(Please scan this QR code to view the Draft Red Herring Prospectus)

ADDENDUM TO DRAFT RED HERRING PROSPECTUS DATED OCTOBER 17, 2024

ELEGANZ INTERIORS LIMITED

CORPORATE IDENTIFICATION NUMBER: U74140MH1996PLC098965

Our Company was incorporated as *"Eleganz Interiors Private Limited"* as a Private Limited company in Mumbai under the provisions of the Companies Act, 1956, pursuant to a certificate of incorporation dated April 18, 1996, issued by the Registrar of Companies, Maharashtra, Mumbai. Subsequently, our Company was converted into a public limited company pursuant to a special resolution passed by our Shareholders at the Extra Ordinary General Meeting held on September 11, 2023, and the name of our Company was changed to "Eleganz Interiors Limited". A fresh certificate of Incorporation consequent upon conversion from a Private Limited company to Public Limited company dated November 17, 2023, was issued by the Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74140MH1996PLC098965. For change in registered office and other details please, see "History and Certain Corporate Matters" on page 49 of the Draft Red Herring Prospectus.

Registered Office: Gala Nos. 1-7, Ground Floor, Sarita 'B', Prabhat Industrial Estate, W. E. Highway, Dahisar (E), Mumbai, Maharashtra, India, 400068.
Website: www.eleganz.co.in **E-Mail:** cs@eleganz.co.in **Telephone No:** +91- 22- 28960081
Company Secretary and Compliance Officer: Rahul Suryanarayan Sharma
Corporate Identification Number: U74140MH1996PLC098965

PROMOTER OF OUR COMPANY: SAMEER AKSHAY PAKVASA

INITIAL PUBLIC ISSUE OF UPTO 60,05,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH OF ELEGANZ INTERIORS LIMITED ("EIL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"), OF WHICH [●] EQUITY SHARES OF FACE VALUE OF ₹10/- EACH FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹[●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●] % AND [●] %, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Our Company had filed the Draft Red Herring Prospectus dated October 17, 2024 with the Stock Exchange. Pursuant to certain observations received from the Stock Exchange, the required updates to key portions of the sections titled *"Definitions and Abbreviations", "Risk Factors"*, *"Capital Structure"*, *"Objects of the Issue"*, *"Our Business", "Our Management", " Our Subsidiary", "Management's Discussion and Analysis of Financial Conditions and Results of Operations"*, *"Outstanding litigation"* and *"Government and Other Statutory Approvals"*, beginning on pages 1, 29, 82, 97, 137, 174, 193, 241 and 262, respectively, of the Draft Red Herring Prospectus, have been included in this Addendum. The changes pursuant to the Stock Exchange observations will be duly reflected in the Red Herring Prospectus and Prospectus as and when filed with the RoC, the SEBI and the Stock Exchange.

The Draft Red Herring Prospectus, including the sections titled *"Definitions and Abbreviations", "Risk Factors"*, *"Capital Structure"*, *"Objects of the Issue"*, *"Our Business", "Our Management", " Our Subsidiary", "Management's Discussion and Analysis of Financial Conditions and Results of Operations"*, *"Outstanding litigation"* and *"Government and Other Statutory Approvals"*, beginning on pages 1, 29, 82, 97, 137, 174, 193, 241 and 262, respectively, shall be appropriately updated in the Red Herring Prospectus to reflect the changes indicated in this Addendum.

The changes conveyed by way of this Addendum are to be read in conjunction with the Draft Red Herring Prospectus and, accordingly, the corresponding references in the Draft Red Herring Prospectus stand updated pursuant to this Addendum. The information in this Addendum supplements the Draft Red Herring Prospectus and updates the information in the Draft Red Herring Prospectus. However, this Addendum does not purport to, nor does it, reflect all the changes that have occurred from the date of filing of the Draft Red Herring Prospectus and the date of this Addendum. Accordingly, this Addendum does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus as and when filed with the RoC, the SEBI and the Stock Exchange. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent updated by way of this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchange before making an investment decision with respect to the Issue.

This Addendum which has been filed with the Stock Exchange and will be available on the website of Stock Exchange at www.nseindia.com, the website of the Company at www.eleganz.co.in, and the website of the Book Running Lead Manager, namely, Vivro Financial Services Private Limited at www.vivro.net. All capitalized terms used in this Addendum and not defined herein shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

Date: January 24, 2025
Place: Mumbai

On Behalf of Eleganz Interiors Limited
Sd/-
Sameer Akshay Pakvasa
Chairman and Managing Director

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
Vivro Financial Services Private Limited 607/608, Marathon Icon, Opp. Peninsula Corporate Park, Off. Ganpatrao Kadam Marg, Veer Santaji Lane, Lower Parel, Mumbai – 400 013, Maharashtra, India. **Telephone:** +91-22 6666 8040 **E-mail Id:** investors@vivro.net **Investor Grievance Id:** investors@vivro.net **Website:** www.vivro.net **Contact Person:** Kruti Saraiya/ Aradhy Rajyaguru **SEBI Registration No.:** INM000010122 **CIN:** U67120GJ1996PTC029182	**Bigshare Services Private Limited** Office No S6-2, 6th floor Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400 093, India. **Telephone:** +91 22 6263 8200 **E-mail Id:** ipo@bigshareonline.com **Investor Grievance Id:** investor@bigshareonline.com **Website:** www.bigshareonline.com **Contact Person:** Ganesh Shinde **SEBI Registration No.:** INR000001385 **CIN:** U99999MH1994PTC076534

BID/ISSUE PERIOD

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

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SECTION I- GENERAL

DEFINITIONS AND ABBREVIATIONS

The definitions pertaining to the Issue namely, “Addendum”, “RFP” and “E-Tendering”, have been incorporated into the section labeled “Issue Related Definitions” starting on Page 6 of the Draft Red Herring Prospectus. Furthermore, the definition related to the Industry and Business of our Company, specifically the term “Green Building concept,” has been included in the section titled “Industry and Business Related Terms or Abbreviations,” which begins on Page 14 of the Draft Red Herring Prospectus.

Issue Related Definitions

Terms	Description
“Addendum”	This addendum dated January 21, 2025 to the draft red herring prospectus dated October 17, 2024, filed by our Company with Stock Exchange
“RFP”	A request for proposal.
“E-Tendering”	e-Tendering digitizes the traditional process of soliciting bids from suppliers. Through online platforms, companies can efficiently float tenders, receive bids, and manage procurement. Benefits include broader supplier reach, faster bid processing, heightened efficiency, and cost reduction. Despite some digital challenges, e-Tendering's accessibility levels the field for suppliers and streamlines procurement, benefiting both parties.

Industry and Business Related Terms or Abbreviations

Terms	Description
“Green Building Concept”	The green concepts and techniques in the building sector can help address various environmental like water efficiency, energy efficiency, reduction in fossil fuel use, handling of consumer waste and conserving natural resources. Most importantly, these concepts can enhance occupant health and well-being, which is assuming greater importance. The Indian Green Building Council (IGBC), part of the Confederation of Indian Industry (CII) was formed in the year 2001. The vision of the council is, "To enable a sustainable built environment for all and facilitate India to be one of the global leaders in the sustainable built environment by 2025".

SECTION II- RISK FACTORS

Risk Factors numbered 12, 13, 17, 19, 22, 23, 26, 29, 39, 44, 45, 50, 51, 54, and 58 as appearing in the section entitled "Risk factors" starting on pages 37, 37, 40, 41, 43, 43, 45, 46, 52, 54, 54, 56, 56, 57, and 59 of the Draft Red Herring Prospectus (DRHP) have been appropriately reorganized and are now listed as Risk Factors 2, 3, 7, 11, 8, 17, 9, 20, 37, 40, 16, 24, 25, 29, and 51, respectively. Additionally, Risk Factors 27 and 28 have been newly incorporated into this document. Furthermore, the Risk Factors in the DRHP were inadvertently numbered from 11 to 81. They must now be read as commencing from 1 and concluding at 74.

