2000PLC037925.
- 2) The post issue paid up capital of the company will be up to 2,28,48,000 shares of face value of ₹ 10/- aggregating up to ₹ 22.84 Crores which is less than ₹ 25 Crores.
- 3) The Company has a track record of at least 3 years as on the date of filling Draft Red Herring Prospectus.
- 4) As on October 31, 2023, the Company has net tangible assets of ₹ 742.55 Mn.
- 5) The Company confirms that it has operating profits (earnings before interest, depreciation and tax) from operations for atleast 2 financial years preceding the application and its net worth as on October 31, 2023, March 31, 2023, March 31, 2022 and March 31, 2021 is atleast Rs. 1 crore.

(₹ Mn)

Particulars	October 31, 2023	March 31, 2023	March 31, 2022	March 31, 2021
EBITDA	124.17	121.08	134.75	27.42
Net worth	742.55	665.87	584.66	486.50

- 6) Our Company confirms that there is no material regulatory or disciplinary action by a stock exchange or regulatory authority in the past one year in respect of promoter, Group Companies, companies promoted by the promoter of the Company;
- 7) Our Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR);
- 8) There is no winding up petition against our Company that has been admitted by the Court or a liquidator has not been appointed of competent Jurisdiction against the Company.
- 9) No material regulatory or disciplinary action by a stock exchange or regulatory authority in the past three years against the company.
- 10) The directors of the issuer are not associated with the securities market in any manner, and there is no outstanding action against them initiated by the Board in the past five years.

#### **DISCLAIMER CLAUSE OF SEBI**

**IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF DRAFT OFFER DOCUMENT/ OFFER DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE OFFER IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE DRAFT OFFER DOCUMENT/ OFFER DOCUMENT. THE BOOK RUNNING LEAD MANAGER, HEM SECURITIES LIMITED HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE DRAFT OFFER DOCUMENT/ OFFER DOCUMENT ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 IN FORCE FOR THE TIME BEING. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.**

**IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE ISSUER IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THE**

**DRAFT OFFER DOCUMENT/ OFFER DOCUMENT, THE BOOK RUNNING LEAD MANAGER, HEM SECURITIES LIMITED IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE ISSUER DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER, HEM SECURITIES LIMITED, HAS FURNISHED TO SEBI A DUE DILIGENCE CERTIFICATE DATED FEBRUARY 15, 2024 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V(A) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.**

**THE FILING OF THIS DRAFT OFFER DOCUMENT/ OFFER DOCUMENT DOES NOT, HOWEVER, ABSOLVE OUR COMPANY FROM ANY LIABILITIES UNDER THE COMPANIES ACT, 2013 OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY AND/ OR OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE PROPOSED ISSUE. SEBI FURTHER RESERVES THE RIGHT TO TAKE UP AT ANY POINT OF TIME, WITH THE BOOK RUNNING LEAD MANAGER ANY IRREGULARITIES OR LAPSES IN THE DRAFT OFFER DOCUMENT/ OFFER DOCUMENT.**

All legal requirements pertaining to the Issue will be complied with at the time of registration of the Draft Red Herring Prospectus with the Registrar of Companies, Ahmedabad in terms of sections 26 and 33 of the Companies Act, 2013.

**Statement on Price Information of Past Issues handled by Hem Securities Limited (SME IPO's):**

Sr. No.	Issue name	Issue size (₹ in Cr.)	Issue Price (₹)	Listing date	Opening Price on listing date	+/- % change in closing price, [+/- % change in closing benchmark]-30 <sup>th</sup> calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]-90 <sup>th</sup> calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]-180 <sup>th</sup> calendar days from listing
1.	E Factor Experiences Limited	25.92	75.00	October 09, 2023	115.00	112.80% [-0.35%]	117.53% [10.25%]	N.A.
2.	Paragon Fine and Speciality Chemical Limited	51.66	100.00	November 03, 2023	225.00	80.20% [7.57%]	47.75% [12.83%]	N.A.
3.	Deepak Chemtex Limited	23.04	80.00	December 06, 2023	152.00	44.19% [3.69%]	N.A.	N.A.
4.	S J Logistics (India) Limited	48.00	125.00	December 19, 2023	175.00	77.36% [0.04%]	N.A.	N.A.
5.	Siyaram Recycling Industries Limited	22.96	46.00	December 21, 2023	55.00	124.07% [-0.70%]	N.A.	N.A.
6.	Shanti Spintex Limited	31.25	70.00	December 27, 2023	76.00	9.19% [-0.13%]	N.A.	N.A.
7.	Shri Balaji Valve Components Limited	21.60	100.00	January 03, 2024	190.00	129.25% [1.56%]	N.A.	N.A.

8.	New Swan Multitech Limited	33.11	66.00	January 18, 2024	124.47	N.A.	N.A.	N.A.
9.	Harshdeep Hortico Limited	19.09	45.00	February 05, 2024	70.00	N.A.	N.A.	N.A.
10.	Megatherm Induction Limited	53.91	108.00	February 05, 2024	198.00	N.A.	N.A.	N.A.

Source: Price Information [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com), Issue Information from respective Prospectus.

- 1) The scrip of E Factor Experiences Limited and Paragon Fine and Speciality Chemical Limited has not completed its 180<sup>th</sup> days from the date of listing; Deepak Chemtex Limited, S J Logistics (India) Limited, Siyaram Recycling Industries Limited, Shanti Spintex Limited and Shri Balaji Valve Components Limited has not completed its 90<sup>th</sup> day from the date of listing, New Swan Multitech Limited, Harshdeep Hortico Limited and Megatherm Induction Limited has not completed its 30<sup>th</sup> day from the date of listing.

#### Summary statement of Disclosure:

Financial Year	Total no. of IPOs	Total amount of funds raised (₹ Cr.)	No. of IPOs trading at discount- 30 <sup>th</sup> calendar days from listing			No. of IPOs trading at Premium- 30 <sup>th</sup> calendar days from listing			No. of IPOs trading at discount- 180 <sup>th</sup> calendar days from listing			No. of IPOs trading at Premium- 180 <sup>th</sup> calendar days from listing		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2021-22	6 <sup>(1)</sup>	130.40	-	-	-	4	-	2	-	-	-	6	-	-
2022-23	15 <sup>(2)</sup>	220.57	-	-	-	6	6	3	-	-	-	12	-	3
2023-24	19 <sup>(3)</sup>	606.19	-	-	-	11	3	2	-	-	-	4	-	1

- 1) The scrip of EKI Energy Services Limited, DU Digital Technologies Limited, Prevest Denpro Limited, Jainam Ferro Alloys (I) Limited, Shri Venkatesh Refineries Ltd. and KN Agri Resources Limited was listed on April 7, 2021, August 26, 2021, September 27, 2021, October 08, 2021, October 11, 2021 and March 28, 2022 respectively;
- 2) The scrip of Krishna Defence and Allied Industries Limited was listed on April 6, 2022; Eighty Jewellers Limited was listed on April 13, 2022; Kesar India Limited was listed on July 12, 2022; Silicon Rental Solutions Limited was listed on October 10, 2022; Cargosol Logistics Limited was listed on October 10, 2022; Cargotrans Maritime Limited was listed on October 10, 2022; Concord Control Systems Limited was listed on October 10, 2022; Lloyds Luxuries Limited was listed on October 11, 2022; Vedant Asset Limited was listed on October 12, 2022; Baheti Recycling Industries Limited was listed on December 08, 2022; Chaman Metallics Limited was listed on January 16, 2023; Earthstahl & Alloys Limited was listed on February 08, 2023; Macfos Limited was listed on March 01, 2023; Systango Technologies Limited was listed on March 15, 2023 and Labelkraft Technologies Limited was listed on March 23, 2023;
- 3) The scrip of Vasa Denticity Limited was listed on June 02, 2023; Hemant Surgical Industries Limited was listed on June 05, 2023; Greenchef Appliances Limited was listed on July 06, 2023; Kaka Industries Limited was listed on July 19, 2023; Asarfi Hospital Limited was listed on July 26, 2023; Kahan Packaging Limited was listed on September 15, 2023; Madhusudan Masala Limited was listed on September 26, 2023; Saakshi Medtech And Panels Limited was listed on October 03, 2023; Arabian Petroleum Limited was listed on October 09, 2023, E Factor Experiences Limited was listed on October 09, 2023, Paragon Fine and Speciality Chemical Limited was listed on November 03, 2023, Deepak Chemtex Limited was listed on December 06, 2023, S J Logistics (India) Limited was listed on December 19, 2023, Siyaram Recycling Industries Limited was listed on December 21, 2023, Shanti Spintex Limited was listed on December 27, 2023, Shri Balaji Valve Components Limited was listed on January 03, 2024, New Swan Multitech Limited was listed on January 18, 2024, Harshdeep Hortico Limited was listed on February 05, 2024 and Megatherm Induction Limited was listed on February 05, 2024.

#### Note:

- a) Based on date of listing.

- b) BSE SENSEX and CNX NIFTY have been considered as the benchmark index.
- c) Prices on BSE/NSE are considered for all of the above calculations.
- d) In case 30<sup>th</sup> /90<sup>th</sup> /180<sup>th</sup> day is not a trading day, closing price on BSE/NSE of the next trading day has been considered.
- e) In case 30<sup>th</sup> /90<sup>th</sup> /180<sup>th</sup> day, scrips are not traded then last trading price has been considered.
- f) N.A. – Period not completed.
- g) As per SEBI Circular No. CIR/CFD/DIL/7/2015 dated October 30, 2015, the above table should reflect max. 10 issues (initial public offerings) managed by the Book Running Lead Manager. Hence, disclosures pertaining to recent 10 issues handled by Book Running Lead Manager are provided.

### **Track Record of past issues handled by Hem Securities Limited**

For details regarding track record of BRLM to the Issue as specified in the Circular reference no. CIR/MIRSD/1/2012 dated January 10, 2012 issued by the SEBI, please refer the website of the BRLM at [www.hesecurities.com](http://www.hesecurities.com).

### **Disclaimer from our Company and the Book Running Lead Manager**

Our Company, the Directors and the Book Running Lead Manager accept no responsibility for statements made otherwise than those contained in this Draft Red Herring Prospectus or, in case of the Company, in the advertisements or any other material issued by or at the instance of the Company and anyone placing reliance on any other source of information would be doing so at their own risk.

The BRLM accept no responsibility, save to the limited extent as provided in the Agreement entered between the BRLM (Hem securities Limited), and our Company on December 27, 2023 and the Underwriting Agreement dated December 27, 2023 entered into between the Underwriter, and our Company and the Market Making Agreement dated December 27, 2023 entered into among the Market Maker and our Company.

All information shall be made available by our Company, and the Book Running Lead Manager to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports, at collection centres or elsewhere.

The Book Running Lead Manager and their respective associates and affiliates may engage in transactions with, and perform services for, our Company, our Promoter Group, Group Companies, or our affiliates or associates in the ordinary course of business and have engaged, or may in future engage, in commercial banking and investment banking transactions with our Company, our Promoter Group, Group Companies, and our affiliates or associates for which they have received and may in future receive compensation.

### **Note:**

Investors who apply in the Issue will be required to confirm and will be deemed to have represented to our Company, and the Underwriter and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company and will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company, the Underwriter and their respective Directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire the Equity Shares in the issue.

### **Disclaimer in Respect of Jurisdiction**

This Issue is being made in India to persons resident in India (including Indian nationals resident in India who are majors, HUFs, companies, corporate bodies and societies registered under applicable laws in India and authorized to invest in shares, Indian mutual funds registered with SEBI, Indian financial institutions, commercial banks, regional rural banks, cooperative banks (subject to RBI permission), or trusts under applicable trust law and who are authorized under their constitution to hold and invest in shares, public financial institutions as specified in Section 2(72) of the Companies Act, 2013, VCFs, state industrial development corporations, insurance companies registered with the Insurance Regulatory and Development Authority, provident funds (subject to applicable law) with a minimum corpus of ₹ 2,500.00 Lakhs and pension funds with a minimum corpus of ₹ 2,500.00 Lakhs, and permitted non-residents including FIIs, Eligible NRIs, multilateral and bilateral

development financial institutions, FVCIs and eligible foreign investors, insurance funds set up and managed by army, navy or air force of the Union of India and insurance funds set up and managed by the Department of Posts, India provided that they are eligible under all applicable laws and regulations to hold Equity Shares of our Company. This Draft Red Herring Prospectus does not, however, constitute an offer to sell or an invitation to subscribe for Equity Shares offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Draft Red Herring Prospectus comes is required to inform himself or herself about, and to observe, any such restrictions. Any dispute arising out of this Issue will be subject to jurisdiction of the competent court(s) in Ahmedabad, Gujarat, India only.

No action has been, or will be, taken to permit a public offering in any jurisdiction where action would be required for that purpose. Accordingly, the Equity Shares represented hereby may not be offered or sold, directly or indirectly, and this Draft Red Herring Prospectus may not be distributed in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Draft Red Herring Prospectus nor any sale hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of our Company from the date hereof or that the information contained herein is correct as of any time subsequent to this date.

#### **Disclaimer Clause of the SME Platform of NSE**

As required, a copy of this Offer Document has been submitted to National Stock Exchange of India Limited (hereinafter referred to as NSE). NSE has given vide its letter [●], permission to the Issuer to use the Exchange's name in this Offer Document as one of the stock exchanges on which this Issuer's securities are proposed to be listed. The Exchange has scrutinized draft offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Issuer.

It is to be distinctly understood that the aforesaid 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 in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; nor does it warrant that this Issuer's securities will be listed on completion of IPO or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its Promoter, its management or any scheme or project of this Issuer. It does not warrant, certify or endorse the validity, correctness or reasonableness the price at which the equity shares are offered by the Company and investors are informed to take the decision to invest in the equity shares of the Company only after making their own independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/ acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever. NSE does not in any manner be liable for any direct, indirect, consequential or other losses or damages including loss of profits incurred by any investor or any third party that may arise from any reliance on this offer document or for the reliability, accuracy, completeness, truthfulness or timeliness thereof.

#### **Disclaimer Clause under Rule 144A of the U.S. Securities Act**

The Equity Shares have not been, and will not be, registered under the U.S. Securities Act 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulations under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be offered and sold outside the United States in compliance with Regulations of the Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. 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 Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Further, each Applicant where required agrees that such Applicant will not sell or transfer any Equity Shares or create any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable laws and legislations in each jurisdiction, including India.

#### **Filing of Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus with the SEBI/ RoC**



The Draft Red Herring Prospectus is being filed with the National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex, Bandra (East), Mumbai-400051, Maharashtra.

The Draft Red Herring Prospectus will not be filed with SEBI, nor will SEBI issue any observation on the Offer Document in terms of Regulation 246(2) of SEBI (ICDR) Regulations, 2018. Pursuant to Regulation 246(5) of SEBI (ICDR) Regulations, 2018 and SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, a copy of Red Herring Prospectus/ Prospectus will be filed online through SEBI Intermediary Portal at <https://siportal.sebi.gov.in>.

A copy of the Red Herring Prospectus/ Prospectus, along with the material contract & documents required to be filed, will be filed with the RoC through the electronic portal at <http://www.mca.gov.in>.

### **Listing**

The Equity Shares of our Company are proposed to be listed on NSE Emerge. Our Company has obtained in-principle approval from NSE by way of its letter dated [●] for listing of equity shares on SME Platform of NSE (NSE Emerge).

NSE will be the Designated Stock Exchange, with which the Basis of Allotment will be finalized for the Issue. If the permission to deal in and for an official quotation of the Equity Shares on the NSE Emerge is not granted by NSE, our Company shall forthwith repay, all moneys received from the applicants in pursuance of the Draft Red Herring Prospectus. If such money is not repaid within the prescribed time, then our Company becomes liable to repay it, then our Company and every officer in default shall, shall be liable to repay such application money, with interest, as prescribed under the applicable law.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the NSE Emerge mentioned above are taken within three (3) Working Days of the Bid/Issue Closing Date. If Equity Shares are not Allotted pursuant to the Issue within three (3) Working Days from the Bid/Issue Closing Date or within such timeline as prescribed by the SEBI, our Company shall repay with interest all monies received from applicants, failing which interest shall be due to be paid to the applicants at the rate of 15% per annum for the delayed period.

### **Impersonation**

Attention of the Applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

Any person who-

- i. Makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
- ii. Makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
- iii. Otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

Shall be liable to action under section 447 of the Companies, Act 2013

### **Consents**

Consents in writing of Our Directors, Our Promoter, Our Company Secretary & Compliance Officer, Chief Financial Officer, Our Statutory Auditor, Our Banker to the Company, Book Running Lead Manager, Registrar to the Issue, Legal Advisor to the Issue, Banker to the Issue/ Sponsor Bank\*, Syndicate Members\*, Underwriter to the Issue and Market Maker to the Issue to act in their respective capacities have been obtained as required under section 26 and 32 of the Companies Act, 2013 and shall be filed along with a copy of the Red Herring Prospectus/ Prospectus with the RoC, as required under Sections 32 of the Companies Act, 2013 and such consents will not be withdrawn up to the time of delivery of the Red Herring Prospectus/ Prospectus for registration with the RoC.

*\*The aforesaid will be appointed prior to filing of Red Herring Prospectus with RoC and their consents as above would be obtained prior to the filing of the Red Herring Prospectus with RoC.*

In accordance with the Companies Act and the SEBI (ICDR) Regulations, 2018, M/s. Patel Jain & Associates, Chartered Accountants, Statutory Auditors of the Company has agreed to provide their written consent to the inclusion of their respective reports on Statement of Special Tax Benefits relating to the special tax benefits and restated financial statements as included in this Draft Red Herring Prospectus/ Prospectus in the form and context in which they appear therein and such consent and reports will not be withdrawn up to the time of delivery of the Red Herring Prospectus/ Prospectus for registration with the RoC.

### **Experts Opinion**

Except for the reports in the section titled “*Financial Statements*” and “*Statement of Special Tax Benefits*” on page 170 and 90 respectively of this Draft Red Herring Prospectus from the Statutory Auditor, our Company has not obtained any expert opinions. However, the term “expert” shall not be construed to mean an “expert” as defined under the U.S. Securities Act 1933.

### **Fees, Brokerage and Selling Commission payable**

The total fees payable to the Book Running Lead Manager will be as per the (i) Agreement dated December 27, 2024 with the Book Running Lead Manager, (ii) the Underwriting Agreement dated December 27, 2023 with the Underwriter and (iii) the Market Making Agreement December 27, 2023 with the Market Maker, a copy of which is available for inspection at our Corporate Office from 10.00 AM to 5.00 PM on Working Days from the date of the Draft Red Herring Prospectus until the Bid/Issue Closing Date.

### **Fees Payable to the Registrar to the Issue**

The fees payable to the Registrar to the Issue for processing of applications, data entry, printing of CAN, tape and printing of bulk mailing register will be as per the agreement between our Company, and the Registrar to the Issue dated January 02, 2024, a copy of which is available for inspection at our Company’s Registered Office.

The Registrar to the Issue will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, stamp duty, and communication expenses. Adequate funds will be provided to the Registrar to the Issue to enable it to send allotment advice by registered post/speed post.

### **Particulars regarding Public or Rights Issues during the last five (5) years**

Our Company has not made any previous public or rights issue in India or Abroad the five (5) years preceding the date of this Draft Red Herring Prospectus.

### **Previous issues of Equity Shares otherwise than for cash**

For detailed description please refer to the section titled “*Capital Structure*” beginning on page 63 of this Draft Red Herring Prospectus.

### **Underwriting Commission, brokerage and selling commission on Previous Issues**

Since this is the initial public offering of our Company’s Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing for or procuring or agreeing to procure subscription for any of the Equity Shares since our incorporation.

### **Previous capital issue during the last three years by listed Group Companies of our Company**

None of our Group Companies are listed. Further, none of our Group Companies have made any capital issue of securities in the preceding three years.

### **Performance vis-à-vis objects**



Our Company is an “Unlisted Issuer” in terms of the SEBI (ICDR) Regulations, and this Issue is an “Initial Public Offering” in terms of the SEBI (ICDR) Regulations. Therefore, data regarding promise versus performance is not applicable to us.

#### **Outstanding Debentures or Bond Issues or Redeemable Preference Shares**

As on the date of this Draft Red Herring Prospectus, our Company has no outstanding debentures, bonds or redeemable preference shares.

#### **Partly Paid-Up Shares**

As on the date of this Draft Red Herring Prospectus, there are no partly paid-up Equity Shares of our Company.

#### **Outstanding Convertible Instruments**

Our Company does not have any outstanding convertible instruments as on the date of filing this Draft Red Herring Prospectus.

#### **Option to Subscribe**

- a. Investors will get the allotment of specified securities in dematerialization form only.
- b. The equity shares, on allotment, shall be traded on stock exchange in Demat segment only.

#### **Stock Market Data for our Equity Shares**

Our Company is an “Unlisted Issuer” in terms of the SEBI (ICDR) Regulations, and this Issue is an “Initial Public Offering” in terms of the SEBI (ICDR) Regulations. Thus, there is no stock market data available for the Equity Shares of our Company.

#### **Investor Grievances and Redressal System**

The agreement between the Registrar to the Issue, our Company provides for retention of records with the Registrar to the Issue for a period of at least three (3) years from the last date of dispatch of the letters of allotment and Demat credit to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

We hereby confirm that there are no investors complaints received during the three years preceding the filing of this Draft Red Herring Prospectus. Since there are no investors complaints received, none are pending as on the date of filing of this Draft Red Herring Prospectus.

Investors may contact the BRLM for any complaint pertaining to the Issue. All grievances, may be addressed to the Registrar to the Issue, with a copy to the relevant Designated Intermediary, where the Application Form was submitted, quoting the full name of the sole or first Applicant, Application Form number, Applicants’ DP ID, Client ID, PAN, address of the Applicant, number of Equity Shares applied for, date of Application Form, name and address of the relevant Designated Intermediary, where the Bid was submitted and ASBA Account number in which the amount equivalent to the Bid Amount was blocked. Further, the Applicant shall enclose the Acknowledgement Slip or provide the acknowledgement number received from the Designated Intermediaries in addition to the documents/information mentioned hereinabove. Our Company, BRLM and the Registrar accept no responsibility for errors, omissions, commission of any acts of the Designated Intermediaries, including any defaults in complying with its obligations under the SEBI ICDR Regulations.

#### **Disposal of Investor Grievances by our Company**

Our Company estimates that the average time required by our Company or the Registrar to the Issue for the redressal of routine investor grievances shall be within 15 Working Days from the date of receipt of the complaint. In case of complaints that are not routine or where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Our Company has appointed Akshit Nandkishor Soni, as the Company Secretary and Compliance Officer to redress complaints, if any, of the investors participating in the Issue. Contact details for our Company Secretary and Compliance Officer are as follows:

Akshit Nandkishor Soni

**Corrtech Energy Limited**

**Address:** Shed No 7, Survey No 407, Sp-3,  
New Ahmedabad Industrial Estate, Near Sarvodaya Hotel,  
Changodar Ahmedabad, Ahmedabad, Gujarat, India, 382213.

**Tel. No.:** +91-2717-688800

**Email:** [cs@corrtech.in](mailto:cs@corrtech.in)

Investors can contact the Compliance Officer or the Registrar in case of any pre-Issue or post-Issue related problems such as non-receipt of letters of allocation, credit of allotted Equity Shares in the respective beneficiary account etc.

Pursuant to the press release no. PR. No. 85/2011 dated June 8, 2011, SEBI has launched a centralized web-based complaints redress system "SCORES". This would enable investors to lodge and follow up their complaints and track the status of redressal of such complaints from anywhere. For more details, investors are requested to visit the website [www.scores.gov.in](http://www.scores.gov.in).

Our Board by a resolution on December 08, 2023 constituted a Stakeholders Relationship Committee. For further details, please refer to section titled "**Our Management**" beginning on page 150 of this Draft Red Herring Prospectus.

#### **Status of Investor Complaints**

We confirm that we have not received any investor complaint during the three years preceding the date of this Draft Red Herring Prospectus and hence there are no pending investor complaints as on the date of this Draft Red Herring Prospectus.

#### **Disposal of investor grievances by listed companies under the same management as our Company**

We do not have any listed company under the same management.

#### **Tax Implications**

Investors who are allotted Equity Shares in the Issue will be subject to capital gains tax on any resale of the Equity Shares at applicable rates, depending on the duration for which the investors have held the Equity Shares prior to such resale and whether the Equity Shares are sold on the Stock Exchanges. For details, please refer the section titled "**Statement of Special Tax Benefits**" beginning on page 90 of this Draft Red Herring Prospectus.

#### **Purchase of Property**

Other than as disclosed in Section "**Our Business**" beginning on page 113 of this Draft Red Herring Prospectus there is no property which has been purchased or acquired or is proposed to be purchased or acquired which is to be paid for wholly or partly from the proceeds of the present Issue or the purchase or acquisition of which has not been completed on the date of this Draft Red Herring Prospectus.

Except as stated elsewhere in this Draft Red Herring Prospectus, our Company has not purchased any property in which the Promoters and/or Directors have any direct or indirect interest in any payment made there under.

#### **Capitalization of Reserves or Profits**

Save and except as stated in "**Capital Structure**" on page 63 of this Draft Red Herring Prospectus, our Company has not capitalized its reserves or profits at any time since inception.

#### **Revaluation of assets**

There has not been any revaluation of assets since incorporation of the Company.

**Servicing Behavior**

There has been no default in payment of statutory dues or of interest or principal in respect of our borrowings or deposits.

**Payment or benefit to officers of Our Company**

Except statutory benefits upon termination of their employment in our Company or superannuation, no officer of our Company is entitled to any benefit upon termination of his employment in our Company or superannuation.

Except as disclosed under chapter titled "*Our Management*" beginning on page 150 and chapter "*Financial Information*" beginning on page 170 of this Draft Red Herring Prospectus none of the beneficiaries of loans and advances and sundry debtors are related to the Directors of our Company.

**Exemption from complying with any provisions of securities laws, if any**

As on date of the Draft Red Herring Prospectus, our Company has not availed any exemption from complying with any provisions of securities laws granted by SEBI.

## **SECTION VIII: ISSUE RELATED INFORMATION**

### **TERMS OF THE ISSUE**

*The Equity Shares being Issued are subject to the provisions of the Companies Act, SCRA, SCRR, SEBI (ICDR) Regulations, the SEBI Listing Regulations, our Memorandum and Articles of Association, the terms of the Draft Red Herring Prospectus, Prospectus, Application Form, any Confirmation of Allocation Note (“CAN”), the Revision Form, Allotment advices, and other terms and conditions as may be incorporated in the Allotment advices and other documents/certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to all applicable laws, guidelines, rules, notifications and regulations relating to the Issue of capital and listing and trading of securities issued from time to time by SEBI, the GoI, the Stock Exchange, the RoC, the RBI and/or other authorities, as in force on the date of the Issue and to the extent applicable or such other conditions as may be prescribed by SEBI, RBI, the GoI, the Stock Exchange, the RoC and/or any other authorities while granting its approval for the Issue.*

*Please note that, in terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors applying in a public issue shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self Certified Syndicate Banks (SCSBs) for the same. Further, SEBI through its UPI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 and circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, has introduced an alternate payment mechanism using Unified Payments Interface (UPI) and consequent reduction in timelines for listing in a phased manner. From December 1, 2023, the UPI Mechanism for RIIs applying through Designated Intermediaries was made effective alongwith the existing process existing timeline of T+3 days.*

*Further vide the said circular Registrar to the offer and Depository Participants have been also authorized to collect the Application forms. Investor may visit the official website of the concerned for any information on operationalization of this facility of form collection by the Registrar to the offer and Depository Participants as and when the same is made available.*

#### **Authority for the Issue**

The present Public Issue of upto 60,48,000 Equity Shares has been authorized by a resolution of the Board of Directors of our Company at their meeting held on December 08, 2023 and was approved by the Shareholders of the Company by passing Special Resolution at the Extra Ordinary General Meeting held on December 11, 2023 in accordance with the provisions of Section 62(1)(c) of the Companies Act, 2013.

#### **Ranking of Equity Shares**

The Equity Shares being issued shall be subject to the provisions of the Companies Act, 2013 and our MOA and AOA and shall rank pari-passu in all respects with the existing Equity Shares of our Company including rights in respect of dividend. The Allottees, upon Allotment of Equity Shares under this Issue, will be entitled to receive dividends and other corporate benefits, if any, declared by our Company after the date of Allotment. For further details, please refer to section titled, “**Main Provisions of Article of Association**”, beginning on page 318 of this Draft Red Herring Prospectus.

#### **Mode of Payment of Dividend**

The declaration and payment of dividend will be as per the provisions of Companies Act, the Articles of Association, the provision of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other rules, regulations or guidelines as may be issued by the Government of India in connection thereto and as per the recommendation by the Board of Directors and the Shareholders at their discretion and will depend on a number of factors, including but not limited to earnings, capital requirements and overall financial condition of our Company. We shall pay dividends in cash and as per provisions of the Companies Act and our Articles of Association. Further Interim Dividend (if any declared) will be approved by the Board of Directors. For further details, please refer to section titled “**Dividend Policy**” and “**Main Provisions of Article of Association**” beginning on page 169 and 318 respectively of this Draft Red Herring Prospectus.

#### **Face Value and Issue Price**

The face value of each Equity Share is ₹ 10.00 and the Issue Price at the lower end of the Price Band is ₹ [●] per Equity Share (“Floor Price”) and at the higher end of the Price Band is ₹ [●] per Equity Share (“Cap Price”). The Anchor Investor Issue Price is ₹ [●] per Equity Share.

The Price Band, employee discount, if any, and the minimum Bid Lot size will be decided by our Company in consultation with the BRLM, and will be advertised, at least two Working Days prior to the Bid/ Issue Opening Date, in all editions of [●], an English national daily newspaper and all editions of [●], a Hindi national daily newspaper and Gujarati edition of [●], a regional newspaper each with wide circulation and shall be made available to the Stock Exchange for the purpose of uploading on its website. The Price Band, along with the relevant financial ratios calculated at the Floor Price and at the Cap Price, shall be pre filled in the Bid cum Application Forms available on the website of the Stock Exchange. The Issue Price shall be determined by our Company and in consultation with the BRLM, after the Bid/ Issue Closing Date, on the basis of assessment of market demand for the Equity Shares offered by way of Book Building Process. At any given point of time there shall be only one denomination of the Equity Shares of our Company, subject to applicable laws.

### **Compliance with SEBI ICDR Regulations, 2018**

Our Company shall comply with all requirements of the SEBI (ICDR) Regulations. Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time.

### **Compliance with Disclosure and Accounting Norms**

Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time.

### **Rights of the Equity Shareholders**

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, the equity shareholders shall have the following rights:

- a) Right to receive dividend, if declared;
- b) Right to receive Annual Reports and notices to members;
- c) Right to attend general meetings and exercise voting rights, unless prohibited by law;
- d) Right to vote on a poll either in person or by proxy;
- e) Right to receive offer for rights shares and be allotted bonus shares, if announced;
- f) Right to receive surplus on liquidation; subject to any statutory or preferential claims being satisfied;
- g) Right of free transferability of the Equity Shares; and
- h) Such other rights, as may be available to a shareholder of a listed Public Limited Company under the Companies Act, terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Memorandum and Articles of Association of our Company.

For a detailed description of the main provision of the Articles of Association of our Company relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/ or consolidation/ splitting, etc., please refer to section titled “*Main Provisions of the Articles of Association*” beginning on page 318 of this Draft Red Herring Prospectus.

### **Minimum Application Value, Market Lot and Trading Lot**

As per regulations made under and Section 29(1) of the Companies Act, 2013 the Equity Shares to be allotted must be in Dematerialized form i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through electronic mode. Hence, the Equity Shares being issued can be applied for in the dematerialized form only. In this context, two agreements shall be signed among our Company, the respective Depositories and Registrar to the Issue.

Tripartite Agreement dated July 03, 2019 between NSDL, our Company and Registrar to the Issue; and Tripartite Agreement dated December 22, 2023 between CDSL, our Company and Registrar to the Issue;

The trading of the Equity Shares will happen in the minimum contract size of [●] Equity Shares and the same may be modified by the SME Platform of NSE (NSE Emerge) from time to time by giving prior notice to investors at large.

Allocation and allotment of Equity Shares through this issue will be done in multiples of [●] Equity Shares and is subject to a minimum allotment of [●] Equity Shares to the successful applicants in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012.

### **Employee Discount**

Employee discount, if any, may be offered to Eligible Employees bidding in the Employee Reservation Portion. Eligible Employees bidding in the Employee Reservation Portion at a price within the Price Band can make payment at Bid Amount, that is, Bid Amount net of employee discount, if any, as applicable at the time of making a Bid. Eligible Employees bidding in the Employee Reservation Portion at the Cut-Off Price have to ensure payment at the Cap Price, less employee discount, if any, as applicable, at the time of making a Bid.

### **Minimum Number of Allottees**

In accordance with Regulation 268 of SEBI (ICDR) Regulations, 2018 the minimum number of allottees in the Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50, no allotment will be made pursuant to this Issue and the monies collected shall be unblocked forthwith.

### **Jurisdiction**

Exclusive jurisdiction for the purpose of this Issue is with the competent courts/ authorities in Ahmedabad, Gujarat.

**The Equity Shares have not been and will not be registered under the Securities Act or any state securities laws in the United States, and may not be offered or sold within the United States, except pursuant to an exemption from or in a transaction not subject to, registration requirements of the Securities Act. Accordingly, the Equity Shares are only being offered or sold outside the United States in compliance with Regulation S under the Securities Act and the applicable laws of the jurisdictions where those offers and sales occur.**

**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 applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.**

### **Joint Holders**

Where 2 (two) or more persons are registered as the holders of any Equity Shares, they will be deemed to hold such Equity Shares as joint-holders with benefits of survivorship.

### **Nomination Facility to Investor**

In accordance with Section 72 of the Companies Act, 2013 the sole or first applicant, along with other joint applicant, may nominate any one person in whom, in the event of the death of sole applicant or in case of joint applicant, death of all the applicants, as the case may be, the Equity Shares allotted, if any, shall vest. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall in accordance with Section 72 of the Companies Act, 2013 be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale of equity share(s) by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at the Registered Office of our Company or to the Registrar and Transfer Agents of our Company.

In accordance with Section 72 of the Companies Act, 2013 any Person who becomes a nominee by virtue of Section 72 of the

Companies Act, 2013 shall upon the production of such evidence as may be required by the Board, elect either:

- a) to register himself or herself as the holder of the Equity Shares; or
- b) to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, the Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 (ninety) days, the Board may thereafter withhold payment of all dividends, bonuses or other moneys payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the allotment of Equity Shares in the Issue is in dematerialized form, there is no need to make a separate nomination with us. Nominations registered with the respective depository participant of the applicant would prevail. If the investors require changing the nomination, they are requested to inform their respective depository participant.

### Issue Program

Event	Indicative Date
Bid/ Issue Opening Date	[●] <sup>1</sup>
Bid/ Issue Closing Date	[●] <sup>2</sup>
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about [●]
Initiation of Allotment/ Refunds/ Unblocking of Funds from ASBA Account or UPI Id Linked Bank Account*	On or about [●]
Credit of Equity Shares to Demat Accounts of Allottees	On or about [●]
Commencement of Trading of The Equity Shares on the Stock Exchange	On or about [●]

*Note <sup>1</sup>Our Company in consultation with the Book Running Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date in accordance with the SEBI ICDR Regulations*

*<sup>2</sup>Our Company 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 delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/ Issue Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day for the entire duration of delay exceeding four Working Days from the Bid/ Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. For the avoidance of doubt, the provisions of the SEBI circular dated March 16, 2021, as amended pursuant to SEBI circular dated June 2, 2021 shall be deemed to be incorporated in the agreements to be entered into by and between the Company and the relevant intermediaries, to the extent applicable.

The above timetable is indicative and does not constitute any obligation on our Company or the Book Running Lead Manager. Whilst our Company shall ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on the Stock Exchange are taken within 6 Working Days of the Bid/Issue Closing Date, the timetable may change due to various factors, such as extension of the Bid/Issue Period by our Company, revision of the Price Band or any delays in receiving the final listing and trading approval from the Stock Exchange. The Commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchange and in accordance with the applicable laws.

Bid-Cum Application Forms and any revisions to the same will be accepted only between 10.00 A.M. to 5.00 P.M. (IST) during the Issue Period (except for the Bid/ Issue Closing Date). On the Bid/ Issue Closing Date, the Application Forms will be accepted only between 10.00 a.m. to 3.00 p.m. (IST) for retail and non-retail Applicants. The time for applying for Retail Individual Applicants on Bid/ Issue Closing Date maybe extended in consultation with the BRLM, RTA and NSE SME taking into account the total number of applications received up to the closure of timings.

On the Bid/ Issue Closing Date, the Bids shall be uploaded until:

- (i) 4.00 P.M. IST in case of Bids by QIBs and Non-Institutional Bidders, and
- (ii) until 5.00 P.M. IST or such extended time as permitted by the Stock Exchange, in case of Bids by Retail Individual Bidders.

On the Bid/ Issue Closing Date, extension of time will be granted by the Stock Exchange only for uploading Bids received from Retail Individual Bidders and Eligible Employees Bidding under the Employee Reservation Portion after taking into account the total number of Bids received and as reported by the BRLM to the Stock Exchange.

The Registrar to the Issue shall submit the details of cancelled/ withdrawn/ deleted applications to the SCSBs on a daily basis within 60 minutes of the Bid closure time from the Bid/ Issue Opening Date till the Bid/ Issue Closing Date by obtaining the same from the Stock Exchanges. The SCSBs shall unblock such applications by the closing hours of the Working Day and submit the confirmation to the BRLM and the RTA on a daily basis.

To avoid duplication, the facility of re-initiation provided to Syndicate Members, if any shall preferably be allowed only once per Bid/batch and as deemed fit by the Stock Exchange, after closure of the time for uploading Bids.

It is clarified that Bids not uploaded on the electronic bidding system or in respect of which the full Bid Amount is not blocked by SCSBs or not blocked under the UPI Mechanism in the relevant ASBA Account, as the case may be, would be rejected.

Due to the limitation of time available for uploading the Bid-Cum-Application Forms on the Bid/ Issue Closing Date, Bidders are advised to submit their applications one (1) day prior to the Bid/ Issue Closing Date and, in any case, not later than 3.00 P.M. (IST) on the Bid/ Issue Closing Date. Any time mentioned in this Draft Red Herring Prospectus is IST. Bidders are cautioned that, in the event a large number of Bid-Cum- Application Forms are received on the Bid/ Issue Closing Date, as is typically experienced in public Issue, some Bid-Cum- Application Forms may not get uploaded due to the lack of sufficient time. Such Bid-Cum- Application Forms that cannot be uploaded will not be considered for allocation under this Issue. Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holidays). Neither our Company nor the BRLM is liable for any failure in uploading the Bid-Cum- Application Forms due to faults in any software/hardware system or otherwise.