BUSINESS RELATED RISKS

I. INTERNAL RISKS

2. ***We derive a significant portion of our revenues from repeat clients. Any loss of, or a significant reduction in the number of repeat clients could adversely affect our business, results of operations, financial conditions and cash flows.***

We believe that our focus on completing projects in a timely manner along with meeting expected quality requirements of our clients have helped us build strong relationships with our clients and bolster our reputation in the industry in which we operate. We derive a significant portion of our revenue from repeat clients for refurbishment of their office spaces as well as for new offices they may acquire. Set forth below is our revenue from such repeat clients for the Financial Years ended March 31, 2022, March 31, 2023, March 31, 2024 and for the three months period ended June 30, 2024:

(₹ in lakhs)

Particulars	*Financial Year ended March 31, 2022*		*Financial Year ended March 31, 2023*		*Financial Year ended March 31, 2024*		*Three months period ended June 30, 2024*	
	Amount	*% of revenue*	*Amount*	*% of revenue*	*Amount*	*% of revenue*	*Amount*	*% of revenue*
Revenue from repeat customer	*12,334.21*	*80.18%*	*13,463.25*	*70.76%*	*19,831.58*	*89.62%*	*5,175.13*	*64.07%*
Revenue from first time customer	*3,048.82*	*19.82%*	*5,562.60*	*29.24%*	*2,297.61*	*10.38%*	*2,901.69*	*35.93%*
Total Revenue from Operations	***15,383.03***	***100.00%***	***19,025.86***	***100.00%***	***22,129.19***	***100.00%***	***8,076.82***	***100.00%***

Though we do not have any long-term arrangement or agreement entered with our clients, we have received additional projects from several of our existing clients despite increased competition in the industry within which we operate. We have historically been dependent, and expect to depend, on such repeat clients for a substantial portion of our revenue and the loss of any them for any reason (including due to loss of, or termination of existing arrangement, limitations to meet any change in quality specification, customization requirements, disputes with a client, adverse changes in financial condition of our clients, such as possible bankruptcy or liquidation or other financial hardship, change in business practices of our clients or a change in the corporate structure of such repeat client) could have a material adverse effect on our business, results of operations, financial condition and cash flows. ***For further details please refer to the "Our Business" on page 137 of the Draft Red Herring Prospectus.***

3. ***We derive a significant portion of our revenues from a limited number of clients. The loss of any significant clients may have an adverse effect on our business, financial condition, results of operations, and prospects.***

We do not enter into long-term agreements with our clients. We rely on work orders to govern the terms related to our projects. While we believe that our relationship with our clients has been built over time and few of our clients have conferred the status of a preferred project partner on us, resulting in repeat orders from such clients, our relationship with our clients is on a non-exclusive basis and accordingly, our clients may choose to cease awarding new projects to us which exposes us to a significant increased risk of client attrition. Absence of any long-term contracts or contractual exclusivity with respect to our business arrangements with such clients poses a challenge on our ability to continue to serve these clients in future. Further, the number of work orders that our clients place with us differ from period to period, which has caused our revenues, results of operations and cash flows to fluctuate in the past and we expect this trend to occasionally continue in the future.

For the Financial year ended March 31, 2022, March 31, 2023, and March 31, 2024, and three months period ended June 30, 2024, our revenue from top five (5) and top ten (10) clients are as follows:

Particulars	Financial Year ended March 31, 2022		Financial Year ended March 31, 2023		Financial Year ended March 31, 2024		Three months period ended June 30, 2024	
	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue
Revenue from top five (5) clients	10,397.35	67.02%	9,731.61	51.15%	14,020.03	63.36%	4194.43	51.93 %
Revenue from top ten (10) clients	12,768.77	82.31%	13,439.22	70.64%	17,269.86	78.04%	6479.72	80.23 %

Note : We are unable to disclose the names of individual clients since this information is commercially sensitive to our business

Additionally, our clients have high and stringent standards for design and construction quality as well as project completion schedules and any failure to meet our clients' expectations and specifications could result in cancellation of orders or the risk of the client not awarding any subsequent orders. ***<u>For further details please refer to the "Our Business" on page 137 of the Draft Red Herring Prospectus.</u>***

7. ***Our business and profitability are dependent upon the availability and the cost of our fit-out materials used in the projects and raw materials consumed in the manufacturing process. Any disruption to the timely and adequate supply of such materials, or volatility in the prices of such materials may adversely impact on our business, results of operations, financial condition and cash flows.***

Our cost of fit-out materials and raw materials, which consist of wood, glass, fabrics, mechanical, electrical and plumbing (MEP) materials etc. in various descriptions constitutes a significant portion of our total expenses. These materials are commodities and therefore subject to fluctuation in commodity prices.

The table below sets forth details of our cost of material consumed, including a percentage of our total expenses for the financial years ended March 31, 2022, March 31, 2023, March 31, 2024 and the three months period ended June 30, 2024 respectively:

(₹ in lakhs)

Particulars	Financial Year ended March 31, 2022		Financial Year ended March 31, 2023		Financial Year ended March 31, 2024		Three months period ended June 30, 2024	
	Amount	% of total expenses	Amount	% of total expenses	Amount	% of total expenses	Amount	% of total expenses
Cost of goods consumed	11,263.93	74.98%	15,020.06	83.14%	18,371.72	88.75%	5,719.38	75.61%

<u>The table below sets forth details of raw material procured as compared to raw material consumed,</u>

including percentage to total purchase for the financial years ended March 31, 2022, March 31, 2023, March 31, 2024 and the three months period ended June 30, 2024 respectively:

Particular	***Financial Year ended March 31, 2022***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2024***		***Three months period ended June 30, 2024***	
	Amount	***% of total raw material purchase***	***Amount***	***% of total raw material purchase***	***Amount***	***% of total raw material purchase***	***Amount***	***% of total raw material purchase***
Raw material return	*152.20*	*2.96%*	*162.88*	*2.33%*	*355.65*	*3.81%*	*28.41*	*1.32%*
Raw material consumed	*4,995.15*	*97.04%*	*6,836.99*	*97.67%*	*8,983.11*	*96.19%*	*2,122.62*	*98.68%*
Total purchase	***5,147.35***	***100.00%***	***6,999.87***	***100.00%***	***9,338.76***	***100.00%***	***2,151.02***	***100.00%***

We procure such materials from third parties based on work orders and do not have continuing arrangements with our suppliers. The absence of any long-term or continuing arrangements for firm commitments of quantities at fixed prices and the need to maintain a continued supply of such materials may make it difficult to resist price increases imposed by our suppliers. Also see, "***Risk Factors - We depend on third party suppliers for a steady supply of both, finished products and raw materials for manufacturing furniture items. We do not have continuing or exclusive arrangements with any of our suppliers. Loss of suppliers or any failure by our suppliers to make timely delivery of raw materials may have an adverse effect on our business, results of operations, financial condition and cash flows.***" on page 22 of the Draft Red Herring Prospectus. We are therefore exposed to volatility in the prices of our key materials. Majority of our clients' orders are based on fixed or pre-determined prices which makes it difficult for us to pass on the increased price to our clients. While we seek to pass on the increase in cost of raw materials to our clients, our cash flows may be adversely affected.

8. Some of our historical corporate records are not traceable.

Our Company was incorporated on April 18, 1996 and certain documents filed by us with the Registrar of Companies ("RoC") and certain corporate records and documents, are not traceable. The secretarial records such as forms related to allotment of 1,980 Equity Shares of ₹ 100 each made by our Company in the financial year 1996-97 and certain share transfer forms could not be traced as the relevant information was not available in the records maintained by our Company, at the portal maintained by the Ministry of Corporate Affairs and the RoC.

These corporate records and form filings includes (i) Form SH-4 in relation to the share transfers undertaken by the certain shareholders of the Company on May 15, 2001 and January 3, 2004; (ii) Form SH-4, board resolution, or any other supporting documents that pertains to the transfer of 5,760 shares to Sameer Akshay Pakvasa; (iii) Form 7-B for the transfer undertaken by certain shareholders on May 2, 2005 and September 15, 2008; and (iv) Form 2 with respect of allotment of 1,980 Equity Shares during the financial year 1996-1997. While we have conducted searches of our records at our Company's offices, on the portal maintained by the Ministry of Corporate Affairs and office of RoC, Mumbai, we have not been able to trace the aforementioned corporate records. In this regard, we have also relied on the search report dated October 17, 2024 prepared by M. K Saraswat & Associates, a peer reviewed practicing Company Secretaries, prepared on the basis their physical search of the documents available with the Registrar of Companies and search of the information and records available on the portal of the Ministry of Corporate Affairs. Further, we may not be able to furnish any further document evidencing the aforesaid details. We have, however, submitted an intimation to RoC on October 14, 2024 in respect of the missing and untraceable ROC filings. Accordingly, we have included the details of the build-up of the share capital of the Company and the build-up of the Promoter' shareholding in our Company in the Draft Red Herring Prospectus, by placing reliance on other corporate records such the resolutions passed by the Board of Directors and Shareholders, wherever applicable and available. We cannot assure you that we will not be subject to any legal proceedings or regulatory actions, including monetary penalties by statutory authorities on account of any future inadvertent discrepancies in our secretarial filings and/or corporate records in the future, which may adversely affect our business, financial condition and reputation.

9. **We depend on third party suppliers for a steady supply of both, finished products for installation at project site and raw materials for manufacturing furniture items. We do not have continuing or exclusive arrangements with any of our suppliers. Loss of suppliers or any failure by our suppliers to make timely delivery of raw materials may have an adverse effect on our business, results of operations, financial condition and cash flows.**

We depend on third-party suppliers for supply of both, finished products for installation at the project site and raw materials for manufacturing furniture items. We do not have continuing arrangements for the supply of such finished products and raw materials and rely on work orders which set out the terms and conditions in relation to quantity, pricing, scheduling and delivery details. Our key materials include wood, fabrics, glass, furniture fittings, mechanical, electrical and plumbing (MEP) materials. Finding readymade substitute suppliers for supplying such materials of exact specifications and on terms and conditions acceptable to us may be challenging. Additionally, for project-specific installations, we require suppliers for finished products like HVAC systems, electrical fittings, and various furniture components, and finding suitable substitutes under similar conditions may also be difficult. Our purchase orders for some of the items include indemnity clauses, though enforcing these claims can be challenging. If any of these suppliers cease operations or decide to discontinue our supply relationship, or fails to supply within the stipulated framework, we would need to find alternative suppliers, within a requisite span of time. We may be unable to source our raw materials and finished products from alternative suppliers on similar commercial terms and within a reasonable timeframe. Loss of any one or more of our suppliers may adversely impact our production and eventually our business, results of operations, financial condition and cash flows. Interruption of, or shortage in the supply of raw materials required to manufacture furniture items as required for the specific project, may also result in our inability to operate our Manufacturing Facility at optimal capacities, leading to delays. While there have been no instances where our suppliers have terminated their arrangements with us or discontinued to supply raw materials for the last three Financial Years ended March 31, 2024, March 31, 2023 and March 31, 2022 and for the three months period ended June 30, 2024, we may be unable to find suitable alternative suppliers in the event our suppliers terminate their engagements with us or discontinue supply of raw materials or finished products in the future. However, as we source materials from multiple suppliers for each item, the associated risk is partially mitigated, reducing the potential impact.

Furthermore, as we do not have exclusive arrangements with our suppliers, our suppliers could be engaged with or may in the future engage with our competitors and prioritize supplies of their other clients, which could adversely impact our ability to procure a sufficient quantity of raw materials at competitive rates. The table below sets forth the contribution of our top 10 suppliers for the Financial Years ended March 31 2022, March 31, 2023 and March 31, 2024 and for the three months period ended June 30, 2024 respectively.

(₹ in lakhs)

Particulars	Financial Year ended March 31, 2022		Financial Year ended March 31, 2023		Financial Year ended March 31, 2024		Three months period ended June 30, 2024	
	Amount	As a % of purchases	Amount	As a % of purchases	Amount	As a % of purchases	Amount	As a % of purchases
Top 5 suppliers	1,796.84	13.63%	2,927.54	15.80%	3,560.37	15.92%	1,342.26	20.44%
Top 10 suppliers	2,804.02	21.26%	4,745.68	25.61%	5,207.46	23.29%	2,090.08	31.82%

Further, the timely execution of our projects is also dependent on timely supply and delivery of raw materials and finished products. We may face the risk of our suppliers not being able to deliver on time and/or deliver requisite quantity or quality. In the event we are unable to find an alternative supplier at short notice, this may affect our obligations towards our clients. While there have been no instances during the last three Financial Years ended March 31, 2024, 2023 and 2022 and for the three months period ended June 30, 2024 where there was a delay in the supply resulting in a material delay in the execution of our projects, we cannot assure you that there would not be any such delays in the future.

10. **While we have a diversified geographical presence, our projects have historically been concentrated in the state of Maharashtra and any changes affecting the policies, laws and regulations or the political and economic environment in the region may adversely impact our business, financial condition and results of operations.**

We started our business operations primarily in the state of Maharashtra and expanded our operations in the states of Karnataka, Gujarat, Haryana, Telangana, Tamil Nadu, Uttar Pradesh, Madhya Pradesh, and Andhra Pradesh. As on September 30, 2024, our ongoing projects amounts to ₹ 22,202.14 lakhs out of which ₹ 20,442.00 lakhs representing 92.07% of our ongoing projects are concentrated in the state of Karnataka, Maharashtra and Tamil Nadu.

Following is the state wise revenue break-up & contribution of the Company for three months period ended June 30, 2024, Fiscal 2024, Fiscal 2023 and Fiscal 2022:

(₹ in lakhs)

Name of State	For Three Months period ended June 30, 2024		Financial Year ended March 31, 2024		Financial Year ended March 31, 2023		Financial Year ended March 31, 2022	
	Amount	**%**	**Amount**	**%**	**Amount**	**%**	**Amount**	**%**
Maharashtra	3,991.29	49.42%	12,602.34	56.95%	9,909.81	52.09%	4,614.50	30.00%
Karnataka	1,761.17	21.81%	3,379.23	15.27%	3,891.83	20.46%	5,540.86	36.02%
Gujarat	246.93	3.06%	2,500.35	11.30%	2,579.21	13.56%	401.93	2.61%
Haryana	584.97	7.24%	689.20	3.11%	294.61	1.55%	19.04	0.12%
Telangana	196.89	2.44%	675.75	3.05%	708.85	3.73%	993.60	6.46%
Tamil Nadu	112.88	1.40%	172.54	0.78%	941.26	4.95%	840.17	5.46%
Uttar Pradesh	-	0.00%	20.38	0.09%	436.71	2.30%	2,829.93	18.40%
Madhya Pradesh	473.04	5.86%	1,008.43	4.56%	140.23	0.74%	-	0.00%
Andhra Pradesh	709.64	8.79%	1,080.97	4.88%	-	0.00%	-	0.00%
Total	**8,076.82**	**100.00%**	**22,129.19**	**100.00%**	**19,025.86**	**100.00%**	**15,383.03**	**100.00%**