In accordance with SEBI ICDR Regulations, QIBs and Non-Institutional Bidders are not allowed to withdraw or lower the size of their Application (in terms of the quantity of the Equity Shares or the Application amount) at any stage. Retail Individual Bidders can revise or withdraw their Bid-Cum- Application Forms prior to the Bid/ Issue Closing Date. Allocation to Retail Individual Bidders, in this Issue will be on a proportionate basis.

In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid-Cum-Application Form, for a particular Bidder, the details as per the file received from Stock Exchange may be taken as the final data for the purpose of Allotment. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical or electronic Bid-Cum- Application Form, for a particular ASBA Bidder, the Registrar to the Issue shall ask the relevant SCSBs / RTAs / DPs / stock brokers, as the case may be, for the rectified data.

Our Company in consultation with the BRLM, reserves the right to revise the Price Band during the Bid/ Issue Period. The revision in the Price Band shall not exceed 20% on either side, i.e. the Floor Price can move up or down to the extent of 20% of the Floor Price and the Cap Price will be revised accordingly. The Floor Price shall not be less than the face value of the Equity Shares.

In case of any revision to the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days following such revision of the Price Band, subject to the Bid/ Issue Period not exceeding a total of 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/ 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, will be widely disseminated by notification to the Stock Exchange, by issuing a public notice, and also by indicating the change on the respective websites of the BRLM and the terminals of the Syndicate Members, if any and by intimation to SCSBs, other Designated Intermediaries and the Sponsor Bank, as applicable. In case of revision of Price Band, the Bid Lot shall remain the same.



## **Minimum Subscription and Underwriting**

This Issue is not restricted to any minimum subscription level and is 100% underwritten. As per Section 39 of the Companies Act, 2013, if the stated minimum amount has not been subscribed and the sum payable on application is not received within a period of 30 days from the date of the Prospectus, the application money has to be returned within such period as may be prescribed. If our Company does not receive the 100% subscription of the issue through the Issue Document including devolvement of Underwriters, if any, within sixty (60) days from the date of closure of the issue, our Company shall forthwith refund the entire subscription amount received. If there is a delay beyond eight days after our Company becomes liable to pay the amount, our Company and every officer in default will, on and from the expiry of this period, be jointly and severally liable to repay the money, with interest or other penalty as prescribed under the SEBI Regulations, the Companies Act 2013 and applicable law.

In terms of Regulation 272(2) of SEBI ICDR Regulations, in case the Company fails to obtain listing or trading permission from the stock exchanges where the specified securities are proposed to be listed, it shall refund through verifiable means the entire monies received within four days of receipt of intimation from stock exchange(s) rejecting the application for listing of specified securities, and if any such money is not repaid within four days after the issuer becomes liable to repay it, the issuer and every director of the company who is an officer in default shall, on and from the expiry of the fourth day, be jointly and severally liable to repay that money with interest at the rate of fifteen per cent per annum.

In terms of Regulation 260 of the SEBI (ICDR) Regulations, 2018, the Issue is 100% underwritten. For details of underwriting arrangement, kindly refer the chapter titled **“General Information - Underwriting”** on page 52 of this Draft Red Herring Prospectus.

Further, in accordance with Regulation 267 of the SEBI (ICDR) Regulations, 2018, the minimum application size in terms of number of specified securities shall not be less than Rupees One Lakh per application.

## **Migration to Main Board**

As per the provisions of the Chapter IX of the SEBI (ICDR) Regulation, 2018, our Company may migrate to the main board of NSE from the SME Exchange on a later date subject to the following:

If the Paid-up Capital of the company is likely to increase above ₹ 25 crores by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc. (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the promoter in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal and for which the company has obtained in-principal approval from the main board), we shall have to apply to NSE for listing our shares on its Main Board subject to the fulfillment of the eligibility criteria for listing of specified securities laid down by the Main Board.

If the Paid-up Capital of the company is more than ₹ 10 crores but below ₹ 25 crores, we may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the promoter in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

## **Market Making**

The shares offered through this Issue are proposed to be listed on the SME Platform of NSE (NSE Emerge), wherein the Book Running Lead Manager to this Issue shall ensure compulsory Market Making through the registered Market Makers of the SME Exchange for a minimum period of 3 (three) years from the date of listing on the SME platform of NSE.

For further details of the agreement entered into between the Company, the Book Running Lead Manager and the Market Maker please refer to section titled **“General Information - Details of the Market Making Arrangements for this Issue”** on page 52 of this Draft Red Herring Prospectus.

## **Arrangements for disposal of odd lots**

The trading of the Equity Shares will happen in the minimum contract size of [●] shares in terms of the SEBI circular No.

CIR/MRD/DSA/06/2012 dated February 21, 2012. However, the Market Maker shall buy the entire shareholding of a shareholder in one lot, where value of such shareholding is less than the minimum contract size allowed for trading on the SME platform of NSE.

### **As per the extent Guideline of the Government of India, OCBs cannot participate in this Issue**

The current provisions of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, provides a general permission for the NRIs, FPIs and foreign venture capital investors registered with SEBI to invest in shares of Indian companies by way of subscription in an IPO. However, such investments would be subject to other investment restrictions under the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, RBI and/or SEBI regulations as may be applicable to such investors.

The Allotment of the Equity Shares to Non-Residents shall be subject to the conditions, if any, as may be prescribed by the Government of India/RBI while granting such approvals.

### **Allotment of Equity Shares in Dematerialized Form**

Pursuant to Section 29 of the Companies Act, 2013, the Equity Shares in the Issue shall be allotted only in dematerialized form. Further, as per the SEBI ICDR Regulations, the trading of the Equity Shares shall only be in dematerialized form on the Stock Exchange.

### **New Financial Instruments**

There are no new financial instruments such as deep discounted bonds, debenture, warrants, secured premium notes, etc. issued by our Company through this Issue.

### **Application by Eligible NRI's, FPI's, VCF's, AIF's registered with SEBI**

It is to be understood that there is no reservation for Eligible NRIs, FPIs or VCF registered with SEBI. Such Eligible NRIs, FPIs or VCF registered with SEBI will be treated on the same basis with other categories for the purpose of Allocation.

### **Restrictions on transfer and transmission of shares or debentures and on their consolidation or splitting**

Except for lock-in of the Pre- Issue Equity Shares and Promoter minimum contribution in the Issue as detailed under section titled "*Capital Structure*" beginning on page 63 of this Draft Red Herring Prospectus, and except as provided in the Articles of Association of our Company, there are no restrictions on transfers of Equity Shares. There are no restrictions on transfer and transmission of shares/ debentures and on their consolidation/ splitting except as provided in the Articles of Association. For further details, please refer to section titled "*Main Provisions of the Articles of Association*" beginning on page 318 of this Draft Red Herring Prospectus.

### **Pre-Issue Advertisement**

Subject to Section 30 of the Companies Act, 2013 our Company shall, after filing the Red Herring Prospectus/ Prospectus with the RoC publish a pre-Issue advertisement, in the form prescribed by the SEBI (ICDR) Regulations, in one widely circulated English language national daily newspaper; one widely circulated Hindi language national daily newspaper and one regional newspaper with wide circulation where the Registered Office of our Company is situated.

### **Withdrawal of the Issue**

Our Company in consultation with the BRLM, reserve the right to not to proceed with the issue after the Bid/ Issue Opening date but before the Allotment. In such an event, our Company would issue a public notice in the newspaper in which the pre-issue advertisements were published, within two days of the Bid/ Issue Closing date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the issue. The BRLM through, the Registrar of the issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Bidders within one working day from the date of receipt of such notification. Our Company shall also inform the same to the stock exchange on which equity shares are proposed to be listed.

*The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated hereinabove. Our Company and the Book Running Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws and regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws and regulations.*

## ISSUE STRUCTURE

This Issue is being made in terms of Regulation 229(2) of Chapter IX of SEBI (ICDR) Regulations, 2018, as amended from time to time, whereby, an issuer whose post issue paid up capital is more than ten Crore rupees but less than twenty five crore rupees, shall issue shares to the public and propose to list the same on the Small and Medium Enterprise Exchange (“*SME Exchange*”, in this case being the NSE Emerge i.e., SME platform of NSE). For further details regarding the salient features and terms of such an issue please refer chapter titled “*Terms of the Issue*” and “*Issue Procedure*” on page 273 and 286 of this Draft Red Herring Prospectus.

### Issue Structure:

Initial Public Issue of upto 60,48,000 Equity Shares of ₹ 10 each (*the “Equity Shares”*) for cash at a price of ₹. [●] per Equity Share (including a Share Premium of ₹ [●] per Equity Share), aggregating up to ₹ [●] Mn (*“the Issue”*) by the issuer Company (the “Company”).

The Issue comprises a reservation of upto 3,04,000 Equity Shares of ₹ 10 each for subscription by the designated Market Maker (*“the Market Maker Reservation Portion”*) and upto [●] Equity Shares of ₹ 10 each for subscription by Employee Reservation Portion and Net Issue to Public of upto [●] Equity Shares of ₹ 10 each (*“the Net Issue”*). The Issue and the Net Issue will constitute 26.47% and [●] %, respectively of the post Issue paid up equity share capital of the Company. The Issue is being made through the Book Building Process.

Particulars of the Issue <sup>(2)</sup>	Market Maker Reservation Portion	Employee Reservation Portion	QIBs <sup>(1)</sup>	Non-Institutional Investors	Retail Individual Investors
<b>Number of Equity Shares available for allocation</b>	Upto [●] Equity Shares	Upto [●] Equity Shares	Not more than [●] Equity Shares	Not less than [●] Equity Shares	Not less than [●] Equity Shares
<b>Percentage of Issue available for allocation</b>	[●] of the Issue Size	The Employee Reservation Portion shall constitute up to 0.50% of the post-Issue paid up Equity Share capital of our Company.	Not more than 50% of the Net Issue being available for allocation to QIB Bidders. However, up to 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be added to the Net QIB Portion	Not less than 15% of the Net Issue	Not less than 35% of the Net Issue
<b>Basis of Allotment <sup>(3)</sup></b>	Firm Allotment	Proportionate#; unless the Employee Reservation Portion is undersubscribed, the value of	Proportionate as follows (excluding the Anchor Investor Portion): (a) Up to [●] Equity Shares shall be available for allocation on a	Proportionate basis subject to minimum allotment of [●] Equity Shares and further allotment	Proportionate basis subject to minimum allotment of [●] Equity Shares

Particulars of the Issue <sup>(2)</sup>	Market Maker Reservation Portion	Employee Reservation Portion	QIBs <sup>(1)</sup>	Non-Institutional Investors	Retail Individual Investors
		allocation to an Eligible Employee shall not exceed ₹200,000. In the event of undersubscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees for a value exceeding ₹200,000, subject to total Allotment to an Eligible Employee not exceeding ₹500,000 (net of discount, if any).	proportionate basis to Mutual Funds only; and (b) Up to [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above.  Up to 60% of the QIB Portion (of up to [●] Equity Shares may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to Mutual Funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price	in multiples of [●] Equity Shares	
<b>Mode of Allotment</b>	Compulsorily in dematerialized form.				
<b>Minimum Bid Size</b>	[●] Equity Shares	Such number of Equity Shares and in multiples of [●] Equity Shares that the Bid Amount exceeds ₹200,000	Such number of Equity Shares and in multiples of [●] Equity Shares that the Bid Amount exceeds ₹200,000	Such number of Equity Shares and in multiples of [●] Equity Shares that the Bid Amount exceeds ₹200,000	[●] Equity Shares
<b>Maximum Bid Size</b>	[●] Equity Shares	Such number of Equity Shares in multiples of [●] Equity Shares, so that the maximum Bid Amount by each Eligible Employee in Eligible Employee Portion does not exceed ₹500,000 (net of employee discount, if any).	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Net Issue, subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Net Issue (excluding the QIB portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹200,000

Particulars of the Issue <sup>(2)</sup>	Market Maker Reservation Portion	Employee Reservation Portion	QIBs <sup>(1)</sup>	Non-Institutional Investors	Retail Individual Investors
<b>Trading Lot</b>	[●] Equity Shares, However the Market Maker may accept odd lots if any in the market as required under the SEBI (ICDR) Regulations, 2018.	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof
<b>Terms of Payment</b>	Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank through the UPI Mechanism, that is specified in the ASBA Form at the time of submission of the ASBA Form. In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids <sup>(4)</sup>				
<b>Mode of Bid</b>	Only through the ASBA process.	Only through the ASBA process.	Only through the ASBA process. (Except for Anchor investors)	Only through the ASBA process	Through ASBA Process Through Banks or by using UPI ID for payment

*Eligible Employees Bidding in the Employee Reservation Portion can Bid up to a Bid Amount of ₹500,000. However, a Bid by an Eligible Employee in the Employee Reservation Portion will be considered for allocation, in the first instance, for a Bid Amount of up to ₹200,000. In the event of under-subscription in the Employee Reservation Portion the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Issue and such Bids will not be treated as multiple Bids subject to applicable limits. Eligible Employee can also apply under Retail Portion. However, Bids by Eligible Employees in the Employee Reservation Portion and in the Non-Institutional Portion shall be treated as multiple Bids, only if Eligible Employee has made an application of more than ₹200,000 (net of employee discount, if any) in the Employee Reservation Portion. The unsubscribed portion if any, in the Employee Reservation Portion shall be added back to the Net Issue. In case of under-subscription in the Net Issue, spill-over to the extent of such under-subscription shall be permitted from the Employee Reservation Portion*

*This Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time.*

- <sup>(1)</sup> *Our Company may, in consultation with the Book Running Lead Manager, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price Anchor Investor Allocation Price.*
- <sup>(2)</sup> *In terms of Rule 19(2) of the SCRR read with Regulation 252 of the SEBI (ICDR) Regulations, 2018 this is an Issue for at least 25% of the post issue paid-up Equity share capital of the Company. This Issue is being made through Book Building Process, wherein allocation to the public shall be as per Regulation 252 of the SEBI (ICDR) Regulations.*
- <sup>(3)</sup> *Subject to valid Bids being received at or above the Issue Price, undersubscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the Book Running Lead Manager and the Designated Stock Exchange, subject to applicable laws.*
- <sup>(4)</sup> *Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Bid-cum-Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Issue Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN.*

The Bids by FPIs with certain structures as described under “*Issue Procedure - Bids by FPIs*” on pages 286 and having same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with same PAN) may be proportionately distributed.

Eligible Employees Bidding in the Employee Reservation Portion at a price within the Price Band can make payment based on Bid Amount, at the time of making a Bid. Eligible Employees Bidding in the Employee Reservation Portion at the Cut-Off Price have to ensure payment at the Cap Price, at the time of making a Bid.

If the Bid is submitted in joint names, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the depository account held in joint names. The signature of only the first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Bidders will be required to confirm and will be deemed to have represented to our Company, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.

### **Withdrawal of the Issue**

In accordance with SEBI (ICDR) Regulations, the Company, in consultation with the Book Running Lead Manager, reserves the right not to proceed with the Issue at any time before the Bid/Issue Opening Date, without assigning any reason thereof.

In case, the Company wishes to withdraw the Issue after Bid/Issue Opening but before allotment, the Company will give public notice giving reasons for withdrawal of Issue. The public notice will appear in two widely circulated national newspapers (*one each in English and Hindi*) and one in regional newspaper.

The Book Running Lead Manager, through the Registrar to the Issue, will instruct the SCSBs, to unblock the ASBA Accounts within one Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same newspapers where the pre-Issue advertisements have appeared and the Stock Exchange will also be informed promptly.

If our Company withdraws the Issue after the Bid/Issue Closing Date and subsequently decides to undertake a public offering of Equity Shares, our Company will file a fresh Draft Red Herring Prospectus with the stock exchange where the Equity Shares may be proposed to be listed.

Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approvals of the Stock Exchange, which our Company will apply for only after Allotment; and (ii) filing of the Red Herring Prospectus/ Prospectus with ROC.

### **Issue Program**

<b>Event</b>	<b>Indicative Dates</b>
Bid/ Issue Opening Date	[●] <sup>1</sup>
Bid/ Issue Closing Date	[●] <sup>2</sup>
Finalization of Basis of Allotment with the Designated Stock Exchange	[●]
Initiation of Allotment/ Refunds/ Unblocking of Funds from ASBA Account or UPI ID linked bank account	[●]
Credit of Equity Shares to Demat accounts of Allottees	[●]
Commencement of trading of the Equity Shares on the Stock Exchange	[●]

The above time table is indicative and does not constitute any obligation on our Company. Whilst our Company shall ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on NSE Emerge platform is taken within Three Working Days from the Issue Closing Date, the timetable may change due to various factors, such as extension of the Issue Period by our Company or any delays in receiving the final listing and trading approval from the Stock Exchange. The Commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchange and in accordance with the applicable laws.

*Note <sup>1</sup>Our Company in consultation with the Book Running Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date in accordance with the SEBI ICDR Regulations*

*<sup>2</sup>Our Company 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.*

Applications and any revisions to the same will be accepted only between 10.00 A.M. to 5.00 P.M. (Indian Standard Time) during the Issue Period at the Application Centers mentioned in the Bid-Cum Application Form.

Standardization of cut-off time for uploading of applications on the Bid/ Issue Closing Date:

- a) A standard cut-off time of 3.00 P.M. for acceptance of applications.
- b) A standard cut-off time of 4.00 P.M. for uploading of applications received from other than retail individual applicants.
- c) A standard cut-off time of 5.00 P.M. for uploading of applications received from only retail individual applicants, which may be extended up to such time as deemed fit by BSE after taking into account the total number of applications received up to the closure of timings and reported by BRLM to NSE within half an hour of such closure.

It is clarified that Applications not uploaded would be rejected. In case of discrepancy in the data entered in the electronic form vis-à-vis the data contained in the physical Bid-Cum Application form, for a particular applicant, the details as per physical Bid-Cum application form of that Applicant may be taken as the final data for the purpose of allotment.

Bids will be accepted only on Working Days, i.e., Monday to Friday (excluding bank holidays).



## **ISSUE PROCEDURE**

*All applicants should read the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 issued by SEBI and the UPI Circulars “the General Information Document” which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, 2013, SCRA, the SCRR and the SEBI ICDR Regulations which is part of the Abridged Prospectus accompanying the Bid cum Application Form. The General Information Document is available on the websites of the Stock Exchanges and the BRLMs. Please refer to the relevant provisions of the General Information Document which are applicable to the Issue.*

*Additionally, all applicants may refer to the General Information Document for information, in relation to (i) category of Bidders eligible to participate in the Issue; (ii) maximum and minimum Application size; (iii) price discovery and allocation; (iv) payment instructions for ASBA Bidders (v) issuance of Confirmation of Allocation Note (“CAN”) and Allotment in the Issue; (vi) general instructions (limited to instructions for completing the Bid Cum Application Form); (vii) Designated Date; (viii) disposal of Applications and electronic registration of bids; (ix) submission of Bid Cum Application Form; (x) other instructions (limited to joint Applications in cases of individual, multiple Applications and instances when an Application would be rejected on technical grounds); (xi) applicable provisions of Companies Act, 2013 relating to punishment for fictitious Applications; (xii) mode of making refunds; and (xiii) interest in case of delay in Allotment or refund.*

*SEBI through its UPI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 and circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, has introduced an alternate payment mechanism using Unified Payments Interface (UPI) and consequent reduction in timelines for listing in a phased manner. From December 1, 2023, the UPI Mechanism for RIIs applying through Designated Intermediaries was made effective alongwith the existing process existing timeline of T+3 days.*

*The list of Banks that have been notified by SEBI as Issuer Banks for UPI are provided on <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40>. The list of Stockbrokers, Depository Participants (DP), Registrar to an Issue and Share Transfer Agent (RTA) that have been notified by SME Platform of NSE (“NSE Emerge”) to act as intermediaries for submitting Application Forms are provided on [www.bseindia.com](http://www.bseindia.com). For details on their designated branches for submitting Application Forms, please see the above mentioned website of Platform of NSE (“NSE Emerge”).*

*Please note that the information stated/covered in this section may not be complete and/or accurate and as such would be subject to modification/change. Our Company and Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated in this section and the General Information Document. Our Company and Book Running Lead Manager would not be able to include any amendment, modification or change in applicable law, which may occur after the date of the Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that their application do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in this Draft Red Herring Prospectus and the Red Herring Prospectus.*

All SCSBs offering facility of making application in public issues shall also provide facility to make application using the UPI Mechanism. The Issuers will be required to appoint one of the SCSBs as a sponsor bank to act as a conduit between the Stock Exchanges and NPCI in order to facilitate collection of requests and / or payment instructions of the Retail Individual Applicants into the UPI mechanism.