Our Order Book as on September 30, 2024 categorised on the basis of geographical location is as follows:

(₹ in lakhs)

Name of State	Number of Projects	Contract Value*	Order Book*	Percentage of Order Book
Karnataka	8	20,049.92	13,810.20	62.20%
Maharashtra	26	20,193.23	5,628.95	25.35%
Tamil Nadu	6	2,942.32	1,002.85	4.52%
Telangana	3	1,205.33	593.02	2.67%
Madhya Pradesh	1	2,426.13	476.28	2.15%
Gujarat	2	367.58	277.35	1.25%
Haryana	2	1,368.57	232.87	1.05%
Andhra Pradesh	1	2,730.45	153.49	0.69%
Uttar Pradesh	1	41.45	16.89	0.08%
Goa	1	88.69	10.23	0.05%
Total	**51**	**51,413.68**	**22,202.14**	**100.00%**

While we continuously endeavour to expand our geographical presence, the concentration of our business in above-mentioned states may subject us to various risks, including but not limited to; (i) vulnerability to change of policies, laws and regulations or the political and economic environment of respective states; (ii) interruptions on account of regional instability, adverse climatic condition or force majeure, etc.; (iii) perception by our potential clients that we are a regional interior fit-out solutions provider company, may hamper us from competing or securing orders for large and complex projects at the national level; (iv) regional slowdown in corporate business activities in those states. While we have and we further strive to diversify across states and reduce our concentration risk, there can be no assurance that the above associated factors will not have an adverse impact on our business. If we are unable to mitigate such concentration risk, we may not be able to develop our business effectively and our business operations, financial condition and results of operation could be adversely affected.

11. ***Any downgrade in our credit ratings could increase our borrowings costs, affect our ability to obtain financing, and adversely affect our business, results of operations, financial condition and cash flows.***

Our bank facilities are domestically rated by Acuite Ratings *("Acuite")*. Furthermore, Acuite has on December 02, 2024, assigned its long term rating of ACUITE BBB- (read as ACUITE Triple B minus) and short-term rating of ACUITE A3 (read as ACUITE A three). Any downgrade in our credit ratings could increase borrowing costs and adversely affect our access to capital and debt markets, which could in turn adversely affect our business, results of operations, financial condition and cash flows. In addition, any downgrade in our credit ratings could increase the probability that our lenders impose additional terms and conditions to any financing arrangements we enter into in the future, impair our future issuances of debt and equity, and our ability to raise new capital on a competitive basis, which may adversely affect our business, results of operations, financial condition and cash flows. While our ratings have not been downgraded during the last three financial years ended March 31, 2022, 2023 and 2023 and for the three months period ended June 30, 2024 any downgrade in our credit ratings could increase our borrowing costs, affect our ability to obtain financing, and adversely affect our business, results of operations, financial condition and cash flows.

12. ***We have certain contingent liabilities which, if materialized, may adversely affect our financial condition.***

Our contingent liabilities as derived from our Restated Financial Information that have not been provided for in our results of operations were as follows:

(₹ *in lakhs*)

Particulars	For the period ended June 30, 2024	As at		
		31-03-2024	31-03-2023	31-03-2022
a) Claims against the company not acknowledged as debt;				
Service Tax Appeal(1)	175.56	175.56	175.56	175.56
Service Tax Appeal (Penalty) (1)	175.56	175.56	175.56	175.56
TDS dues as per TRACES Portal(2)	18.91	19.08	21.88	30.67
Maharashtra VAT Appeal FY 2015-16(3)	-	-	-	47.01
Maharashtra VAT Appeal FY 2016-17(3)	-	-	-	14.97
Maharashtra GST Assessment FY 2017-18(4)	26.81	26.81	26.81	-
Income Tax Assessment AY 2020-21	31.54	31.54	31.54	-
Karnataka GST Assessment FY 2018-19(5)	-	-	0.81	-
b) Guarantees				
Bank Guarantee	3,251.44	2,956.00	1,368.95	574.5
Letter of Credit	263.8	745.13	389.78	-
Guarantees given on Behalf of the Holding Company(6)				
c) Other money for which the company is contingently liable				
Liquidated Damages by Premium Port Lounge (PPL) (7)	-	-	155.35	155.35
Liquidated Damages by POSCO Maharashtra Steel Pvt Ltd(8)	115.37	115.37	-	-
Total	**4,058.99**	**4,245.05**	**2,346.24**	**1,173.62**

(1) As per Order of Commissioner of Service Tax demand for service tax is Rs. 175.56 Lakhs u/s 73(1) r/w Sec 73(2) and Penalty imposed is Rs. 175.56 Lakhs u/s 78. Company has deposited sum of Rs 13.17 Lakhs which is equal to 7.5% of tax amount as per Sec. 83 of the Finance Act, 1994.

(2) We are currently in the process of reconciling, rectifying, and revising the TDS returns. The liability shown on the TRACES

portal is under review and is primarily due to discrepancies that we have identified and are in the process of addressing.

(3) *Maharashtra VAT appeal part payment done for FY 2015-16 Rs.2.22 lakh and FY 2016-17 Rs.0.81 lakh in FY 2020-21 as per requirement for appeal proceeding. Maharashtra VAT Appeal for FY 2015-16 & 16-17 was paid in FY 2022-23 as per Amnesty Scheme.*

(4) *Maharashtra GST Assessment Order for FY 2017-18 of Rs. 26.81 Lakhs against which 1.26 Lakhs was paid and Stay order received.*

(5) *Penalty amounting to Rs 0.81 Lakhs was levied by the authorities in GST Assessment Order for FY 2018-19 having Assignment No. 120038269 not paid by Management.*

(6) *Doshi Infrastructure Private Limited (Subsidiary Company) has given Corporate Guarantee on behalf of Eleganz Interiors Limited (Holding Company) to HDFC Bank and Bank of Baroda for Cash & Non Cash Credit Facilities.*

(7) *PPL Case has been disposed on July 14, 2024 and awarded in favour of company so there is no contingent liability.*

(8) *POSCO Maharashtra Steel Pvt Ltd filed commercial dispute in Pune District Legal Service Authority against company for Pre-institution mediation in terms of Section 12A of chapter IIIA of Commercial Court Act, 2015.*

If a significant portion of these liabilities materialize, we may have to fulfil our payment obligations, which could have an adverse effect on our business, financial condition and results of operations. Furthermore, there can be no assurance that we will not incur similar or increased levels of contingent liabilities in the current Financial Year or in the future. For further details of contingent liabilities, see "*Restated Financial Information –Restated Consolidated Summary Statement Of Contingent Liabilities*" on page 219 of the Draft Red Herring Prospectus.

14. If the furniture products manufactured and delivered by us, experience quality defects or if the services we provide as part of our contracts with our clients are found to be deficient, we may lose our clients and may be subjected to product liability claims or claims alleging deficiency in service, which may also cause damage to our reputation and/or adversely affect our business, results of operations, financial condition and cash flows.

Our business depends on manufacturing, design and on-site project management capabilities for the installation and execution of fit-outs and interior works and on us successfully executing our contracts and handing over the completed site to our clients. Usually, the loose furniture such as tables, doors, storage units etc. are manufactured at our Manufacturing Facilities under stringent quality control. Since we typically provide warranties ranging from 1 to 3 years for the products manufactured by us, and also warranties for general repairs of defects that existed at the time of hand-over, any defects including in relation to design, materials and workmanship, may also cause us to incur significant repair costs under our work orders. We may be unable to obtain warranties for a similar period from our suppliers for the raw materials used in our products. We may have to incur significant costs to address such defects including having to pay damages claimed by clients, if any. Further, the recurrence of such problems may result in the delay or loss of market acceptance of our products, which may cause damage to our reputation and/or adversely affect our business, results of operations, financial condition and cash flows. This could in turn require considerable resources in rectifying the defects and could adversely affect the demand for our products. Further, any defect in our products or our inability to comply with the quality parameters may lead to the cancellation of existing orders by our clients and in certain instances may even impose additional costs in the form of product liability thereby causing damage to our reputation and/or adversely affect our business, results of operations, financial condition and cash flows. *Additionally, there have been no warranties claims made against them during the period for three months ended as on June 30, 2024 and financial year ended as on March 31, 2024, 2023 and 2022.*

15. There have been some instances of delay and discrepancies with respect to filing of certain forms with the Registrar of Companies in the past, which may be subject to regulatory actions and penalties.

There has been certain instances of secretarial irregularities and discrepancies in our Company, such as delay in filing of (i) Form MGT-14 for resolution passed by our Board of Directors on May 07, 2016 for revision in remuneration payable to Managing Director under section 196, 197, 203 of the Companies Act 2013; (ii) Form MGT-14 for resolution passed by our Board of Directors on March 10, 2024 for issuance of 12,34,626 Equity Shares of face value of ₹ 10 each; (iii) Form ADT-1 for approval of appointment of our auditor, M/s Jayesh Sanghrajka & Co. LLP by the shareholders on September 29, 2017 under section 139 of the Companies Act, 2013; (iv) Form MGT-7 for filing of annual return under section 92(1) of the Companies Act, 2013 for the Annual General Meeting held on September 30, 2019.

Further, our Company had approved the subdivision of one Equity Shares of ₹ 100 each into 10 Equity

Shares of ₹ 10 each vide shareholders' resolution dated July 22, 2023. However, while filing Form MGT-7 for the financial year ended March 31, 2023, our Company has inadvertently mentioned number of Equity Shares with face value of ₹ 10 each.

We have also obtained a search report dated October 17, 2024 from M.K. Saraswat & Associates, a peer reviewed practising Company Secretaries in relation to the said discrepancies and errors. Although, no regulatory action has been taken on our Company for the abovementioned purported delayed, however, it cannot be assured that no such regulatory action, will be taken in the future. Further, we cannot assure you that such non-compliances will not occur in the future. Therefore, if the concerned authorities impose monetary penalties on us or take certain punitive actions against our Company or its directors/ officers in relation to the same, our business and financial condition could be adversely affected.

Further, our Company allotted 2,46,914 Equity Shares of face value of ₹ 10 each to Minerva Ventures Funds, a non-resident investor on May 17, 2024. The Company is yet to file requisite forms under Foreign Exchange Management Act, 1999. The Company is in the process of completing the necessary documentation and will file the form in compliance with applicable regulations under the Foreign Exchange Management Act, 1999.

In 2021, our Company incorporated a company in Singapore, Eleganz Interiors PTE Limited, in which our Company holds 50% shareholding. The investment of SGD 1 was made by a Company Secretary appointed in Singapore to whom remittance was made by our Company. The Company has made an attempt to file form FC but the authorised dealer has expressed its concern to accept the form. As such, our Company has not been able to file form FC for this overseas investment.

17. We have negative cash flows from operating activities in the past and may experience earnings declines or operating losses or negative cash flows from operating activities in the future.

The following table sets forth certain information relating to our cash flows for the three months period ended June 30, 2024, fiscals 2024, 2023 and 2022:

(₹ in lakhs)

Particulars	Quarter ended June 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Net cash generated from/ (used in) operating activities	(331.92)	(364.82)	134.68	(578.38)
Net cash generated from/ (used in) investing activities	(305.83)	(190.39)	(272.27)	146.72
Net cash generated from/ (used in) financing activities	222.38	1,108.09	336.50	301.74
Net increase / (decrease) in cash and cash equivalents	**(415.36)**	**552.87**	**198.91**	**(129.92)**

Cash flow from operating activities: During the financial year ended March 31, 2024, the Company had negative cash flow from operating activities of ₹ (364.82) lakh primarily due to increase in the overall working capital requirement by ₹ (1,977.94) lakhs and income tax payment of ₹ (465.08) lakhs against operating cash profit of ₹ 2078.21 lakhs.

During the financial year ended March 31, 2022, the Company had negative cash flow from operating activities of ₹ (578.38) lakhs primarily due to increase in the overall working capital requirement by ₹ (1,505.32) lakhs against operating cash profit of ₹ 926.93 lakhs.

Cash flow from investing activities: During the financial year ended March 31, 2024 and March 31, 2023, the Company had spent an amount of ₹ 234.78 lakhs and ₹ 287.88 lakhs, respectively towards fixed assets due to which the cashflow for financial year ended March 31, 2024 and March 31, 2023, had been negative by ₹ (190.39) lakhs and ₹ (272.27) lakhs, respectively.

We have sustained negative cash flow from operating activities in past, primarily attributable to increase in trade receivables, payment towards trade payables, payment of mobilisation advances, etc. We have sustained negative cash flow from investing activities in past, attributable to increase in fixed assets, investment made in shares and securities, advance paid for investment in properties, etc.

For further details see, *"Management's Discussion and Analysis of Financial Condition and Result of Operations - Cash Flows"* on page **241** of the Draft Red Herring Prospectus.

There can be no assurances that cash flows will be positive in the future thereby creating an adverse impact on our ability to meet working capital expenditure, repay loans without raising finance from external resources. If we are not able to generate sufficient cash flows, it may adversely affect our business and financial operations.

Further, we had faced a negative free cash flow to equity in past one out of three years. The following table sets forth certain information relating to our free cash flow to equity for the Fiscals 2024, 2023 and 2022.

(₹ in lakhs)

Particulars	Fiscal 2024	Fiscal 2023	Fiscal 2022
Net cash generated from/ (used in) operating activities	(364.82)	134.68	(578.38)
Less: Capital expenditure	(215.32)	(277.07)	(24.61)
Add: Net borrowings	1456.77	560.72	497.55
Less: Interest (net of tax)	(264.59)	(219.99)	(195.21)
Net increase / (decrease) in free cash flow to equity	**612.04**	**198.35**	**(300.60)**

There can be no assurances that free cash flow to equity will be positive in the future thereby creating an adverse impact on our ability to meet the requirement for being available free cash flow for distribution to Equity Shareholders without raising new equity from existing / external resources. If we are not able to generate sufficient free cash flow to equity, it may adversely affect our ability to distribute free cash flow to Equity Shareholders.

18. ***We derive a significant portion of our revenue through tenders and e-auctions. Failure to secure contracts through tenders and e-auctions could adversely affect our business, profitability, and financial condition. Further, we are required to meet specific technical and financial eligibility criteria to participate in project bidding processes. Failure to satisfy these criteria may result in disqualification from e-auction or tendering opportunities, potentially limiting our ability to secure new contracts and adversely affecting our business growth and revenue streams.***

A significant portion of our business is dependent on contracts secured through tenders and e-auctions. The nature of these processes is highly competitive, and the outcomes are uncertain, which presents inherent risks to our ability to consistently secure new projects. Factors such as fluctuating market conditions, pricing competition, stringent qualification criteria, and evolving client preferences could reduce our chances of winning bids. If we are unable to secure a sufficient number of contracts through these processes, our order book and revenue generation may be adversely affected, impacting our business, financial condition, and cash flows.