For further details, refer to the General Information Document available on the websites of the Stock Exchanges and the Book Running Lead Manager.

### **PART A**

#### **Book Building Procedure**

In terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the “SCRR”) read with Regulation 252 of SEBI ICDR Regulations, 2018, the Issue is being made for at least 25% of the post-Issue paid-up Equity Share capital of our Company. The Issue is being made under Regulation 229(2) of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 via book building process wherein not more than 50% of the Issue shall be allocated on a

proportionate basis to QIBs, provided that our Company and may, in consultation with the BRLM, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion. Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. Furthermore, up to [●] Equity Shares shall be made available for allocation on a proportionate basis only to Eligible Employees Bidding in the Employee Reservation Portion, subject to valid Bids being received at or above the Issue Price, if any.

Subject to valid Bids being received at or above the Issue Price, undersubscription, if any, in any category, except the QIB Portion, would be allowed to be met with spill-over from any other category or a combination of categories at the discretion of our Company in consultation with the BRLM, and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spillover from other categories or a combination of categories. Further, in the event of an under-subscription in the Employee Reservation Portion, such unsubscribed portion may be Allotted on a proportionate basis to Eligible Employees Bidding in the Employee Reservation Portion, for a value in excess of ₹200,000 (net of employee discount, if any), subject to the total Allotment to an Eligible Employee not exceeding ₹500,000 (net of employee discount, if any). The unsubscribed portion, if any, in the Employee Reservation Portion shall be added to the Net Issue.

The Equity Shares, on Allotment, shall be traded only in the dematerialised segment of the Stock Exchanges.

***Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialized form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, PAN and UPI ID, as applicable, shall be treated as incomplete and will be rejected. Eligible Employees Bidding in the Employee Reservation Portion Bidding using the UPI Mechanism, shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.***

### **Bid cum Application Form**

Copies of the Bid cum Application Form (other than for Anchor Investors) and the abridged prospectus will be available at the offices of the BRLM, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of the NSE, at least one day prior to the Bid/Issue Opening Date.

Copies of the Anchor Investor Application Form will be available at the offices of the BRLM.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Issue only through the ASBA process. ASBA Bidders must provide either (i) the bank account details and authorisation to block funds in the ASBA Form, or (ii) the UPI ID, as applicable, in the relevant space provided in the ASBA Form. The ASBA Forms that do not contain such details are liable to be rejected. Applications made by the RIIs using third party bank account or using third party linked bank account UPI ID are liable for rejection. Anchor Investors are not permitted to participate in the Offer through the ASBA process. ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the relevant Designated Intermediary, submitted at the relevant Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stamp are liable to be rejected. Since the Offer is made under Phase II of the UPI Circulars, ASBA Bidders may submit the ASBA Form in the manner below:

- i. RIIs (other than the RIIs using UPI Mechanism) may submit their ASBA Forms with SCSBs (physically or online, as applicable), or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

- ii. RIIs using the UPI Mechanism, may submit their ASBA Forms with the Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.
- iii. QIBs and NIBs may submit their ASBA Forms with SCSBs, Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs.

**Anchor Investors are not permitted to participate in the issue through the ASBA process.**

For Anchor Investors, the Anchor Investor Application Form will be available at the office of the BRLM. ASBA Bidders are also required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Bid Amount which can be blocked by the SCSB.

The prescribed colour of the Bid cum Application Form for various categories is as follows:

Category	Colour*
Anchor Investor**	[●]
Indian Public / eligible NRI's applying on a non-repatriation basis (ASBA)	[●]
Non-Residents including eligible NRI's, FPI's, FIIs, FVCIs, etc. applying on a repatriation basis (ASBA)	[●]
Eligible Employee Bidding in the Employee Reservation Portion***	[●]

\*Excluding Electronic Bid cum Application Form

\*\* Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.

\*\*\*Bid cum application Forms for Eligible Employees shall be available at the Registered and Corporate Office of the Company.

Designated Intermediaries (other than SCSBs) after accepting Bid Cum Application Form submitted by RIIs (without using UPI for payment), NIIs and QIBs shall capture and upload the relevant details in the electronic bidding system of stock exchange(s) and shall submit/deliver the Bid Cum Application Forms to respective SCSBs where the Bidders has a bank account and shall not submit it to any non-SCSB Bank.

Further, for applications submitted to designated intermediaries (other than SCSBs), with use of UPI for payment, after accepting the Bid Cum Application Form, respective intermediary shall capture and upload the relevant application details, including UPI ID, in the electronic bidding system of stock exchange(s).

Bidders shall only use the specified Bid Cum Application Form for making an Application in terms of the Draft Red Herring Prospectus.

The Bid Cum Application Form shall contain information about the Bidder and the price and the number of Equity Shares that the Bidders wish to apply for. Bid Cum Application Forms downloaded and printed from the websites of the Stock Exchange shall bear a system generated unique application number. Bidders are required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Application Amount can be blocked by the SCSB or Sponsor Bank at the time of submitting the Application.

An Investor, intending to subscribe to this Issue, shall submit a completed Bid Cum Application Form to any of the following intermediaries (Collectively called – Designated Intermediaries’)

Sr. No.	Designated Intermediaries
1.	An SCSB, with whom the bank account to be blocked, is maintained
2.	A syndicate member (or sub-syndicate member)
3.	A stock broker registered with a recognized stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity) ('broker')
4.	A depository participant ('DP') (whose name is mentioned on the website of the stock exchange as eligible for this activity)

5.	A registrar to an issue and share transfer agent ('RTA') (whose name is mentioned on the website of the stock exchange as eligible for this activity)
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*Retails investors submitting application with any of the entities at (ii) to (v) above (hereinafter referred as "Intermediaries"), and intending to use UPI, shall also enter their UPI ID in the Bid Cum Application Form.*

*The aforesaid intermediary shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.*

The upload of the details in the electronic bidding system of stock exchange will be done by:

<b>For Applications submitted by Investors to SCSB</b>	After accepting the form, SCSB shall capture and upload the relevant details in the electronic bidding system as specified by the stock exchange and may begin blocking funds available in the bank account specified in the form, to the extent of the application money specified.
<b>For applications submitted by investors to intermediaries other than SCSBs</b>	After accepting the Bid Cum Application Form, respective Intermediary shall capture and upload the relevant details in the electronic bidding system of the stock exchange. Post uploading, they shall forward a schedule as per prescribed format along with the Bid Cum Application Forms to designated branches of the respective SCSBs for blocking of funds within one day of closure of Issue.
<b>For applications submitted by investors to intermediaries other than SCSBs with use of UPI for payment</b>	After accepting the Bid Cum Application Form, respective intermediary shall capture and upload the relevant application details, including UPI ID, in the electronic bidding system of stock exchange. Stock exchange shall share application details including the UPI ID with sponsor bank on a continuous basis, to enable sponsor bank to initiate mandate request on investors for blocking of funds. Sponsor bank shall initiate request for blocking of funds through NPCI to investor. Investor to accept mandate request for blocking of funds, on his/her mobile application, associated with UPI ID linked bank account.

Stock exchange shall validate the electronic bid details with depository's records for DP ID/Client ID and PAN, on a real-time basis and bring the inconsistencies to the notice of intermediaries concerned, for rectification and re-submission within the time specified by stock exchange.

Stock exchange shall allow modification of selected fields viz. DP ID/Client ID or Pan ID (Either DP ID/Client ID or Pan ID can be modified but not BOTH), Bank code and Location code, in the bid details already uploaded.

Upon completion and submission of the Bid Cum Application Form to Application Collecting intermediaries, the Bidders are deemed to have authorized our Company to make the necessary changes in the Draft Red Herring Prospectus, without prior or subsequent notice of such changes to the Bidders.

#### **Availability of Draft Red Herring Prospectus and Bid Cum Application Forms**

Copies of the Bid cum Application Form and the abridged prospectus will be available at the offices of the BRLM, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of SCSBs (via Internet Banking) and NSE ([www.nseindia.com](http://www.nseindia.com)) at least one day prior to the Bid/Issue Opening Date.

Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.

#### **Who can Bid?**

Each Bidder should check whether it is eligible to apply under applicable law, rules, regulations, guidelines and policies. Furthermore, certain categories of Bidders, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Issue or to hold Equity Shares, in excess of certain limits specified under applicable law. Bidders are requested to refer to the DRHP for more details.

Subject to the above, an illustrative list of Bidders is as follows:

- a) Indian nationals' resident in India who are not incompetent to contract under the Indian Contract Act, 1872, as amended, in single or as a joint application and minors having valid Demat account as per Demographic Details provided by the Depositories. Furthermore, based on the information provided by the Depositories, our Company shall have the right to accept the Applications belonging to an account for the benefit of minor (under guardianship);
- b) Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the application is being made in the name of the HUF in the Bid Cum Application Form as follows: -Name of Sole or First Bidder: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;
- c) Companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
- d) Mutual Funds registered with SEBI;
- e) Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Issue;
- f) Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);
- g) FPIs other than Category III FPI; VCFs and FVCIs registered with SEBI;
- h) Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
- i) Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the Non-Institutional Bidder 's category;
- j) Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;
- k) Foreign Venture Capital Investors registered with the SEBI;
- l) Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;
- m) Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
- n) Insurance Companies registered with Insurance Regulatory and Development Authority, India;
- o) Provident Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;
- p) Pension Funds and Pension Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;
- q) National Investment Fund set up by Resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;
- r) Multilateral and bilateral development financial institution;
- s) Eligible QFIs;
- t) Insurance funds set up and managed by army, navy or air force of the Union of India;
- u) Insurance funds set up and managed by the Department of Posts, India;
- v) Any other person eligible to apply in this Issue, under the laws, rules, regulations, guidelines and policies applicable to them.

**Applications not to be made by:**

1. Minors (except through their Guardians)
2. Partnership firms or their nominations
3. Foreign Nationals (except NRIs)
4. Overseas Corporate Bodies

**As per the existing regulations, OCBs are not eligible to participate in this Issue. The RBI has however clarified in its circular, A.P. (DIR Series) Circular No. 44, dated December 8, 2003 that OCBs which are incorporated and are not under the adverse notice of the RBI are permitted to undertake fresh investments as 138 incorporated non-resident entities in terms of Regulation 5(1) of RBI Notification No.20/2000-RB dated May 3, 2000 under FDI Scheme with the prior approval of Government if the investment is through Government Route and with the prior approval of RBI if the investment is through Automatic Route on case by case basis. OCBs may invest in this Issue provided it obtains a prior approval from the RBI. On submission of such approval along with the Bid Cum Application Form, the OCB shall be eligible to be considered for share allocation.**

**MAXIMUM AND MINIMUM APPLICATION SIZE**

## 1. For Retail Individual Bidders

The Application must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter, so as to ensure that the Application Price payable by the Bidder does not exceed ₹2,00,000. In case of revision of Applications, the Retail Individual Bidders have to ensure that the Application Price does not exceed ₹2,00,000.

## 2. For Other than Retail Individual Bidders (Non-Institutional Applicants and QIBs):

The Application must be for a minimum of such number of Equity Shares that the Application Amount exceeds ₹2,00,000 and in multiples of [●] Equity Shares thereafter. An application cannot be submitted for more than the Net Issue Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Bidder cannot withdraw its Application after the Issue Closing Date and is required to pay 100% QIB Margin upon submission of Application.

In case of revision in Applications, the Non-Institutional Bidders, who are individuals, have to ensure that the Application Amount is greater than ₹2,00,000 for being considered for allocation in the Non-Institutional Portion.

**Bidders are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Draft Red Herring Prospectus.**

**The above information is given for the benefit of the Bidders. The Company and the BRLMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.**

## METHOD OF BIDDING PROCESS

Our Company in consultation with the BRLM will decide the Price Band and the minimum Bid lot size for the Issue and the same shall be advertised in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Gujarati Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation at least two Working Days prior to the Bid/ Issue Opening Date. The BRLM and the SCSBs shall accept Bids from the Bidders during the Bid/ Issue Period.

- a) The Bid / Issue Period shall be for a minimum of three Working Days and shall not exceed 10 Working Days. The Bid/ Issue Period maybe extended, if required, by an additional three Working Days, subject to the total Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be published in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Gujarati Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation and also by indicating the change on the websites of the Book Running Lead Manager.
- b) During the Bid/ Issue Period, Retail Individual Bidders, should approach the BRLM or their authorized agents to register their Bids. The BRLM shall accept Bids from Anchor Investors and ASBA Bidders in Specified Cities and it shall have the right to vet the Bids during the Bid/ Issue Period in accordance with the terms of the Red Herring Prospectus. ASBA Bidders should approach the Designated Branches or the BRLM (for the Bids to be submitted in the Specified Cities) to register their Bids.
- c) Each Bid cum Application Form will give the Bidder the choice to Bid for up to three optional prices (for details refer to the paragraph titled “Bids at Different Price Levels and Revision of Bids” below) within the Price Band and specify the demand (i.e., the number of Equity Shares Bid for) in each option. The price and demand options submitted by the Bidder in the Bid cum Application Form will be treated as optional demands from the Bidder and will not be cumulated. After determination of the Issue Price, the maximum number of Equity Shares Bid for by a Bidder/Applicant at or above the Issue Price will be considered for allocation/Allotment and the rest of the Bid(s), irrespective of the Bid Amount, will become automatically invalid.

- d) The Bidder/ Applicant cannot Bid through another Bid cum Application Form after Bids through one Bid cum Application Form have been submitted to a BRLM or the SCSBs. Submission of a second Bid cum Application Form to either the same or to another BRLM or SCSB will be treated as multiple Bid and is liable to be rejected either before entering the Bid into the electronic bidding system, or at any point of time prior to the allocation or Allotment of Equity Shares in this Issue. However, the Bidder can revise the Bid through the Revision Form, the procedure for which is detailed under the paragraph “Buildup of the Book and Revision of Bids”.
- e) Except in relation to the Bids received from the Anchor Investors, the BRLM/the SCSBs will enter each Bid option into the electronic bidding system as a separate Bid and generate a Transaction Registration Slip, (“TRS”), for each price and demand option and give the same to the Bidder. Therefore, a Bidder can receive up to three TRSs for each Bid cum Application Form
- f) The BRLM shall accept the Bids from the Anchor Investors during the Anchor Investor Bid/ Issue Period i.e., one working day prior to the Bid/ Issue Opening Date. Bids by QIBs under the Anchor Investor Portion and the QIB Portion shall not be considered as multiple Bids.
- g) Along with the Bid cum Application Form, Anchor Investors will make payment in the manner described in “*Escrow Mechanism - Terms of payment and payment into the Escrow Accounts*” in the section “*Issue Procedure*” beginning on page 286 of this Draft Red Herring Prospectus
- h) Upon receipt of the Bid cum Application Form, submitted whether in physical or electronic mode, the Designated Branch of the SCSB shall verify if sufficient funds equal to the Bid Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form prior to uploading such Bids with the Stock Exchange.
- i) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB shall reject such Bids and shall not upload such Bids with the Stock Exchange.
- j) If sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Bid Amount mentioned in the Bid cum Application Form and will enter each Bid option into the electronic bidding system as a separate Bid and generate a TRS for each price and demand option. The TRS shall be furnished to the ASBA Bidder on request.
- k) The Bid Amount shall remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal/failure of the Issue or until withdrawal/rejection of the Bid cum Application Form, as the case may be. Once the Basis of Allotment is finalized, the Registrar to the Issue shall send an appropriate request to the SCSB for unblocking the relevant ASBA Accounts and for transferring the amount allocable to the successful Bidders to the Public Issue Account. In case of withdrawal/failure of the Issue, the blocked amount shall be unblocked on receipt of such information from the Registrar to the Issue.

#### **BIDS AT DIFFERENT PRICE LEVELS AND REVISION OF BIDS**

- a. Our Company in consultation with the BRLM, and without the prior approval of, or intimation, to the Bidders, reserves the right to revise the Price Band during the Bid/ Issue Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side i.e. the floor price can move up or down to the extent of 20% of the floor price disclosed. If the revised price band decided, falls within two different price bands than the minimum application lot size shall be decided based on the price band in which the higher price falls into.
- b. Our Company in consultation with the BRLM, will finalize the Issue Price within the Price Band, without the prior approval of, or intimation, to the Bidders.
- c. The Bidders can Bid at any price within the Price Band. The Bidder has to Bid for the desired number of Equity Shares at a specific price. Retail Individual bidders may bid at the Cut-off Price. However, bidding at the Cut-off Price is prohibited for QIB and Non-Institutional Bidders and such Bids from QIB and Non-Institutional Bidders shall be rejected.

- d. Retail Individual Bidders, who Bid at Cut-off Price agree that they shall purchase the Equity Shares at any price within the Price Band. Retail Individual Bidders shall submit the Bid cum Application Form along with a cheque/demand draft for the Bid Amount based on the Cap Price with the Syndicate. In case of ASBA Bidders (excluding Non-Institutional Bidders and QIB Bidders) bidding at Cut-off Price, the ASBA Bidders shall instruct the SCSBs to block an amount based on the Cap Price.
- e. The price of the specified securities offered to an anchor investor shall not be lower than the price offered to other applicants.

#### **Participation by Associates / Affiliates of BRLM and the Syndicate Members**

The BRLM and the Syndicate Members, if any, shall not be allowed to purchase in this Issue in any manner, except towards fulfilling their underwriting obligations. However, the associates and affiliates of the BRLM and the Syndicate Members, if any, may subscribe the Equity Shares in the Issue, either in the QIB Category or in the Non-Institutional Category as may be applicable to such Bidders, where the allocation is on a proportionate basis and such subscription may be on their own account or on behalf of their clients.

Neither the BRLM nor any persons related to the BRLM (other than Mutual Funds sponsored by entities related to the BRLM), Promoters and Promoter Group can apply in the Issue under the Anchor Investor Portion.

#### **Option to Subscribe in the Issue**

- a. As per Section 29(1) of the Companies Act 2013, allotment of Equity Shares shall be made in dematerialized form only. Investors will not have the option of getting allotment of specified securities in physical form.
- b. The Equity Shares, on allotment, shall be traded on the Stock Exchange in demat segment only.
- c. A single application from any investor shall not exceed the investment limit/minimum number of Equity Shares that can be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

#### **Information for the Bidders**

1. Our Company and the Book Running Lead Manager shall declare the Bid/ Issue Opening Date and Bid/ Issue Closing Date in the Draft Red Herring Prospectus to be registered with the RoC and also publish the same in two national newspapers (one each in English and Hindi) and in a regional newspaper with wide circulation. This advertisement shall be in prescribed format.
2. Our Company will file the Red Herring Prospectus with the RoC at least 3 (three) days before the Bid/ Issue Opening Date.
3. Copies of the Bid Cum Application Form along with Abridged Prospectus and copies of the Draft Red Herring Prospectus will be available with the, the Book Running Lead Manager, the Registrar to the Issue, and at the Registered Office of our Company. Electronic Bid Cum Application Forms will also be available on the websites of the Stock Exchange.
4. Any Bidder who would like to obtain the Draft Red Herring Prospectus and/ or the Bid Cum Application Form can obtain the same from our Registered Office.
5. Bidders who are interested in subscribing for the Equity Shares should approach Designated Intermediaries to register their applications.
6. Bid Cum Application Forms submitted directly to the SCSBs should bear the stamp of the SCSBs and/or the Designated Branch, or the respective Designated Intermediaries. Bid Cum Application Form submitted by Applicants whose beneficiary account is inactive shall be rejected.