Disclosure of tender based and non-tender based revenue bifurcation on gross value basis for the last three financial years and stub period:

(₹ in lakhs)

Particular	*Period ended June 30, 2024*		*Financial Year ended March 31, 2024*		*Financial Year ended March 31, 2023*		*Financial Year ended March 31, 2022*	
	*Amount**	*% of revenue*	*Amount**	*% of revenue*	*Amount**	*% of revenue*	*Amount**	*% of revenue*
Non Tender	*26.72*	*0.28%*	*3.58*	*0.01%*	*104.76*	*0.47%*	*21.23*	*0.12%*
Tender	*9,385.72*	*99.72%*	*25,307.76*	*99.99%*	*22,337.38*	*99.53%*	*18,135.26*	*99.88%*
Grand Total	***9,412.43***	***100.00%***	***25,311.34***	***100.00%***	***22,442.14***	***100.00%***	***18,156.49***	***100.00%***

**The Value disclosed are on gross basis (Inclusive of GST)*

Moreover, participation in tenders and e-auctions often requires us to meet the lowest price benchmarks, which can place significant pressure on our profit margins. *Our average bid to success ratio primary lies in the range of 13% to 21%.* Winning contracts at highly competitive prices may require us to operate under tighter margins, which could diminish profitability. Additionally, delays in project awards or cancellations of tender or e-auction processes due to factors outside our control could also affect our project pipeline and overall business performance. If we are unable to secure an adequate volume of contracts through tenders and e-auctions in the future, it may have a material adverse effect on our results of operations and financial health.

Our ability to successfully bid for projects is contingent upon meeting specific technical and financial eligibility criteria established by clients and governing bodies. These criteria are designed to ensure that only qualified entities participate in the bidding process, reflecting the required standards of capability, experience, and financial stability.

Failure to satisfy these eligibility requirements could result in disqualification from e-auction or tendering opportunities, significantly restricting our ability to secure new contracts. Such disqualification not only hinders our growth potential but also adversely impacts our revenue streams, as the loss of project opportunities could lead to decreased market share and diminished competitiveness within the industry.

19. We need to furnish advance bank guarantees, retention bank guarantees and performance bank guarantees to our clients. Any contractual default on our part may result in invocation of the Bank Guarantees, claims and payment of liquidated damages, which could adversely affect our business, results of operations, financial condition and cash flows.

We are required to furnish advance bank guarantees, retention bank guarantees and performance bank guarantees (collectively, "**Bank Guarantees**") to our clients on a case to case basis for: (i) taking advance payments for our orders; (ii) performance guarantees in relation to the completion of our projects; and (iii) retention bank guarantees for make good any defects arising during defect liability period. *Following are the amount of Bank Guarantees as per restated consolidated financial statements which were issued by the Company as at March 31, 2022, 2023 and 2024 and June 30, 2024:*

(₹ in lakhs)

Particulars	***As at March 31, 2022***	***As at March 31, 2023***	***As at March 31, 2024***	***As at June 30, 2024***
Bank Guarantees	*574.5*	*1,368.95*	*2,956.00*	*3,251.44*
Total Revenue	*15,383.03*	*19,025.86*	*22,129.19*	*8,076.82*
Total Bank Guarantee to percentage to sales	***3.73%***	***7.20%***	***13.36%***	***40.26%****

**Not Annualized hence not comparable*

These Bank Guarantees subsist typically till the completion of the project or completion of defects liability period, as may be agreed with the client. In the event any of the Bank Guarantees furnished by or on behalf of our Company, are invoked or if we are unable to meet our guarantees requirements, then legal proceedings may be initiated against us, or we may incur additional costs. Further we are responsible for the quality of the fit outs executed by us at the project site and we are also required to complete the projects within a stipulated schedule. Any delay or failure to adhere to a contractually agreed schedule of completion could result in payment of liquidated damages for the period of such delay. While there have been no instances for the last three Financial Years ended March 2022, 2023, 2024 and for the three months period ended June 30, 2024, where Bank Guarantees have been invoked, we cannot guarantee that our Bank Guarantees will not be invoked or that work orders/ contracts will not be terminated on grounds of default in the future or that we would be able to deliver our projects within the stipulated timelines. The existence, or even a threat of a major liability claim could damage the reputation of our Company and affect our clients' views of our services. Any contractual default on our part may result in the invocation of Bank Guarantees, claims and payment of liquidated damages, which could adversely affect our business, results of operations, financial condition and cash flows.

21. ***In addition to executing projects on a contracting basis, we also undertake sub-contracting projects, which may involve additional conditions and requirements. Failure to comply with these conditions could result in early termination or penalties imposed by the contractor, potentially adversely affecting our cash flows, business operations, and financial performance.***

In addition to our primary contracting activities, we also engage in sub-contracting projects, which often involve additional conditions and requirements that may differ from our standard contractual agreements. These sub-contracting arrangements are typically governed by specific terms set forth by the primary contractor, and adherence to these terms is essential for the successful execution of the projects.

Following is break-up of projects undertaken by the Company on contracting as well as sub-contracting basis:

Particulars*	***Financial Year ended March 31, 2022***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2024***		***Three months period ended June 30, 2024***	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Revenue earned as Contractor	*5,954.08*	*38.71%*	*13,869.57*	*72.90%*	*16,708.87*	*75.51%*	*6,615.71*	*81.91%*
Revenue earned as sub-contractor	*9,428.95*	*61.29%*	*5,156.29*	*27.10%*	*5,420.32*	*24.49%*	*1,461.11*	*18.09%*
Total Revenue from Operations	***15,383.03***	***100.00%***	***19,025.86***	***100.00%***	***22,129.19***	***100.00%***	***8,076.82***	***100.00%***

Failure to comply with the stipulated conditions of subcontracting could result in severe repercussions, including early termination of the sub-contract or the imposition of financial penalties by the primary contractor. Such outcomes could adversely affect our cash flows, disrupt our operational efficiency, and compromise our overall financial performance. While there have been no instances of failure on our part to adhere with the contractual provisions while undertaking a subcontracting project for the financial years ended March 31, 2022, March 31, 2023, March 31, 2024 and for the three months period ended June 30, 2024, we cannot assure you that such instances will not occur in the future.

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

As of June 30, 2024, we have entered into a few related party transactions, which are in compliance with the Companies Act, 2013 and other applicable laws, such as transaction involving director's remuneration, reimbursement of expenses, issuance of equity shares, payment of professional fees and rent, amongst others. In addition, we have also entered into transactions with other related parties in the past. We confirm that the transactions with Related Parties entered into by our Company in the preceding three years have been carried out at arms' length price and are not prejudicial to the interest of our Company.

We set out below the percentage of the related party transactions in terms of revenue for three months period ended June 30, 2024 and financial year ended March 31, 2024, March 31, 2023, March 31, 2022

(₹ In lakhs)

Particular	***For three months period ended 2024***	***Financial year ended 2024***	***Financial year ended 2023***	***Financial year ended 2022***
Revenue From Operation.	*8,076.82*	*22,129.19*	*19,025.86*	*15,383.03*
Related Party Transactions	*705.39*	*1,302.86*	*777.37*	*519.59*

Related party Transactions percentage to the revenue	*8.73%*	*5.89%*	*4.09%*	*3.38%*

While we confirm that all our related party transactions have been conducted on an arm's length basis and as per the Companies Act, 2013 and other applicable laws, we cannot assure you that we may not have achieved more favourable terms had such transactions been entered into with unrelated parties. There can be no assurance that such transactions, individually or taken together, will not have an adverse effect on our business, prospects, results of operations and financial condition, including because of potential conflicts of interest or otherwise. In addition, our business and growth prospects may decline if we cannot benefit from our relationships with them in the future. For further details, see "***Summary of the Issue Document - Summary of Related Party Transactions***" and "***Restated Financial Information***" on page **26** and **198** of the Draft Red Herring Prospectus.