7. The Bid Cum Application Form can be submitted either in physical or electronic mode, to the SCSBs with whom the ASBA Account is maintained, or other Designated Intermediaries (Other than SCSBs). SCSBs may provide the electronic mode of collecting either through an internet enabled collecting and banking facility or such other secured, electronically enabled mechanism for applying and blocking funds in the ASBA Account. The Retail Individual Applicants has to apply only through UPI Channel, they have to provide the UPI ID and validate the blocking of the funds and such Bid Cum Application Forms that do not contain such details are liable to be rejected.
8. Bidders applying directly through the SCSBs should ensure that the Bid Cum Application Form is submitted to a Designated Branch of SCSB, where the ASBA Account is maintained. Applications submitted directly to the SCSB's or other Designated Intermediaries (Other than SCSBs), the relevant SCSB, shall block an amount in the ASBA Account equal to the Application Amount specified in the Bid Cum Application Form, before entering the ASBA application into the electronic system.
9. Except for applications by or on behalf of the Central or State Government and the Officials appointed by the courts and by investors residing in the State of Sikkim, the Bidders, or in the case of application in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/her PAN allotted under the Income Tax Act. In accordance with the SEBI Regulations, the PAN would be the sole identification number for participating transacting in the securities market, irrespective of the amount of transaction. Any Bid Cum Application Form without PAN is liable to be rejected. The demat accounts of Bidders for whom PAN details have not been verified, excluding person resident in the State of Sikkim or persons who may be exempted from specifying their PAN for transacting in the securities market, shall be "suspended for credit" and no credit of Equity Shares pursuant to the Issue will be made into the accounts of such Bidders.
10. The Bidders may note that in case the PAN, the DP ID and Client ID mentioned in the Bid Cum Application Form and entered into the electronic collecting system of the Stock Exchange Designated Intermediaries do not match with PAN, the DP ID and Client ID available in the Depository database, the Bid Cum Application Form is liable to be rejected.

#### **BIDS BY ANCHOR INVESTORS:**

Our Company in consultation with the BRLM, may consider participation by Anchor Investors in the Issue for up to 60% of the QIB Portion in accordance with the SEBI Regulations. Only QIBs as defined in Regulation 2(1)(ss) of the SEBI Regulations and not otherwise excluded pursuant to Schedule XIII of the SEBI Regulations are eligible to invest. The QIB Portion will be reduced in proportion to allocation under the Anchor Investor Portion. In the event of undersubscription in the Anchor Investor Portion, the balance Equity Shares will be added to the QIB Portion. In accordance with the SEBI Regulations, the key terms for participation in the Anchor Investor Portion are provided below.

- 1) Anchor Investor Bid cum Application Forms will be made available for the Anchor Investors at the offices of the BRLM.
- 2) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount is at least ₹ 200.00 lakhs. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of ₹ 200.00 lakhs
- 3) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.
- 4) Bidding for Anchor Investors will open one Working Day before the Bid/ Issue Opening Date and be completed on the same day.
- 5) Our Company in consultation with the BRLM, will finalize allocation to the Anchor Investors on a discretionary basis, provided that the minimum and maximum number of Allottees in the Anchor Investor Portion will be, as mentioned below:
  - where allocation in the Anchor Investor Portion is up to ₹200.00 Lakhs, maximum of 2 (two) Anchor Investors.
  - where the allocation under the Anchor Investor Portion is more than ₹200.00 Lakhs but upto ₹2500.00 Lakhs, minimum of 2 (two) and maximum of 15 (fifteen) Anchor Investors, subject to a minimum Allotment of ₹100.00 Lakhs per Anchor Investor; and

- where the allocation under the Anchor Investor portion is more than ₹2500.00 Lakhs:(i) minimum of 5 (five) and maximum of 15 (fifteen) Anchor Investors for allocation upto ₹2500.00 Lakhs; and (ii) an additional 10 Anchor Investors for every additional allocation of ₹2500.00 Lakhs or part thereof in the Anchor Investor Portion; subject to a minimum Allotment of ₹100.00 Lakhs per Anchor Investor.
- 6) Allocation to Anchor Investors will be completed on the Anchor Investor Bid/ Issue Period. The number of Equity Shares allocated to Anchor Investors and the price at which the allocation is made will be made available in the public domain by the BRLM before the Bid/Issue Opening Date, through intimation to the Stock Exchange.
  - 7) Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.
  - 8) If the Issue Price is greater than the Anchor Investor Allocation Price, the additional amount being the difference between the Issue Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors within 2 (two) Working Days from the Bid/ Issue Closing Date. If the Issue Price is lower than the Anchor Investor Allocation Price, Allotment to successful Anchor Investors will be at the higher price, i.e., the Anchor Investor Issue Price.
  - 9) At the end of each day of the bidding period, the demand including allocation made to anchor investors, shall be shown graphically on the bidding terminals of syndicate members and website of stock exchange offering electronically linked transparent bidding facility, for information of public.
  - 10) 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 90 days from the date of Allotment, while the remaining 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 30 days from the date of Allotment.
  - 11) The BRLM, our Promoters, Promoter Group or any person related to them (except for Mutual Funds sponsored by entities related to the BRLM) will not participate in the Anchor Investor Portion. The parameters for selection of Anchor Investors will be clearly identified by the BRLM and made available as part of the records of the BRLM for inspection by SEBI.
  - 12) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.
  - 13) Anchor Investors are not permitted to Bid in the Issue through the ASBA process.

#### **BIDS BY ELIGIBLE NRI'S:**

Eligible NRIs may obtain copies of Bid cum Application Form from the offices of the BRLM and the Designated Intermediaries. Eligible NRI Bidders bidding on a repatriation basis by using the Non- Resident Forms should authorize their SCSB to block their Non-Resident External (“NRE”) accounts, or Foreign Currency Non-Resident (“FCNR”) ASBA Accounts, and eligible NRI Bidders bidding on a non-repatriation basis by using Resident Forms should authorize their SCSB to block their Non- Resident Ordinary (“NRO”) accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form.

Eligible NRIs bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents (white in colour).

Eligible NRIs bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents (blue in colour).

#### **BIDS BY FPI INCLUDING FII'S:**

In terms of the SEBI FPI Regulations, any qualified foreign investor or FII who holds a valid certificate of registration from SEBI shall be deemed to be an FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. An FII or a sub-account may participate in this Issue, in accordance with Schedule 2 of the FEMA Regulations, until the expiry of its registration with SEBI as an FII or a sub-account. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In case of Bids made by FPIs, a certified copy of the certificate of registration issued by the designated depository participant under the FPI Regulations is required to be attached to the Bid cum Application Form, failing which our Company reserves the

right to reject any Bid without assigning any reason. An FII or subaccount may, subject to payment of conversion fees under the SEBI FPI Regulations, participate in the Issue, until the expiry of its registration as a FII or sub-account, or until it obtains a certificate of registration as FPI, whichever is earlier. Further, in case of Bids made by SEBI-registered FIIs or sub-accounts, which are not registered as FPIs, a certified copy of the certificate of registration as an FII issued by SEBI is required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid without assigning any reason.

In terms of the SEBI FPI Regulations, the Issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10% of our post-Issue Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of our Company. The aggregate limit of 24% may be increased up to the sectorial cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the Shareholders of our Company and subject to prior intimation to RBI. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included. The existing individual and aggregate investment limits an FII or sub account in our Company is 10% and 24% of the total paid-up Equity Share capital of our Company, respectively.

FPIs are permitted to participate in the Issue subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the SEBI FPI Regulations, an FPI, other than Category III foreign portfolio and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by an FPI against securities held by it that are listed or proposed to be listed on any recognized stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivative instruments are issued after compliance with know your client norms. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriate foreign regulatory authority.

FPIs who wish to participate in the Issue are advised to use the Bid cum Application Form for Non- Residents (blue in colour).

### **BIDS BY ELIGIBLE EMPLOYEES**

The Bid must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter so as to ensure that the Bid Amount payable by the Eligible Employee does not exceed ₹500,000 (net of employee discount, if any). However, the initial allocation to an Eligible Employee in the Employee Reservation Portion shall not exceed ₹200,000 (net of employee discount, if any). Allotment in the Employee Reservation Portion will be as detailed in the section “*Issue Structure*” on page 281 of this Draft Red Herring Prospectus.

However, Allotments to Eligible Employees in excess of ₹200,000 (net of employee discount, if any) shall be considered on a proportionate basis, in the event of undersubscription in the Employee Reservation Portion, subject to the total Allotment to an Eligible Employee not exceeding ₹500,000(net of employee discount, if any). Subsequent undersubscription, if any, in the Employee Reservation Portion shall be added back to the Net Issue. Eligible Employees Bidding in the Employee Reservation Portion may Bid at the Cut-off Price.

Bids under the Employee Reservation Portion by Eligible Employees shall be:

1. Made only in the prescribed Bid cum Application Form or Revision Form.
2. Only Eligible Employees (excluding such other persons not eligible under applicable laws, rules, regulations and guidelines) would be eligible to apply in this Issue under the Employee Reservation Portion.
3. In case of joint bids, the sole/ first Bidder shall be the Eligible Employee.

4. Bids by Eligible Employees may be made at Cut-off Price.
5. Only those Bids, which are received at or above the Issue Price, would be considered for allocation under this portion.
6. The Bids must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter so as to ensure that the Bid Amount payable by the Eligible Employee subject to a maximum Bid Amount of ₹500,000. However, a Bid by an Eligible Employee in the Employee Reservation Portion will be considered for allocation, in the first instance, for a Bid amounting up to ₹200,000 (net of Employee Discount, if any). In the event of any under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees, who have bid in excess of ₹200,000 (net of Employee Discount, if any), provided however that the maximum Bid in this category by an Eligible Employee cannot exceed ₹500,000 (net of Employee Discount, if any).
7. If the aggregate demand in this portion is less than or equal to [●] Equity Shares at or above the Issue Price, full allocation shall be made to the Eligible Employees to the extent of their demand.
8. Bids by Eligible Employees in the Employee Reservation Portion and in the Net Issue portion shall not be treated as multiple Bids. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids in any or all categories.
9. Under-subscription, if any, in the Employee Reservation Portion will be added back to the Net Issue.
10. As per the 5th April, 2022 circular SEBI/HO/CFD/DIL2/CIR/P/2022/45, Eligible Employees bidding in the Employee Reservation Portion can Bid through the UPI mechanism.

In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000.

If the aggregate demand in this portion is greater than [●] Equity Shares at or above the Issue Price, the allocation shall be made on a proportionate basis. For the method of proportionate basis of Allotment, see “**Issue Procedure**” on page 286 of the Draft Red Herring Prospectus.

#### **BIDS BY SEBI REGISTERED VCF’S, AIF’S AND FVCI’S:**

The SEBI FVCI Regulations and the SEBI AIF Regulations inter-alia prescribe the investment restrictions on the VCFs, FVCIs and AIFs registered with SEBI. Further, the SEBI AIF Regulations prescribe, among others, the investment restrictions on AIF’s.

The holding by any individual VCF registered with SEBI in one venture capital undertaking should not exceed 25% of the corpus of the VCF. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds by way of subscription to an initial public offering.

The category I and II AIFs cannot invest more than 25% of the corpus in one Investee Company. A category III AIF cannot invest more than 10% of the corpus in one Investee Company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3<sup>rd</sup> of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulation until the existing fund or scheme managed by the fund is wound up and such funds shall not launch any new scheme after the notification of the SEBI AIF Regulations.

All FIIs and FVCIs should note that refunds, dividends and other distributions, if any, will be payable in Indian Rupees only and net of Bank charges and commission.

Our Company or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Bidders will be treated on the same basis with other categories for the purpose of allocation.

#### **BIDS BY HUFs:**

Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the Application is being made in the name of the HUF in the Bid cum Application Form as follows: "Name of sole or first Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Bid cum Applications by HUFs may be considered at par with Bid cum Applications from individuals.

#### **BIDS BY MUTUAL FUNDS:**

No Mutual Fund scheme shall invest more than 10% of its net asset value in equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in index funds or sector or industry specific funds. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

With respect to Bids by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid cum Application in whole or in part, in either case, without assigning any reason thereof.

In case of a mutual fund, a separate Bid cum Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not be treated as multiple applications provided that the Bids clearly indicate the scheme concerned for which the Bids has been made.

The Bids made by the asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Applications are made.

#### **BIDS BY SYSTEMATICALLY IMPORTANT NON-BANKING FINANCIAL COMPANIES:**

In case of Applications made by Systemically Important Non-Banking Financial Companies, a certified copy of the certificate of registration issued by the RBI, a certified copy of its last audited financial statements on a standalone basis and a net worth certificate from its statutory auditor(s), must be attached to the Bid cum Application Form. Failing this, our Company reserve the right to reject any Application, without assigning any reason thereof. Systemically Important Non-Banking Financial Companies participating in the Issue shall comply with all applicable legislations, regulations, directions, guidelines and circulars issued by RBI from time to time.

#### **BIDS BY LIMITED LIABILITY PARTNERSHIPS:**

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any bid without assigning any reason thereof. Limited liability partnerships can participate in the Issue only through the ASBA process.

#### **BIDS BY INSURANCE COMPANIES:**

In case of Bids made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any Bid by Insurance Companies without assigning any reason thereof. The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended, are broadly set forth below:

- 1) equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;
- 2) the entire group of the investee company: not more than 15% of the respective fund in case of a life insurer or 15% of investment assets in case of a general insurer or reinsurer or 15% of the investment assets in all companies belonging to the group, whichever is lower; and

- 3) the industry sector in which the investee company belong to: not more than 15% of the fund of a life insurer or a general insurer or a reinsurer or 15% of the investment asset, whichever is lower.

The maximum exposure limit, in the case of an investment in equity shares, cannot exceed the lower of an amount of 10% of the investment assets of a life insurer or general insurer and the amount calculated under (1), (2) and (3) above, as the case may be. Insurance companies participating in this Issue shall comply with all applicable regulations, guidelines and circulars issued by IRDAI from time to time.

#### **BIDS UNDER POWER OF ATTORNEY:**

In case of Bids made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, FIIs, Mutual Funds, insurance companies and provident funds with a minimum corpus of ₹ 2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹2,500 Lakhs, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid in whole or in part, in either case, without assigning any reasons thereof. In addition to the above, certain additional documents are required to be submitted by the following entities:

- a) With respect to Bids by FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Bid cum Application Form.
- b) With respect to Bids by insurance companies registered with the Insurance Regulatory and Development Authority, in addition to the above, a certified copy of the certificate of registration issued by the Insurance Regulatory and Development Authority must be lodged along with the Bid cum Application Form.
- c) With respect to Bids made by provident funds with a minimum corpus of ₹2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹2,500 Lakhs, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be lodged along with the Bid cum Application Form.
- d) With respect to Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form
- e) Our Company in consultation with the BRLM in their absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Bid cum Application form, subject to such terms and conditions that our Company and the BRLM may deem fit.

The above information is given for the benefit of the Bidders. Our Company, the BRLM and the Syndicate Members are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and Bidders are advised to ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Draft Red Herring Prospectus.

#### **BIDS BY PROVIDENT FUNDS / PENSION FUNDS:**

In case of Bids made by provident funds with minimum corpus of ₹25 Crore (subject to applicable law) and pension funds with minimum corpus of ₹25 Crore, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be lodged along with the Bid cum Application Form. Failing this, the Company reserves the right to accept or reject any bid in whole or in part, in either case, without assigning any reason thereof.

#### **BIDS BY BANKING COMPANY:**

In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid by a banking company without assigning any reason.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended (the "Banking Regulation Act"), and the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, is 10% of the paid-up share capital of the investee company not being its subsidiary engaged in non-financial services or

10% of the banks' own paid-up share capital and reserves, whichever is lower. However, a banking company would be permitted to invest in excess of 10% but not exceeding 30% of the paid up share capital of such investee company if (i) the investee company is engaged in non-financial activities permitted for banks in terms of Section 6(1) of the Banking Regulation Act, or (ii) the additional acquisition is through restructuring of debt/ corporate debt restructuring / strategic debt restructuring, or to protect the banks' interest on loans / investments made to a company. The bank is required to submit a time bound action plan for disposal of such shares within a specified period to RBI. A banking company would require a prior approval of RBI to make (i) investment in a subsidiary and a financial services company that is not a subsidiary (with certain exception prescribed), and (ii) investment in a nonfinancial services company in excess of 10% of such investee company's paid-up share capital as stated in 5(a)(v)(c)(i) of the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016.

#### **BIDS BY SCSB'S:**

SCSBs participating in the Issue are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making Bid cum Applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making Bid cum application in public issues and clear demarcated funds should be available in such account for such Bid cum applications.

#### **ISSUANCE OF A CONFIRMATION NOTE ("CAN") AND ALLOTMENT IN THE ISSUE:**

1. Upon approval of the basis of allotment by the Designated Stock Exchange, the BRLM or Registrar to the Issue shall send to the SCSBs a list of their Bidders who have been allocated Equity Shares in the Issue.
2. The Registrar will then dispatch a CAN to their Bidders who have been allocated Equity Shares in the Issue. The dispatch of a CAN shall be deemed a valid, binding and irrevocable contract for the Bidder

#### **Issue Procedure for Application Supported by Blocked Account (ASBA) Bidders**

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Bidders have to compulsorily apply through the ASBA Process. Our Company and the Book Running Lead Manager are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. ASBA Bidders are advised to make their independent investigations and to ensure that the ASBA Bid Cum Application Form is correctly filled up, as described in this section.

The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>. For details on designated branches of SCSB collecting the Bid Cum Application Form, please refer the above-mentioned SEBI link.

#### **Terms of payment**

The entire Issue price of ₹ [●] per share is payable on application. In case of allotment of lesser number of Equity Shares than the number applied, the Registrar shall instruct the SCSBs to unblock the excess amount paid on Application to the Bidders.

SCSBs will transfer the amount as per the instruction of the Registrar to the Public Issue Account, the balance amount after transfer will be unblocked by the SCSBs.

The Bidders should note that the arrangement with Bankers to the Issue or the Registrar is not prescribed by SEBI and has been established as an arrangement between our Company, Banker to the Issue and the Registrar to the Issue to facilitate collections from the Bidders.

#### **Payment mechanism**

The Bidders shall specify the bank account number in their Bid Cum Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Bid Cum Application Form. The SCSB shall keep the Application Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount. However, Non-Retail Bidders shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Bid Cum Application Form or

for unsuccessful Bid Cum Application Forms, the Registrar to the Issue shall give instructions to the SCSBs to unblock the application money in the relevant bank account within one day of receipt of such instruction. The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the Application by the ASBA Bidder, as the case may be.

Please note that, in terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors applying in a public Issue shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self-Certified Syndicate Banks (SCSBs) for the same. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018, Retail Individual Investors applying in public Issue have to use UPI as a payment mechanism with Application Supported by Blocked Amount for making application.

### **Payment into Escrow Account for Anchor Investors**

All the investors other than Anchor Investors are required to bid through ASBA Mode. Anchor Investors are requested to note the following:

Our Company in consultation with the Book Running Lead Manager, in its absolute discretion, will decide the list of Anchor Investors to whom the CAN will be sent, pursuant to which the details of the Equity Shares allocated to them in their respective names will be notified to such Anchor Investors. For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

- a. In case of resident Anchor Investors: “[●]”
- b. In case of Non-Resident Anchor Investors: “[●]”

Bidders should note that the escrow mechanism is not prescribed by SEBI and has been established as an arrangement between our Company, the Syndicate, the Escrow Collection Bank and the Registrar to the Issue to facilitate collections from the Anchor Investors.

### **Electronic Registration of Applications**

1. The Designated Intermediaries will register the applications using the on-line facilities of the Stock Exchange.
2. The Designated Intermediaries will undertake modification of selected fields in the application details already uploaded before 5.00 p.m. of the Issue Closing Date.
3. The Designated Intermediaries shall be responsible for any acts, mistakes or errors or omissions and commissions in relation to,
  - a) the applications accepted by them,
  - b) the applications uploaded by them
  - c) the applications accepted but not uploaded by them or
  - d) With respect to applications by Bidders, applications accepted and uploaded by any Designated Intermediary other than SCSBs, the Bid Cum Application Form along with relevant schedules shall be sent to the SCSBs or the Designated Branch of the relevant SCSBs for blocking of funds and they will be responsible for blocking the necessary amounts in the ASBA Accounts. In case of Application accepted and uploaded by SCSBs, the SCSBs or the Designated Branch of the relevant SCSBs will be responsible for blocking the necessary amounts in the ASBA Accounts.
4. Neither the Book Running Lead Manager nor our Company nor the Registrar to the Issue, shall be responsible for any acts, mistakes or errors or omission and commissions in relation to,
  - (i) The applications accepted by any Designated Intermediaries
  - (ii) The applications uploaded by any Designated Intermediaries or
  - (iii) The applications accepted but not uploaded by any Designated Intermediaries



5. The Stock Exchange will offer an electronic facility for registering applications for the Issue. This facility will available at the terminals of Designated Intermediaries and their authorized agents during the Issue Period. The Designated Branches or agents of Designated Intermediaries can also set up facilities for off-line electronic registration of applications subject to the condition that they will subsequently upload the off-line data file into the online facilities on a regular basis. On the Issue Closing Date, the Designated Intermediaries shall upload the applications till such time as may be permitted by the Stock Exchange. This information will be available with the Book Running Lead Manager on a regular basis.
6. With respect to applications by Bidders, at the time of registering such applications, the Syndicate Bakers, DPs and RTAs shall forward a Schedule as per format given below along with the Bid Cum Application Forms to Designated Branches of the SCSBs for blocking of funds:

S. No.	Details*
1.	Symbol
2.	Intermediary Code
3.	Location Code
4.	Application No.
5.	Category
6.	PAN
7.	DP ID
8.	Client ID
9.	Quantity
10.	Amount

*\*Stock Exchanges shall uniformly prescribe character length for each of the above-mentioned fields*

7. With respect to applications by Bidders, at the time of registering such applications, the Designated Intermediaries shall enter the following information pertaining to the Bidders into in the on-line system:
  - Name of the Bidder;
  - IPO Name;
  - Bid Cum Application Form Number;
  - Investor Category;
  - PAN (of First Bidder, if more than one Bidder);
  - DP ID of the demat account of the Bidder;
  - Client Identification Number of the demat account of the Bidder;
  - Number of Equity Shares Applied for;
  - Bank Account details;
  - Locations of the Banker to the Issue or Designated Branch, as applicable, and bank code of the SCSB branch where the ASBA Account is maintained; and
  - Bank account number.
8. In case of submission of the Application by a Bidder through the Electronic Mode, the Bidder shall complete the above-mentioned details and mention the bank account number, except the Electronic ASBA Bid Cum Application Form number which shall be system generated.
9. The aforesaid Designated Intermediaries shall, at the time of receipt of application, give an acknowledgment to the investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form in physical as well as electronic mode. The registration of the Application by the Designated Intermediaries does not guarantee that the Equity Shares shall be allocated / allotted either by our Company.
10. Such acknowledgment will be non-negotiable and by itself will not create any obligation of any kind.
11. In case of Non-Retail Bidders and Retail Individual Bidders, applications would not be rejected except on the technical grounds as mentioned in the Draft Red Herring Prospectus. The Designated Intermediaries shall have no right to reject applications, except on technical grounds.
12. The permission given by the Stock Exchanges to use their network and software of the Online IPO system should not in

any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company and/or the Book Running Lead Manager are cleared or approved by the Stock Exchanges; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our company; our Promoter, our management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Draft Red Herring Prospectus, nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges.

13. The Designated Intermediaries will be given time till 5.00 p.m. on the Bid/Issue Closing Date to verify the DP ID and Client ID uploaded in the online IPO system during the Issue Period, after which the Registrar to the Issue will receive this data from the Stock Exchange and will validate the electronic application details with Depository's records. In case no corresponding record is available with Depositories, which matches the three parameters, namely DP ID, Client ID and PAN, then such applications are liable to be rejected.
14. The SCSBs shall be given one day after the Bid/Issue Closing Date to send confirmation of Funds blocked (Final certificate) to the Registrar to the Issue.
15. The details uploaded in the online IPO system shall be considered as final and Allotment will be based on such details for applications.

#### **Build of the Book**

- a) Bids received from various Bidders through the Designated Intermediaries may be electronically uploaded on the Bidding Platform of the Stock Exchange on a regular basis. The book gets built up at various price levels. This information may be available with the BRLM at the end of the Bid/ Issue Period.
- b) Based on the aggregate demand and price for Bids registered on the Stock Exchange Platform, a graphical representation of consolidated demand and price as available on the websites of the Stock Exchange may be made available at the Bidding centres during the Bid/ Issue Period.

#### **Withdrawal of Bids**

- a) RIIs can withdraw their Bids until Bid/ Issue Closing Date. In case a RII wishes to withdraw the Bid during the Bid/ Issue Period, the same can be done by submitting a request for the same to the concerned Designated Intermediary who shall do the requisite, including unblocking of the funds by the SCSB in the ASBA Account.
- b) The Registrar to the Issue shall give instruction to the SCSB for unblocking the ASBA Account on the Designated Date. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

#### **Price Discovery and Allocation**

- a) Based on the demand generated at various price levels, our Company in consultation with the BRLM, shall finalise the Issue Price and the Anchor Investor Issue Price.
- b) The SEBI ICDR Regulations, 2018 specify the allocation or Allotment that may be made to various categories of Bidders in an Issue depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Issue size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP. For details in relation to allocation, the Bidder may refer to the RHP.
- c) Under-subscription in any category (except QIB Category) is allowed to be met with spillover from any other category or combination of categories at the discretion of the Issuer and the in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations. Unsubscribed portion in QIB Category is not available for subscription to other categories.

- d) In case of under subscription in the Issue, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Issue. For allocation in the event of an undersubscription applicable to the Issuer, Bidders may refer to the RHP.
- e) In case if the Retail Individual Investor category is entitled to more than the allocated portion on proportionate basis, the category shall be allotted that higher percentage.
- f) Allocation to Anchor Investors shall be at the discretion of our Company and in consultation with the BRLM, subject to compliance with the SEBI Regulations.

**Illustration of the Book Building and Price Discovery Process:** Bidders should note that this example is solely for illustrative purposes and is not specific to the Issue; it also excludes Bidding by Anchor Investors. Bidders can bid at any price within the Price Band. For instance, assume a Price Band of ₹20 to ₹ 24 per share, Issue size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Issuer at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to Issue the desired number of Equity Shares is the price at which the book cuts off, i.e., ₹ 22.00 in the above example. The Issuer, in consultation with the BRLM, may finalise the Issue Price at or below such Cut-Off Price, i.e., at or below ₹ 22.00. All Bids at or above this Issue Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

#### **Signing of Underwriting Agreement and Filing of Red Herring Prospectus/ Prospectus with RoC**

- a) Our company has entered into an Underwriting Agreement dated December 27, 2023.
- b) A copy of Red Herring Prospectus will be filed with the RoC and copy of Prospectus will be filed with RoC in terms of Section 32 of Companies Act, 2013 and Section 26 of Companies Act, 2013.

#### **Pre-Issue Advertisement**

Subject to Section 30 of the Companies Act 2013, our Company shall, after filing the Draft Red Herring Prospectus with the ROC, publish a pre-Issue advertisement, in the form prescribed by the SEBI Regulations, in (i) English National Newspaper; (ii) Hindi National Newspaper and (iii) Regional Newspaper each with wide circulation. In the pre-Issue advertisement, we shall state the Bid Opening Date and the Bid/Issue Closing Date and the floor price or price band along with necessary details subject to regulation 250 of SEBI ICRD Regulations. This advertisement, subject to the provisions of section 30 of the Companies Act, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI Regulations.

#### **ADVERTISEMENT REGARDING ISSUE PRICE AND PROSPECTUS:**

Our Company will issue a statutory advertisement after the filing of the Prospectus with the RoC. This advertisement, in addition to the information that has to be set out in the statutory advertisement, shall indicate the final derived Issue Price. Any material updates between the date of the Red Herring Prospectus and the date of Prospectus will be included in such statutory advertisement.

#### **GENERAL INSTRUCTIONS:**

Please note that the NIIs are not permitted to withdraw their bids or lower the size of Bids in terms of quantity of Equity Shares or Bid Amount) at any stage. Retail Individual Investor can revise their Bids during the Bid/Issue period and withdraw their Bids until Bid/issue Closing date.

Anchor investors are not allowed to withdraw their Bids after Anchor Investors bidding date.

**Do's:**

1. Check if you are eligible to apply as per the terms of the Draft Red Herring Prospectus and under applicable law, rules, regulations, guidelines and approvals;
2. Ensure that you have Bid within the Price Band;
3. Read all the instructions carefully and complete the Bid cum Application Form in the prescribed form;
4. Ensure that the details about the PAN, DP ID, Client ID, UPI ID are correct and the Bidders depository account is active, as Allotment of the Equity Shares will be in the dematerialized form only;
5. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre;
6. If the first applicant is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;
7. In case of Joint bids, ensure the first bidder is the ASBA Account holder (or the UPI linked bank account holder, as the case may be) and the signature of the first bidder is included in the Bid cum Application Form;
8. QIBs, Non-Institutional Bidders and the Retail Bidders should submit their Bids through the ASBA process only. However, pursuant to SEBI circular dated November 01, 2018, RII may submit their bid by using UPI mechanism for payment.
9. Ensure that the name(s) given in the Bid cum Application Form is/are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names;
10. Ensure that you request for and receive a stamped acknowledgement of the Bid cum Application Form for all your Bid options;
11. Ensure that you have funds equal to the Bid Amount in the Bank Account maintained with the SCSB before submitting the Bid cum Application Form under the ASBA process or application forms submitted by RIIs using UPI mechanism for payment, to the respective member of the Syndicate (in the Specified Locations), the SCSBs, the Registered Broker (at the Broker Centers), the RTA (at the Designated RTA Locations) or CDP (at the Designated CDP Locations);
12. Submit revised Bids to the same Designated Intermediary, through whom the original Bid was placed and obtain a revised acknowledgment;
13. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of a SEBI circular dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, and (ii) Bids by persons resident in the state of Sikkim, who, in terms of a SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, all Bidders should mention their PAN allotted under the IT Act. The exemption for the Central or the State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the Demographic Details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same. All other applications in which PAN is not mentioned will be rejected;
14. Ensure that the Demographic Details are updated, true and correct in all respects;
15. Ensure that the signature of the First Bidder in case of joint Bids, is included in the Bid cum Application Forms;
16. Ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;
17. Ensure that the category and the investor status is indicated;
18. Ensure that in case of Bids under power of attorney or by limited companies, corporate, trust etc., relevant documents are submitted;
19. Ensure that Bids submitted by any person outside India should be in compliance with applicable foreign and Indian laws;
20. Bidders should note that in case the DP ID, Client ID and the PAN mentioned in their Bid cum Application Form and entered into the online IPO system of the Stock Exchange by the relevant Designated Intermediary, as the case may be, do not match with the DP ID, Client ID and PAN available in the Depository database, then such Bids are liable to be rejected. Where the Bid cum Application Form is submitted in joint names, ensure that the beneficiary account

is also held in the same joint names and such names are in the same sequence in which they appear in the Bid cum Application Form;

21. Ensure that the Bid cum Application Forms are delivered by the Bidders within the time prescribed as per the Bid cum Application Form and the Red Herring Prospectus;
22. Ensure that you have mentioned the correct ASBA Account number or UPI ID in the Bid cum Application Form;
23. Ensure that you have mentioned the details of your own bank account for blocking of fund or your own bank account linked UPI ID to make application in the Public Issue;
24. Ensure that on receipt of the mandate request from sponsor bank, you have taken necessary step in timely manner for blocking of fund on your account through UPI ID using UPI application;
25. Ensure that you have correctly signed the authorization / undertaking box in the Bid cum Application Form, or have otherwise provided an authorization to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form at the time of submission of the Bid;
26. Ensure that you receive an acknowledgement from the concerned Designated Intermediary, for the submission of your Bid cum Application Form; and
27. The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

#### **Don'ts:**

1. Do not Bid for lower than the minimum Bid size;
2. Do not Bid / revise Bid Amount to less than the Floor Price or higher than the Cap Price;
3. Do not pay the Bid Amount in cash, by money order, cheques or demand drafts or by postal order or by stock invest;
4. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;
5. Do not submit the Bid cum Application Forms to any non-SCSB bank or our Company;
6. Do not Bid on a Bid cum Application Form that does not have the stamp of the relevant Designated Intermediary;
7. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);
8. Do not instruct your respective Banks to release the funds blocked in the ASBA Account under the ASBA process;
9. Do not Bid for a Bid Amount exceed ₹2,00,000/- (for Applications by Retail Individual Bidders);
10. Do not Bid for a Bid Amount exceeding ₹ 200,000 (for Bids by UPI Bidders) and ₹500,000 for Bids by Eligible Employees Bidding in the Employee Reservation Portion;
11. Do not fill up the Bid cum Application Form such that the Equity Shares Application exceeds the Issue size and/ or investment limit or maximum number of the Equity Shares that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations or under the terms of the Red Herring Prospectus;
12. Do not submit the General Index Register number instead of the PAN;
13. Do not submit the Bid without ensuring that funds equivalent to the entire Bid Amount are blocked in the relevant ASBA Account;
14. Do not submit Bids on plain paper or on incomplete or illegible Bid cum Application Forms or on Bid cum Application Forms in a colour prescribed for another category of Applicant;
15. Do not submit a Bid in case you are not eligible to acquire Equity Shares under applicable law or your relevant constitutional documents or otherwise;
16. Bids by UPI Bidders with Bid Amount of a value of more than ₹200,000 (net of retail discount) and for Bids by Eligible Employees Bidding in the Employee Reservation Portion with Bid Amount of a value more than ₹ 500,000;
17. Do not Bid if you are not competent to contract under the Indian Contract Act, 1872 (other than minors having valid depository accounts as per Demographic Details provided by the depository);
18. Do not submit a Bid by using details of the third party's bank account or UPI ID which is linked with bank account of the third party. Kindly note that Bids made using third party bank account or using third party linked bank account UPI ID are liable for rejection.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

#### **Other instructions for the Bidders**

##### **Joint Bids**

In the case of Joint Bids, the Bids should be made in the name of the Bidders whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Bidders would be required in the Bid cum Application Form/Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. All payments may be made out in favour of the Bidder whose name appears in the Bid cum Application Form or the Revision Form and all communications may be addressed to such Bidder and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

### **Multiple Bids**

Bidder should submit only one Bid cum Application Form. Bidder shall have the option to make a maximum of Bids at three different price levels in the Bid cum Application Form and such options are not considered as multiple Bids. Submission of a second Bid cum Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker and duplicate copies of Bid cum Application Forms bearing the same application number shall be treated as multiple Bids and are liable to be rejected.

### **Investor Grievance**

In case of any pre-issue or post issue related problems regarding demat credit/ refund orders/ unblocking etc. the Investors can contact the Compliance Officer of our Company.

### **Nomination Facility to Bidders**

Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders should inform their respective DP.

### **Submission of Bids**

- a) During the Bid/Issue Period, Bidders may approach any of the Designated Intermediaries to register their Bids.
- b) In case of Bidders (excluding NIIs and QIBs) Bidding at cut-off price, the Bidders may instruct the SCSBs to block Bid Amount based on the Cap Price less Discount (if applicable).
- c) For details of the timing on acceptance and upload of Bids in the Stock Exchange platform Bidders are requested to refer to the DRHP.

### **GROUND OF TECHNICAL REJECTIONS**

Bidders are advised to note that Bids are liable to be rejected inter alia on the following technical grounds:

- Amount blocked does not tally with the amount payable for the Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names of the individual partners and no firm as such shall be entitled to apply;
- Bid by persons not competent to contract under the Indian Contract Act, 1872 including minors, insane persons;
- PAN not mentioned in the Bid cum Application Form;
- Bids at a price less than the Floor Price and Bids at a price more than the Cap Price;
- GIR number furnished instead of PAN;
- Bid for lower number of Equity Shares than specified for that category of investors;
- Bids at Cut-off Price by NIIs and QIBs;
- Bids for number of Equity Shares which are not in multiples Equity Shares which are not in multiples as specified in the DRHP;
- The amounts mentioned in the Bid cum Application Form/Application Form does not tally with the amount payable for the value of the Equity Shares Bid/Applied for;
- Bids for lower number of Equity Shares than the minimum specified for that category of investors;
- Category not ticked;
- Multiple Bids as defined in the DRHP;
- In case of Bids under power of attorney or by limited companies, corporate, trust etc., where relevant documents are

- not submitted;
- Bid accompanied by Stock invest/ money order/ postal order/ cash/ cheque/ demand draft/ pay order;
- Signature of sole Bidder is missing;
- Bid cum Application Forms not delivered by the Bidder within the time prescribed as per the Bid cum Application Forms, Bid/Issue Opening Date advertisement and the DRHP and as per the instructions in the DRHP and the Bid cum Application Forms;
- In case no corresponding record is available with the Depositories that matches three parameters namely, names of the Bidders (including the order of names of joint holders), the Depository Participant's identity (DP ID) and the beneficiary's account number;
- Bids for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Bid by OCBs;
- Bids by US persons other than in reliance on Regulation S or "qualified institutional buyers" as defined in Rule 144A under the Securities Act;
- Inadequate funds in the bank account to block the Bid Amount specified in the Bid cum Application Form/Application Form at the time of blocking such Bid Amount in the bank account;
- Bids not uploaded on the terminals of the Stock Exchanges;
- Where no confirmation is received from SCSB for blocking of funds;
- Bids by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/Application Form. Bids not duly signed by the sole/First Bidder;
- Bids by any persons outside India if not in compliance with applicable foreign and Indian laws;
- Bids that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;
- Bids by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- Bids by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws, rules, regulations, guidelines, and approvals; and
- Details of ASBA Account not provided in the Bid cum Application form.

For details of instructions in relation to the Bid cum Application Form, Bidders may refer to the relevant section the GID.

**BIDDERS SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE BID CUM APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THE STOCK EXCHANGES BY THE BIDS COLLECTING INTERMEDIARIES DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE BID CUM APPLICATION FORM IS LIABLE TO BE REJECTED.**

#### **BASIS OF ALLOCATION**

- a) The SEBI (ICDR) Regulations specify the allocation or Allotment that may be made to various categories of Bidders in an Issue depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Issue size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the DRHP. For details in relation to allocation, the Bidder may refer to the RHP.
- b) Under-subscription in any category (except QIB Category) is allowed to be met with spill over from any other category or combination of categories at the discretion of the Issuer and in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI (ICDR) Regulations, Unsubscribed portion in QIB Category is not available for subscription to other categories.
- c) In case of under subscription in the issue, spill-over to the extent of such under- subscription may be permitted from the Reserved Portion to the Issue. For allocation in the event of an under-subscription applicable to the Issuer, Bidders may refer to the RHP.