24. ***The property used by the Company for the purpose of its Manufacturing Facility and warehouses are not owned by us. Any termination of the relevant lease or leave and license agreement in connection with such property or our failure to renew the same could adversely affect our operations.***

We currently operate our Manufacturing Facility and warehouses located at Vasai, Maharashtra which are not owned by us. We have obtained these properties on leave and license basis. Periodic renewals of such leases may increase our costs, since it is subject to rent escalation. Any termination of the lease in connection with this property or our failure to renew the same, especially on favourable conditions, in a timely manner or at all could adversely affect our operations. For details regarding our Manufacturing Facility, please see – "***Our Business – Our Properties***" on page 45 of the Draft Red Herring Prospectus.

25. ***We might have to undertake smaller, relatively low-profit projects in order to establish and maintain business relationships with both new and existing clients. Such low-profit projects may result in inefficient allocation of resources or cause a strain on our working capital requirements and other resources.***

To establish and maintain business relationships with both new and existing clients, we may find it necessary to undertake smaller, relatively low-profit projects. While these projects can help strengthen client connections and foster goodwill, they may also impose significant strain on our working capital and other resources.

Taking on such projects could limit our ability to allocate resources effectively to more profitable ventures, thereby impacting our overall financial performance. Additionally, the lower margins associated with these projects may not adequately compensate for the resources expended, resulting in diminished profitability and potential cash flow challenges.

Furthermore, the time and effort dedicated to managing these lower-margin projects could detract from our focus on higher-value opportunities, ultimately hindering our growth potential and operational efficiency. As a result, while pursuing these projects may be necessary for relationship-building, it also introduces risks that could adversely affect our financial health and strategic objectives.

26. ***Our inability to collect receivables and defaults in payment from our clients could result in the reduction of our profits and affect our cash flows.***

We receive payments in parts as per the terms of the work orders or contracts entered into with our clients. Our business depends in part on our ability to successfully obtain payments from our clients for products and services provided under our work orders and contracts. While we typically limit the credit we extend, we may still experience losses in the vent our clients are unable to pay. As a result, while we maintain an allowance for doubtful receivables for potential credit losses based upon our historical trends and other available information, there is a risk that our estimates may not be accurate. While there have been no material bad debts for the financial years ended March 2022, 2023, 2024 and for the three months period ended June 30, 2024, we cannot assure you that we would not have any bad debts in the future. The table below sets forth details of our trade receivables and provision for bad debts, as at and for the period ended as set out below:

(*₹ in lakhs*)

Particulars	March 31, 2022	March 31, 2023	March 31, 2024	June 30, 2024
Gross value of Trade receivables	2,966.06	3,614.21	4,785.46	6,071.09
Less: Provision for Bad Debts	-	7.15	4.37	8.39
Net value of Trades Receivables	**2,966.06**	**3,607.06**	**4,781.10**	**6,062.70**

If we are unable to collect client receivables or if the provisions for doubtful receivables are inadequate, it could have a material adverse effect on our business, financial condition, cash flows and results of operations.

27. ***There may be potential conflict of interest if our Promoter or Directors get involved in any business activity that competes with or are in the same line of activity as our business operations.***

There can be no assurance that our Promoters or members of the Promoter 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 future conflicts could have a material adverse effect on our reputation, business, results of operations and financial condition, which may affect our profitability and results of operations.

28. ***Failure or any disruption of our information technology systems, may adversely affect our business, results of operations, financial condition and cash flows.***

We have implemented information technology ("IT") systems such as Tally ERP and Project Base that cover our operations, inventory, sales and accounting. We also use certain software such as ZW CAD, 3DS Max, Corona, Sketchup and Vray for project design. We rely on our IT systems for the timely execution of our projects. IT systems are potentially vulnerable to damage or disruptions from a variety of sources, including those resulting from natural disasters, power outages, cyber-attacks, failures in third-party- provided services or a range of other hardware, software and network problems, which could result in a material adverse effect on our operations or lead to disclosure of sensitive company information. While there have been no instances in the past of any material disruption to our IT systems, we cannot guarantee that we will not be impacted by a disruption to our IT systems in the future. A significant or large-scale malfunction or interruption of one or more of our IT systems could adversely affect our ability to keep our operations running efficiently and affect product availability, particularly in the region or functional area in which the malfunction occurs.

Any failure or disruption in the operation of these systems or the loss of data due to such failure or disruption (including due to human error or sabotage) may affect our ability to plan, track, record and analyze work in progress and sales, process financial information, meet business objectives based on IT initiatives such as product life cycle management, manage our creditors, debtors, manage payables and inventory or otherwise conduct our normal business operations. In addition, we may be required to incur significant costs to protect against damage caused by such attacks or disruptions in the future or failure by us to comply with Indian or foreign laws and regulations, including laws and regulations regulating privacy, data protection or information security, which may increase our costs and otherwise materially adversely affect our business, results of operations, financial condition and prospects.

29. ***Regulatory, legislative or self-regulatory developments regarding privacy and data security matters could adversely affect our ability to conduct our business and impact our financial condition.***

Several domestic and international laws and regulations address privacy and the collection, storing, sharing, use, disclosure, and protection of certain types of data. These laws, rules, and regulations evolve frequently, and their scope may continually change, through new legislation, amendments to existing legislation, and changes in enforcement. Changes in laws or regulations relating to privacy, data protection, and information security, particularly any new or modified laws or regulations, or changes to the interpretation or enforcement of such laws or regulations that require enhanced protection of certain types of data or new obligations with regard to data retention, transfer, or disclosure, could *increase our operating expenses and have an adverse impact on our financial condition.*

As part of our Company's operations, it is required to comply with the Information Technology Act, 2000 and the rules thereof, which provide for civil and criminal liability including compensation, fines, and imprisonment for various offences. These include offences relating to unauthorized access to computer systems, damaging such systems or modifying their contents without authorization, unauthorized disclosure of confidential information and commission of fraudulent acts through computers. In April 2011, the Ministry of Electronics and Information Technology notified the Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules, 2011 (IT Personal Data Protection Rules) under Section 43A of the Information Technology Act, 2000 and again in February 2021 notified the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021 (Intermediary Guidelines) under Section 87 of the Information Technology Act, 2000. The IT Personal Data Protection Rules prescribe directions for the collection, disclosure, transfer, and protection of sensitive personal data. The Digital Personal Data Protection Act, 2023, which was recently promulgated on August 11, 2023, requires companies that collect and deal with high volumes of personal data to fulfil certain additional obligations such as appointment of a data protection officer for grievance redressal. Our Company may incur increased costs and other burdens relating to compliance with such new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, results of operations and prospects.

While there has not been any instance of data leakage in the last three years, our failure to adhere to or successfully protect the privacy of our customers could result in legal liability or impairment to our reputation, which could have a material adverse effect on our business, financial condition and results of operations.

Our Company has not availed a cyber risk insurance, and the absence of such insurance may affect our business operations, if we become subject to a cyberattack, leading to leakage of precious customer data, future projects and the fees we charge our customers.