#### **ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT**

The Allotment of Equity Shares to Bidders other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders may refer to DRHP. No Retail Individual Investor will be Allotted

less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be Allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue. However, in case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

## **BASIS OF ALLOTMENT**

### **a. For Retail Individual Bidders**

Bids received from the Retail Individual Bidders at or above the Issue Price shall be grouped together to determine the total demand under this category. The Allotment to all the successful Retail Individual Bidders will be made at the Issue Price.

The Issue size less Allotment to Non-Institutional and QIB Bidders shall be available for Allotment to Retail Individual Bidders who have Bid in the Issue at a price that is equal to or greater than the Issue Price. If the aggregate demand in this category is less than or equal to [●] Equity Shares at or above the Issue Price, full Allotment shall be made to the Retail Individual Bidders to the extent of their valid Bids.

If the aggregate demand in this category is greater than [●] Equity Shares at or above the Issue Price, the Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter. For the method of proportionate Basis of Allotment, refer below.

### **b. For Non-Institutional Bidders**

Bids received from Non-Institutional Bidders at or above the Issue Price shall be grouped together to determine the total demand under this category. The Allotment to all successful Non- Institutional Bidders will be made at the Issue Price.

The Issue size less Allotment to QIBs and Retail shall be available for Allotment to Non- Institutional Bidders who have Bid in the Issue at a price that is equal to or greater than the Issue Price. If the aggregate demand in this category is less than or equal to [●] Equity Shares at or above the Issue Price, full Allotment shall be made to Non-Institutional Bidders to the extent of their demand.

In case the aggregate demand in this category is greater than [●] Equity Shares at or above the Issue Price, Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter. For the method of proportionate Basis of Allotment refer below.

### **c. For QIBs**

For the Basis of Allotment to Anchor Investors, Bidders/Applicants may refer to the SEBI ICDR Regulations or RHP / Prospectus. Bids received from QIBs Bidding in the QIB Category (net of Anchor Portion) at or above the Issue Price may be grouped together to determine the total demand under this category. The QIB Category may be available for Allotment to QIBs who have Bid at a price that is equal to or greater than the Issue Price. Allotment may be undertaken in the following manner: Allotment shall be undertaken in the following manner:

a) In the first instance allocation to Mutual Funds for [●]% of the QIB Portion shall be determined as follows:

- In the event that Bids by Mutual Fund exceeds [●]% of the QIB Portion, allocation to Mutual Funds shall be done on a proportionate basis for [●]% of the QIB Portion.
- In the event that the aggregate demand from Mutual Funds is less than [●]% of the QIB Portion then all Mutual Funds shall get full Allotment to the extent of valid Bids received above the Issue Price.
- Equity Shares remaining unsubscribed, if any, not allocated to Mutual Funds shall be available for Allotment to all QIB Bidders as set out in (b) below;

b) In the second instance Allotment to all QIBs shall be determined as follows:



- In the event that the oversubscription in the QIB Portion, all QIB Bidders who have submitted Bids above the Issue Price shall be allotted Equity Shares on a proportionate basis, upto a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter for [●]% of the QIB Portion.
- Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis, upto a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter, along with other QIB Bidders.
- Under-subscription below [●]% of the QIB Portion, if any, from Mutual Funds, would be included for allocation to the remaining QIB Bidders on a proportionate basis. The aggregate Allotment to QIB Bidders shall not be more than [●] Equity Shares.

**d. ALLOTMENT TO ANCHOR INVESTOR (IF APPLICABLE)**

a) Allocation of Equity Shares to Anchor Investors at the Anchor Investor Allocation Price will be at the discretion of the Issuer, in consultation with the BRLM, subject to compliance with the following requirements:

- i) not more than 60% of the QIB Portion will be allocated to Anchor Investors;
- ii) one-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors; and
- iii) allocation to Anchor Investors shall be on a discretionary basis and subject to:
  - a maximum number of two Anchor Investors for allocation up to ₹ 2 crores;
 

a minimum number of two Anchor Investors and maximum number of 15 Anchor Investors for allocation of more than ₹ 2 crores and up to ₹ 25 crores subject to minimum allotment of ₹ 1 crores per such Anchor Investor; and
  - in case of allocation above twenty-five crore rupees; a minimum of 5 such investors and a maximum of 15 such investors for allocation up to twenty five crore rupees and an additional 10 such investors for every additional twenty five crore rupees or part thereof, shall be permitted, subject to a minimum allotment of one crore rupees per such investor.

b) A physical book is prepared by the Registrar on the basis of the Anchor Investor Application Forms received from Anchor Investors. Based on the physical book and at the discretion of the Issuer, in consultation with the BRLM, selected Anchor Investors will be sent a CAN and if required, a revised CAN.

c) 50% of the Equity Shares Allotted to the Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 90 days from the date of Allotment, while the remaining 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 30 days from the date of Allotment.

**d) In the event that the Issue Price is higher than the Anchor Investor Allocation Price:**

Anchor Investors will be sent a revised CAN within one day of the Pricing Date indicating the number of Equity Shares allocated to such Anchor Investor and the pay-in date for payment of the balance amount. Anchor Investors are then required to pay any additional amounts, being the difference between the Issue Price and the Anchor Investor Allocation Price, as indicated in the revised CAN within the pay-in date referred to in the revised CAN. Thereafter, the Allotment Advice will be issued to such Anchor Investors

**e) In the event the Issue Price is lower than the Anchor Investor Allocation Price:**

Anchor Investors who have been Allotted Equity Shares will directly receive Allotment Advice.

**f) Basis of Allotment for QIBs (other than Anchor Investors) and NIIs in case of Over Subscribed Issue:**

In the event of the Issue being Over-Subscribed, the Issuer may finalise the Basis of Allotment in consultation with the NSE EMERGE (SME platform of NSE) (The Designated Stock Exchange). The allocation may be made in marketable lots on proportionate basis as set forth hereunder:

- a) The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e., the total number of Shares applied for in that category multiplied by the inverse of the oversubscription ratio (number of Bidders in the category multiplied by number of Shares applied for).
- b) The number of Shares to be allocated to the successful Bidders will be arrived at on a proportionate basis in marketable lots (i.e., Total number of Shares applied for into the inverse of the over subscription ratio).
- c) For Bids where the proportionate allotment works out to less than [●] equity shares the allotment will be made as follows:
  - Each successful Bidder shall be allotted [●] equity shares; and
  - The successful Bidder out of the total bidders for that category shall be determined by draw of lots in such a manner that the total number of Shares allotted in that category is equal to the number of Shares worked out as per (b) above.
- d) If the proportionate allotment to a Bidder works out to a number that is not a multiple of [●] equity shares, the Bidder would be allotted Shares by rounding off to the nearest multiple of [●] equity shares subject to a minimum allotment of [●] equity shares.
- e) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the Bidders in that category, the balance available Shares or allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful Bidder in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising Bidder applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of [●] Equity Shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, up to 110% of the size of the Issue specified under the Capital Structure mentioned in this DRHP.

Retail Individual Investor' means an investor who applies for shares of value of not more than ₹2,00,000/-. Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with NSE.

The Executive Director/ Managing Director of NSE - the Designated Stock Exchange in addition to Book Running Lead Manager and Registrar to the Public Issue shall be responsible to ensure that the basis of allotment is finalized in a fair and proper manner in accordance with the SEBI (ICDR) Regulations.

**Issuance of Allotment Advice**

- 1) Upon approval of the Basis of Allotment by the Designated Stock Exchange.
- 2) On the basis of approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the allotment and credit of equity shares. Bidders are advised to instruct their Depository Participants to accept the Equity Shares that may be allotted to them pursuant to the issue.

The Book Running Lead Manager or the Registrar to the Issue will dispatch an Allotment Advice to their Bidders who have been allocated Equity Shares in the Issue. The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract for the Allotment to such Bidder.

- 3) Issuer will make the allotment of the Equity Shares and initiate corporate action for credit of shares to the successful

Bidders Depository Account within 4 working days of the Issue Closing date. The Issuer also ensures the credit of shares to the successful Bidders Depository Account is completed within one working Day from the date of allotment, after the funds are transferred from ASBA Public Issue Account to Public Issue account of the issuer.

### **Designated Date:**

On the Designated date, the SCSBs shall transfers the funds represented by allocations of the Equity Shares into Public Issue Account with the Bankers to the Issue.

The Company will issue and dispatch letters of allotment/ or letters of regret along with refund order or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Bid/Issue Closing Date. The Company will intimate the details of allotment of securities to Depository immediately on allotment of securities under relevant provisions of the Companies Act, 2013 or other applicable provisions, if any

### **Instructions for Completing the Bid Cum Application Form**

The Applications should be submitted on the prescribed Bid Cum Application Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Bid Cum Application Form. Applications not so made are liable to be rejected. Applications made using a third-party bank account or using third party UPI ID linked bank account are liable to be rejected. Bid Cum Application Forms should bear the stamp of the Designated Intermediaries. ASBA Bid Cum Application Forms, which do not bear the stamp of the Designated Intermediaries, will be rejected.

SEBI, vide Circular No.CIR/CFD/14/2012 dated October 04, 2012 has introduced an additional mechanism for investors to submit Bid Cum Application Forms in public issues using the stock broker (broker) network of Stock Exchanges, who may not be syndicate members in an issue with effect from January 01, 2013. The list of Broker Centre is available on the websites of BSE i.e., [www.bseindia.com](http://www.bseindia.com) and NSE i.e., [www.nseindia.com](http://www.nseindia.com). With a view to broad base the reach of Investors by substantial, enhancing the points for submission of applications, SEBI vide Circular No. CIR/CFD/POLICY CELL/11/2015 dated November 10, 2015 has permitted Registrar to the Issue and Share Transfer Agent and Depository Participants registered with SEBI to accept the Bid Cum Application Forms in Public Issue with effect front January 01, 2016. The List of ETA and DPs centres for collecting the application shall be disclosed is available on the websites of BSE i.e., [www.bseindia.com](http://www.bseindia.com) and NSE i.e. [www.nseindia.com](http://www.nseindia.com).

### **Bidder's Depository Account and Bank Details**

Please note that, providing bank account details, PAN No's, Client ID and DP ID in the space provided in the Bid Cum Application Form is mandatory and applications that do not contain such details are liable to be rejected.

Bidders should note that on the basis of name of the Bidders, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Bid Cum Application Form as entered into the Stock Exchange online system, the Registrar to the Issue will obtain front the Depository the demographic details including address, Bidders bank account details, MICR code and occupation (hereinafter referred to as 'Demographic Details'). These Demographic Details would be used for all correspondence with the Bidders including mailing of the Allotment Advice. The Demographic Details given by Bidders in the Bid Cum Application Form would not be used for any other purpose by the Registrar to the Issue.

By signing the Bid Cum Application Form, the Bidder would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.

### **Submission of Bid Cum Application Form**

All Bid Cum Application Forms duly completed shall be submitted to the Designated Intermediaries. The aforesaid intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.

### **Communications**

All future communications in connection with Applications made in this Issue should be addressed to the Registrar to the Issue quoting the full name of the sole or First Bidder, Bid Cum Application Form number, Bidders Depository Account Details, number of Equity Shares applied for, date of Bid Cum Application Form, name and address of the Designated Intermediary where the Application was submitted thereof and a copy of the acknowledgement slip.

Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post Issue related problems such as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary accounts, etc.

### **Disposal of Application and Application Moneys and Interest in Case of Delay**

The Company shall ensure the dispatch of Allotment advice, and give benefit to the beneficiary account with Depository Participants and submit the documents pertaining to the Allotment to the Stock Exchange within 2 (two) working days of date of Allotment of Equity Shares.

The Company shall use best efforts to ensure that all steps for completion of the necessary formalities for listing and commencement of trading at NSE Emerge (SME platform of NSE) where the Equity Shares are proposed to be listed are taken within 3 (Three) working days from Issue Closing Date.

In accordance with the Companies Act, the requirements of the Stock Exchange and the SEBI Regulations, the Company further undertakes that:

1. Allotment and Listing of Equity Shares shall be made within 3 (three) days of the Issue Closing Date;
2. Giving of Instructions for refund by unblocking of amount via ASBA not later than 2 (Two) working days of the Issue Closing Date, would be ensured; and
3. If such money is not repaid within prescribed time from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of prescribed time, be liable to repay such application money, with interest as prescribed under SEBI (ICDR) Regulations, the Companies Act, 2013 and applicable law. Further, in accordance with Section 40 of the Companies Act, 2013, the Company and each officer in default may be punishable with fine and/or imprisonment in such a case.

### **Right to Reject Applications**

In case of QIB Bidders, the Company in consultation with the BRLM may reject Applications provided that the reasons for rejecting the same shall be provided to such Bidder in writing. In case of Non-Institutional Bidders, Retail Individual Bidders who applied, the Company has a right to reject Applications based on technical grounds.

### **Impersonation**

*Attention of the Bidders is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:*

#### **“Any person who-**

- (a) Makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
- (b) Makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
- (c) Otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447.”

### **Undertakings by Our Company**

We undertake as follows:

1. That the complaints received in respect of the Issue shall be attended expeditiously and satisfactorily;
2. That all steps will be taken for the completion of the necessary formalities for listing and commencement of trading on Stock Exchange where the Equity Shares are proposed to be listed within three working days from Issue Closure date.

3. That the funds required for making refunds as per the modes disclosed or dispatch of allotment advice by registered post or speed post shall be made available to the Registrar and Share Transfer Agent to the Issue by our Company;
4. Where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within three Working Days from the Issue Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;
5. That our Promoter 's contribution in full has already been brought in;
6. That no further Issue of Equity Shares shall be made till the Equity Shares Issued through the Prospectus are listed or until the Application monies are refunded on account of non-listing, undersubscription etc.;
7. That adequate arrangement shall be made to collect all Applications Supported by Blocked Amount while finalizing the Basis of Allotment;
8. If our Company does not proceed with the Issue after the Bid/Issue Opening Date but before allotment, then the reason thereof shall be given as a public notice to be issued by our Company within two days of the Bid/Issue Closing Date. The public notice shall be issued in the same newspapers where the Pre-Issue advertisements were published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;
9. If our Company withdraws the Issue after the Bid/Issue Closing Date, our Company shall be required to file a fresh Draft Red Herring Prospectus with the Stock exchange/ RoC/ SEBI, in the event our Company subsequently decides to proceed with the Issue;
10. If allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be refunded/ unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the SEBI Regulations and applicable law for the delayed period.

#### **Utilization of Issue Proceeds**

The Board of Directors of our Company certifies that:

- 1) All monies received out of the Issue shall be credited/ transferred to a separate bank account other than the bank account referred to in sub section (3) of Section 40 of the Companies Act 2013;
- 2) Details of all monies utilized out of the Issue referred above shall be disclosed and continue to be disclosed till the time any part of the issue proceeds remains unutilized, under an appropriate head in our balance sheet of our company indicating the purpose for which such monies have been utilized;
- 3) Details of all unutilized monies out of the Issue, if any shall be disclosed under the appropriate separate head in the balance sheet of our company indicating the form in which such unutilized monies have been invested and
- 4) Our Company shall comply with the requirements of SEBI Listing Regulations, 2015 in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue.
- 5) Our Company shall not have recourse to the Issue Proceeds until the approval for listing and trading of the Equity Shares from the Stock Exchange where listing is sought has been received.
- 6) The Book Running Lead Manager undertakes that the complaints or comments received in respect of the Issue shall be attended by our Company expeditiously and satisfactorily.

#### **Equity Shares in Dematerialized Form with NSDL or CDSL**

To enable all shareholders of our Company to have their shareholding in electronic form, the Company has signed the following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

- a) Tripartite Agreement dated July 03, 2019 between NSDL, the Company and the Registrar to the Issue;
- b) Tripartite Agreement dated December 22, 2023 between CDSL, the Company and the Registrar to the Issue;

The Company's equity shares bear an ISIN No INE09EQ01018.

## **RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES**

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and Foreign Exchange Management Act, 1999 ("FEMA"). While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The government bodies responsible for granting foreign investment approvals are the Reserve Bank of India ("RBI") and Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India ("DIPP").

The Government of India has from time to time made policy pronouncements on FDI through press notes and press releases. The DPIIT issued the Consolidated Foreign Direct Investment Policy notified by the DPIIT File No. 5(2)/2020-FDI Policy dated October 15, 2020, with effect from October 15, 2020 (the "FDI Policy"), which consolidates and supersedes all previous press notes, press releases and clarifications on FDI issued by the DPIIT or the DPIIT that were in force and effect prior to October 15, 2020. The Government of India proposes to update the consolidated circular on FDI Policy once every year and therefore, the FDI Policy will be valid until the DPIIT issues an updated circular.

In terms of the FEMA NDI Rules, a person resident outside India may make investments into India, subject to certain terms and conditions, and provided that an entity of a country, which shares land border with India or the beneficial owner of an investment into India who is situated in or is a citizen of any such country, shall invest only with government approval.

The transfer of shares between an Indian resident and a non-resident does not require the prior approval of the RBI, provided that (i) the activities of the investee company are under the automatic route under the foreign direct investment policy and transfer does not attract the provisions of the Takeover Regulations; (ii) the non-resident shareholding is within the sectoral limits under the FDI policy; and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI / RBI.

Further, in accordance with Press Note No. 3 (2020 Series), dated April 17, 2020 issued by the DPIIT and the Foreign Exchange Management (Non-debt Instruments) Amendment Rules, 2020 which came into effect from April 22, 2020, any investment, subscription, purchase or sale of equity instruments by entities of a country which shares land border with India or where the beneficial owner of an investment into India is situated in or is a citizen of any such country ("Restricted Investors"), will require prior approval of the Government, as prescribed in the Consolidated FDI Policy and the FEMA Rules. Further, in the event of transfer of ownership of any existing or future foreign direct investment in an entity in India, directly or indirectly, resulting in the beneficial ownership falling within the aforesaid restriction/ purview, such subsequent change in the beneficial ownership will also require approval of the Government. Furthermore, on April 22, 2020, the Ministry of Finance, Government of India has also made a similar amendment to the FEMA Rules. Pursuant to the Foreign Exchange Management (Non-debt Instruments) (Fourth Amendment) Rules, 2020, a multilateral bank or fund, of which India is a member, shall not be treated as an entity of a particular country nor shall any country be treated as the beneficial owner of the investments of such bank or fund in India. Each Bidder should seek independent legal advice about its ability to participate in the Issue. In the event such prior approval of the Government of India is required, and such approval has been obtained, the Bidder shall intimate our Company and the Registrar to the Issue in writing about such approval along with a copy thereof within the Issue Period.

As per the existing policy of the Government of India, OCBs cannot participate in this Issue and in accordance with the extant FDI guidelines on sectoral caps, pricing guidelines etc. as amended by Reserve bank of India, from time to time. Investors are advised to confirm their eligibility under the relevant laws before investing and / or subsequent purchase or sale transaction in the Equity Shares of our Company. Investors will not Issue, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines. Our Company, the Underwriters and their respective directors, officers, agents, affiliates and representatives, as applicable, accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares of our Company.

### **Investment conditions/restrictions for overseas entities**

Under the current FDI Policy 2020, the maximum amount of Investment (sectoral cap) by foreign investor in an issuing entity is composite unless it is explicitly provided otherwise including all types of foreign investments, direct and indirect, regardless of whether it has been made for FDI, FPI, NRI/OCI, LLPs, FVCI, Investment Vehicles and DRs under Foreign Exchange Management. (Non-debt Instruments) Rules, 2019. Any equity holding by a person resident outside India resulting from

conversion of any debt instrument under any arrangement shall be reckoned as foreign investment under the composite cap.

Portfolio Investment upto aggregate foreign investment level of 49% or sectoral/statutory cap, whichever is lower, will not be subject to either Government approval or compliance of sectoral conditions, if such investment does not result in transfer of ownership and/or control of Indian entities from resident Indian citizens to non-resident entities. Other foreign investments will be subject to conditions of Government approval and compliance of sectoral conditions as per FDI Policy. The total foreign investment, direct and indirect, in the issuing entity will not exceed the sectoral/statutory cap.

#### **Investment by FPIs under Portfolio Investment Scheme (PIS)**

With regards to purchase/sale of capital instruments of an Indian company by an FPI under PIS the total holding by each FPI or an investor group as referred in SEBI (FPI) Regulations, 2014 shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or less than 10% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all FPIs put together shall not exceed 24% of paid-up equity capital on fully diluted basis or paidup value of each series of debentures or preference shares or share warrants. The said limit of 10% and 24% will be called the individual and aggregate limit, respectively. However, this limit of 24 % may be increased up to sectoral cap/statutory ceiling, as applicable, by the Indian company concerned by passing a resolution by its Board of Directors followed by passing of a special resolution to that effect by its general body.

#### **Investment by NRI or OCI on repatriation basis:**

The purchase/sale of equity shares, debentures, preference shares and share warrants issued by an Indian company (hereinafter referred to as "Capital Instruments") of a listed Indian company on a recognised stock exchange in India by Non-Resident Indian (NRI) or Overseas Citizen of India (OCI) on repatriation basis is allowed subject to certain conditions under Foreign Exchange Management (Non-debt Instruments) Rules, 2019.

The total holding by any individual NRI or OCI shall not exceed 5% of the total paid-up equity capital on a fully diluted basis or should not exceed 5% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrants; provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the general body of the Indian company.

#### **Investment by NRI or OCI on non-repatriation basis**

As per current FDI Policy 2020, Foreign Exchange Management (Non-debt Instruments) Rules, 2019, Purchase/ sale of Capital Instruments or convertible notes or units or contribution to the capital of an LLP by a NRI or OCI on non- repatriation basis – will be deemed to be domestic investment at par with the investment made by residents. This is further subject to remittance channel restrictions.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("US Securities Act") or any other state securities laws in the United States of America and may not be sold or offered within the United States of America, or to, or for the account or benefit of "US Persons" as defined in Regulation S of the U.S. Securities Act, except pursuant to exemption from, or in a transaction not subject to, the registration requirements of US Securities Act and applicable state securities laws.

Accordingly, the equity shares are being offered and sold only outside the United States of America in an offshore transaction in reliance upon Regulation S under the US Securities Act and the applicable laws of the jurisdiction where those offers and sale occur.

Further, no issue to the public (as defined under Directive 2000/371/EC, together with any amendments) and implementing measures thereto, (the "Prospectus Directive") has been or will be made in respect of the issue in any member State of the European Economic Area which has implemented the Prospectus Directive except for any such issue made under exemptions available under the Prospectus Directive, provided that no such Issue shall result in a requirement to publish or supplement a prospectus pursuant to the Prospectus Directive, in respect of the Issue.

Any forwarding, distribution or reproduction of this document in whole or in part may be unauthorised. Failure to comply with this directive may result in a violation of the Securities Act or the applicable laws of other jurisdictions. Any investment decision should be made on the basis of the final terms and conditions and the information contained in this Draft Red Herring Prospectus.

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 Application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Applicants. Our Company and the Book Running Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the Applications are not in violation of laws or regulations applicable to them and do not exceed the applicable limits under the laws and regulations.



**SECTION IX – MAIN PROVISIONS OF THE ARTICLES OF ASSOCIATION OF OUR COMPANY**

*The following regulations comprised in the Articles of Association were adopted pursuant to the member’s special resolution passed at the Extra Ordinary General Meeting held on December 11, 2023. In substitution for, and to the entire exclusion of, the earlier regulation comprised in the extant Articles of Association of the Company.*

<b>INTERPRETATION</b>	
I	<p>1. In these regulations-</p> <p style="margin-left: 40px;">b. “the Act” means the Companies Act, 2013,</p> <p style="margin-left: 40px;">c. “the seal” means the common seal of the company.</p> <p>2. Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.</p>
<b>SHARE CAPITAL AND VARIATION OF RIGHTS</b>	
II. 1.	Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.
2.	<p>i. Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,-</p> <p style="margin-left: 40px;">a. one certificate for all his shares without payment of any charges; or</p> <p style="margin-left: 40px;">b. several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.</p> <p>ii. Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid - up thereon.</p> <p>iii. In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.</p>
3.	<p>i. If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.</p> <p>ii. The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.</p>
4.	Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.
5.	<p>i. The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.</p> <p>ii. The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.</p> <p>iii. The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.</p>

6.	<p>i. If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.</p> <p>ii. To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.</p>
7.	The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking <i>pari-passu</i> therewith.
8.	Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.
<b>LIEN</b>	
9.	<p>i. The company shall have a first and paramount lien</p> <p>a. on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and</p> <p>b. on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company: Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.</p> <p>ii. The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.</p> <p>iii. That fully paid shares shall be free from all lien and that in the case of partly paid shares the Issuer's lien shall be restricted to moneys called or payable at a fixed time in respect of such shares.</p>
10.	<p>The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien: Provided that no sale shall be made-</p> <p>a. unless a sum in respect of which the lien exists is presently payable; or</p> <p>b. until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.</p>
11.	<p>i. To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof</p> <p>ii. The purchaser shall be registered as the holder of the shares comprised in any such transfer.</p> <p>iii. The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.</p>
12.	<p>i. The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.</p> <p>ii. The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.</p>
<b>CALLS ON SHARES</b>	
13.	<p>i. The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:</p> <p>Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.</p>

	<ul style="list-style-type: none"> <li>ii. Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.</li> <li>iii. A call may be revoked or postponed at the discretion of the Board.</li> <li>iv. That any amount paid up in advance of calls on any share may carry interest but shall not in respect thereof confer a right to dividend or to participate in profits</li> </ul>
14.	A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by installments.
15.	The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
16.	<p>If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.</p> <p>The Board shall be at liberty to waive payment of any such interest wholly or in part.</p>
17.	<ul style="list-style-type: none"> <li>i. Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.</li> <li>ii. In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.</li> </ul>
18.	<p>The Board -</p> <ul style="list-style-type: none"> <li>a. may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him and</li> <li>b. upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.</li> </ul>
<b>TRANSFER OF SHARES</b>	
19.	<ul style="list-style-type: none"> <li>i. The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.</li> <li>ii. The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.</li> <li>iii. That a common form of transfer shall be used</li> </ul>
20.	<ul style="list-style-type: none"> <li>i. The Board may, subject to the right of appeal conferred by section 58 decline to register—</li> <li>ii. the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or</li> <li>iii. any transfer of shares on which the company has a lien.</li> </ul>
21.	<p>The Board may decline to recognise any instrument of transfer unless—</p> <ul style="list-style-type: none"> <li>a. the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;</li> <li>b. the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and</li> <li>c. the instrument of transfer is in respect of only one class of shares.</li> </ul> <p>That registration of transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Issuer on any account whatsoever</p>

22.	<p>On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:</p> <p>Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.</p>
<b>TRANSMISSION OF SHARES</b>	
23.	<p>i. On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares</p> <p>ii. Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.</p> <p>iii. That a common form of transmission shall be used</p>
24.	<p>i. Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either-</p> <p>a. to be registered himself as holder of the share; or</p> <p>b. to make such transfer of the share as the deceased or insolvent member could have made.</p> <p>ii. The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.</p>
25.	<p>i. If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.</p> <p>ii. If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.</p> <p>iii. All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.</p>
26.	<p>A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:</p> <p>Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.</p>
<b>FORFEITURE OF SHARES</b>	
27.	<p>If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.</p>
28.	<p>The notice aforesaid shall-</p> <p>a. name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and</p> <p>b. state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.</p>
29.	<p>If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.</p>

30.	<p>i. A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.</p> <p>ii. At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.</p>
31.	<p>i. A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.</p> <p>ii. The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.</p>
32.	<p>i. A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;</p> <p>ii. The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;</p> <p>iii. The transferee shall thereupon be registered as the holder of the share; and</p> <p>iv. The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.</p>
33.	<p>The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.</p>
<b>ALTERATION OF CAPITAL</b>	
34.	<p>The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.</p>
35.	<p>Subject to the provisions of section 61, the company may, by ordinary resolution-</p> <p>i. consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;</p> <p>ii. convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;</p> <p>iii. sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum; and</p> <p>iv. cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.</p> <p>v. Permission for sub-division/ consolidation of share certificates</p>
36.	<p>Where shares are converted into stock,—</p> <ul style="list-style-type: none"> <li>• the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:</li> <li>• Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.</li> <li>• the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters,</li> </ul>

	<p>as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.</p> <ul style="list-style-type: none"> <li>• such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words “share” and “shareholder” in those regulations shall include “stock” and “stock-holder” respectively.</li> </ul>
37.	<p>The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law-</p> <ul style="list-style-type: none"> <li>• it share capital;</li> <li>• any capital redemption reserve account; or</li> <li>• any share premium account.</li> </ul>
<b>CAPITALISATION OF PROFITS</b>	
38.	<p>The company in general meeting may, upon the recommendation of the Board, resolve-</p> <ol style="list-style-type: none"> <li>that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company’s reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and</li> <li>that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.</li> <li>The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards- <ol style="list-style-type: none"> <li>paying up any amounts for the time being unpaid on any shares held by such members respectively;</li> <li>paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;</li> <li>partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);</li> </ol> </li> <li>A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;</li> <li>The Board shall give effect to the resolution passed by the company in pursuance of this regulation.</li> </ol>
39.	<ol style="list-style-type: none"> <li>Whenever such a resolution as aforesaid shall have been passed, the Board shall- <ol style="list-style-type: none"> <li>make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all</li> <li>allotments and issues of fully paid shares if any; and</li> <li>generally do all acts and things required to give effect thereto.</li> </ol> </li> <li>The Board shall have power- <ol style="list-style-type: none"> <li>to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and</li> <li>to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;</li> </ol> </li> <li>Any agreement made under such authority shall be effective and binding on such members</li> </ol>
<b>BUY-BACK OF SHARES</b>	

40.	Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.
<b>GENERAL MEETINGS</b>	
41.	All general meetings other than annual general meeting shall be called extraordinary general meeting.
42.	<ul style="list-style-type: none"> <li>i. The Board may, whenever it thinks fit, call an extraordinary general meeting.</li> <li>ii. If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.</li> </ul>
<b>PROCEEDINGS AT GENERAL MEETINGS</b>	
43.	<ul style="list-style-type: none"> <li>i. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.</li> <li>ii. Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.</li> </ul>
44.	The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
45.	If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
46.	If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.
<b>ADJOURNMENT OF MEETING</b>	
47.	<ul style="list-style-type: none"> <li>i. The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.</li> <li>ii. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.</li> <li>iii. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.</li> <li>iv. Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.</li> </ul>
<b>VOTING RIGHTS</b>	
48.	<p>Subject to any rights or restrictions for the time being attached to any class or classes of shares,</p> <ul style="list-style-type: none"> <li>i. on a show of hands, every member present in person shall have one vote;</li> <li>ii. and on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.</li> <li>iii. That option or right to call of shares shall not be given to any person except with the sanction of the Issuer in general meetings</li> </ul>
49.	A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.
50.	<ul style="list-style-type: none"> <li>i. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.</li> <li>ii. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.</li> </ul>
51.	A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

52.	Any business other than that upon which a poll has been demanded maybe proceeded with, pending the taking of the poll.
53.	No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid
54.	<p>i. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.</p> <p>ii. Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.</p>
<b>PROXY</b>	
55.	The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.
56.	An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105
57.	<p>A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:</p> <p>Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.</p>
<b>BOARD OF DIRECTORS</b>	
58.	<p>The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. The following are the First Directors of the Company:</p> <ol style="list-style-type: none"> <li>1. Shri Indrasen J. Mittal</li> <li>2. Shri Amit I. Mittal</li> <li>3. Shri Sandeep I. Mittal</li> <li>4. Smt. Kavita A. Mittal</li> <li>5. Smt. Manju V. Mittal</li> </ol>
59.	<p>The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.</p> <p>In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them-</p> <ul style="list-style-type: none"> <li>• in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or</li> <li>• in connection with the business of the company.</li> </ul>
60.	The Board may pay all expenses incurred in getting up and registering the company.
61.	The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.
62.	All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.
63.	Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.
64.	<p>i. Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.</p>



	<p>ii. Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.</p>
<b>PROCEEDINGS OF THE BOARD</b>	
65.	<p>The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.</p> <p>A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.</p>
66.	<p>i. Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.</p> <p>ii. In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.</p>
67.	<p>The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.</p>
68.	<p>i. The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.</p> <p>ii. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.</p>
69.	<p>i. The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.</p> <p>ii. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.</p>
70.	<p>i. A committee may elect a Chairperson of its meetings.</p> <p>ii. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.</p>
71.	<p>i. A committee may meet and adjourn as it thinks fit.</p> <p>ii. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.</p>
72.	<p>All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.</p>
73.	<p>Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.</p>
<b>CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETARY OR CHIEF FINANCIAL OFFICER</b>	
74.	<p>Subject to the provisions of the Act,</p> <p>i. A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;</p>

	ii. A director may be appointed as chief executive officer, manager, company secretary or chief financial officer
75.	A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.
<b>THE SEAL</b>	
76.	<p>i. The Board shall provide for the safe custody of the seal.</p> <p>ii. The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.</p>
<b>DIVIDENDS AND RESERVE</b>	
77.	The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.
78.	Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.
79.	<p>i. The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit.</p> <p>ii. The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.</p>
80.	<p>i. Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.</p> <p>ii. No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.</p> <p>iii. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly. That there shall be no forfeiture of unclaimed dividends before the claim becomes barred by law.</p>
81.	The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.
82.	<p>i. Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.</p> <p>ii. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.</p>
83.	Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
84.	Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
85.	No dividend shall bear interest against the company.
<b>ACCOUNTS</b>	

86.	<ul style="list-style-type: none"> <li data-bbox="321 199 1476 289">i. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.</li> <li data-bbox="321 317 1476 407">ii. No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.</li> </ul>
<b>WINDING UP</b>	
87.	<p data-bbox="293 443 1133 472">Subject to the provisions of Chapter XX of the Act and rules made thereunder-</p> <ul style="list-style-type: none"> <li data-bbox="321 472 1476 590">i. If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.</li> <li data-bbox="321 625 1476 716">ii. For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.</li> <li data-bbox="321 751 1476 835">iii. The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.</li> </ul>
<b>INDEMNITY</b>	
88.	<p data-bbox="293 871 1476 961">Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.</p>

## **SECTION IX – OTHER INFORMATION**

### **MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION**

The following contracts (not being contracts entered into in the ordinary course of business carried on by the Company or entered into more than two years before the date of the Draft Red Herring Prospectus) which are or may be deemed material have been entered or to be entered into by the Company which are or may be deemed material will be attached to the copy of the Prospectus, delivered to the Registrar of Companies, for filing. Copies of the abovementioned contracts and also the documents for inspection referred to hereunder, may be inspected at the corporate office between 10 a.m. and 5 p.m. on all Working Days from the date of this Draft Red Herring Prospectus until the Issue Closing Date.

#### **Material Contracts**

1. Issue Agreement dated December 27, 2023 between our Company and the Book Running Lead Manager to the Issue.
2. Registrar Agreement dated January 02, 2024 executed between our Company and the Registrar to the Issue.
3. Banker to the Issue and Sponsor Bank Agreement dated [●] among our Company, Book Running Lead Manager, Banker to the Issue and the Registrar to the Issue.
4. Underwriting Agreement dated December 27, 2023 between our Company, Book Running Lead Manager and Underwriter.
5. Market Making Agreement dated December 27, 2023 between our Company, Book Running Lead Manager and Market Maker.
6. Syndicate Agreement dated [●] between our company, Book Running Lead Manager, Registrar to the issue and Syndicate Members.
7. Tripartite Agreement dated December 22, 2023 among CDSL, the Company and the Registrar to the Issue.
8. Tripartite Agreement dated July 03, 2019 among NSDL, the Company and the Registrar to the Issue.

#### **Material Documents**

1. Certified copies of the Memorandum and Articles of Association of the Company as amended.
2. Certificate of Incorporation dated May 02, 2000 issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli.
3. Certificate of incorporation Consequent upon Name of company changed from IEC International Limited to MJB India Gas Turbine Services Limited dated June 06, 2002 issued by Registrar of Companies, Gujarat, Dadra and Nagar Havelli.
4. Certificate of incorporation Consequent upon Name of company changed from MJB India Gas Turbine Services Limited to Corrtch Energy Limited dated May 14, 2009 issued by Registrar of Companies, Gujarat, Dadra and Nagar Havelli.
5. Copy of the Board Resolution dated December 08, 2023 authorizing the Issue and other related matters.
6. Copy of Shareholder's Resolution dated December 11, 2023 authorizing the Issue and other related matters.
7. Copies of Audited Financial Statements of our Company for the period ended October 31, 2023, March 31, 2023, March 31, 2022, March 31, 2021.
8. Copies of the Restated Consolidated Financial Statement of our Company for period ended October 31, 2023, March 31, 2023, March 31, 2022 and March 31, 2021.
9. Copy of the Statement of Possible Special Tax Benefits dated January 04, 2024 from the Statutory Auditor.
10. Certificate on KPIs issued by our Statutory Auditors dated January 04, 2024
11. Consents of the Book Running Lead Manager, Legal Advisor to the Issue, Registrar to the Issue, Statutory Auditor of the Company, Bankerto our Company, Promoters of our Company, Directors of our Company, Company Secretary and Compliance Officer and Chief Financial Officer, as referred to, in their respective capacities.
12. Board Resolution dated February 15, 2024 for approval of Draft Red Herring Prospectus and dated [●] for approval of Red Herring Prospectus.
13. Due Diligence Certificate from Book Running Lead Manager dated February 15, 2024.
14. Approval from NSE vide letter dated [●] to use the name of NSE in the Offer Documents for listing of Equity Shares on the SME Platform of NSE.

## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE BOARD OF DIRECTORS OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Sandeep Indrasen Mittal Managing Director DIN: 01643818	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat

## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE BOARD OF DIRECTORS OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Amit Indrasen Mittal Whole Time Director DIN: 01644010	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat

## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE BOARD OF DIRECTORS OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Kavita Amitbhai Mittal Non Executive Director DIN: 01643876	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat

## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE BOARD OF DIRECTORS OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Vimal Maganbhai Patel Independent Director DIN: 09429174	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat



## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE BOARD OF DIRECTORS OF OUR COMPANY:**

Name and Designation	Signature
Sanjay Verma Independent Director DIN: 08979532	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat

## DECLARATION

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

### **SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Kalpiti Ghanshyamkumar Thakkar Chief Financial Officer	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat

**DECLARATION**

I certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the regulations or guidelines issued by SEBI, established under section 3 of the Securities and Exchange Board of India Act, 1992, 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 Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. I further certify that all the statements in this Draft Red Herring Prospectus are true and correct.

**SIGNED BY THE COMPANY SECRETARY AND COMPLIANCE OFFICER OF OUR COMPANY:**

<b>Name and Designation</b>	<b>Signature</b>
Akshit Nandkishor Soni Company Secretary & Compliance Officer	Sd/-

Date: February 15, 2024  
Place: Ahmedabad, Gujarat