30. Our contracts typically include provisions allowing our clients to withhold certain portions of the total payment following project completions. Any failure to recover such retained payments could adversely impact our cashflows and availability of working capital.

Our contracts typically include provisions allowing clients to withhold 5-10% of the total payment for a period ranging from 12 to 36 months following project completion. This retention amount is intended to ensure project quality and compliance with contractual obligations. However, if such withheld payments are not realised it could impact our cash flow and working capital availability during this retention period. Additionally, clients may arbitrarily deduct amounts from the retained payments, further exacerbating the risk to our financial condition. Any delay or failure in receiving these retained amounts from clients could adversely affect our liquidity and overall business operations. While there have been no such instances of non-payment of the amount retained by our clients for the financial years ended March 2022, 2023, 2024 and for the three months period ended June 30, 2024, we cannot assure you that such instances would not occur in the future.

32. We may not be able to optimally utilize our installed manufacturing capacity

Following is the summary of our installed capacity and capacity utilization for our manufacturing unit for the three months period ended June 30, 2024 and financial years ended March 31, 2024, March 31, 2023 and March 31, 2022:

Products	UOM	Annual Installed Capacity	Annual Production	Capacity Utilization (%)
Fiscal 2022				
Flush Doors	Nos.	1,800	325	18.06 %
Pressed laminated sheets on ply and MDF	Nos.	9,720	1,480	15.23 %

Products	UOM	Annual Installed Capacity	Annual Production	Capacity Utilization (%)
Pelmets / Window Sill	Nos.	10,800	3,200	29.63 %
Tables	Nos.	200	100	50.00 %
Storages	Sq. Mtrs.	4,833	2,062	53.84 %
Fiscal 2023				
Flush Doors	Nos.	1,800	490	27.22 %
Pressed laminated sheets on ply and MDF	Nos.	9720	5,600	57.61 %
Pelmets / Window Sill	Nos.	10,800	6,500	60.19 %
Tables	Nos.	200	150	75.00 %
Storages	Sq. Mtrs.	4,833	4,126	85.37 %
Fiscal 2024				
Flush Doors	Nos.	1,800	620	34.44 %
Pressed laminated sheets on ply and MDF	Nos.	9,720	7,200	74.07 %
Pelmets / Window Sill	Nos.	10,800	7,800	72.22 %
Tables	Nos.	200	177	85.50 %
Storages	Sq. Mtrs.	4,833	4,219	87.30 %
Quarter ended June 30, 2024				
Flush Doors	Nos.	450	112	24.89 %
Pressed laminated sheets on ply and MDF	Nos.	2,430	1,235	50.82 %
Pelmets / Window Sill	Nos.	2,700	1,340	49.63 %
Tables	Nos.	50	43	86.00 %
Storages	Sq. Mtrs.	1,208	799	71.66 %

**As certified by Sanjay Suresh Ranade, Chartered Engineer, vide his certificate dated October 16, 2024*

Our actual capacities may not reach their installed capacity. Under-utilization of our manufacturing capacities over extended periods, or significant under-utilization in the short-term, could materially and adversely impact our business, growth prospects and future financial performance on account of the constant overhead costs associated with our business. For details on our manufacturing capacities, see "*Our Business*" on page **137** of the Draft Red Herring Prospectus.

38. A significant portion of our contracts are structured as fixed-rate contracts. If we are unable to effectively manage our cost in fixed-rate contracts, they may result in significant financial losses and adversely affect our overall business stability and growth prospects.

A significant portion of our contracts are structured as fixed-rate agreements, which present inherent risks that can affect our financial performance. While fixed-rate contracts allow for predictable revenue streams, they also expose us to potential cost overruns and unforeseen expenses. If project costs exceed our initial estimates due to factors such as material price fluctuations, labor shortages, or unanticipated project complexities, our profit margins may be adversely impacted. Further, claiming such additional costs from the clients incurred due to modifications or unforeseen expenses for the project site is challenging and may give rise to disputes with our client.

Additionally, fixed-rate contracts limit our ability to adjust pricing in response to changes in market conditions or project requirements. If we encounter increased costs during the project lifecycle, we may have limited recourse to recover those expenses, leading to financial strain. Furthermore, fixed-rate agreements may require us to allocate significant resources to project management and oversight to ensure that we adhere to the agreed-upon budget and timeline.

The following table provides the details of the revenue from fixed rate contracts and revenue from other than fixed rate contracts for financial year ended March 31, 2022, March 31, 2023, March 31, 2024 and three months period ended June 30, 2024:

(₹ in lakhs)

Particular	*For period ended March 31, 2022*		*For period ended March 31, 2023*		*For period ended March 31, 2024*		*For three months period ended June 30, 2024*	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Fixed rate contract	*14,838.58*	*96.46%*	*18,423.78*	*96.84%*	*21,609.06*	*97.65%*	*7,939.08*	*98.29%*
Other than fixed rate contract	*544.45*	*3.54%*	*602.08*	*3.16%*	*520.13*	*2.35%*	*137.74*	*1.71%*
Total	***15,383.03***	***100.00%***	***19,025.86***	***100.00%***	***22,129.19***	***100.00%***	***8,076.82***	***100.00%***

This emphasis on cost control can impact our operational flexibility and ability to respond to new opportunities or changing client needs. If we are unable to effectively manage our fixed-rate contracts or if they result in significant financial losses, it could adversely affect our overall business stability and growth prospects.

40. We are dependent on our Promoter, Directors, Key managerial Personnel and members of Senior Management, including other employees with technical expertise. Any loss or our inability to attract or retain such person could adversely affect our business, results of operations, financial condition and cash flows.

We are dependent on our Promoter, Directors, Key Managerial Personnel and members of Senior Management for strategic business decisions and managing our business. We benefit from the industry experience, vision and guidance of our Promoter, who is also our Chairman & Managing Director, and has extensive experience in the industry in which we operate. Additionally, our Key Managerial Personnel and members of senior management team includes technically qualified and experienced professionals. The experience and leadership of our Promoter, Directors, Key Managerial Personnel and members of senior management has played a key factor in our growth and development. We cannot assure you that we will be able to retain them or find adequate replacements in a timely manner, or at all, if required. Any loss or interruption in the services of our Key Managerial Personnel or members of senior management could significantly affect our ability to effectively manage our operations and to meet our strategic objectives. The loss of the services of any key personnel or our inability to recruit or train a sufficient number of experienced personnel or our inability to manage the attrition levels in different employee categories may have an adverse effect on our financial results and business prospects. Further, if we are unable to offer qualified personnel adequate compensation, we may be unable to attract or retain our employees and the competition for highly skilled personnel may require us to increase salaries and which increased costs which we may be unable to pass on to our clients.

In addition, we could incur additional expenses and need to devote significant time and resources to recruit and train replacement personnel, which could further disrupt our business operations, growth and prospects. Our ability to meet continued success and future business challenges depends on our ability to attract, recruit and train experienced, talented and skilled professionals. Recruiting and retaining capable personnel, particularly those with expertise and experience in our industry, including in the regions we operate are vital to our success. If we are unable to recruit, train and retain a sufficient number of these employees, then our ability to maintain our competitiveness and grow our business could be negatively affected. Any loss of, or our inability to attract or retain, such persons could adversely affect our business, results of operations, financial condition and cash flows. If we are unable to attract and retain qualified personnel, our results of operations may be adversely affected. Further, should our Promoters' involvement in our business reduce for any reason in the future, our business, results of operations, financial condition and prospects may be adversely affected.

Attribution rate for the three months period ended as on June 30, 2024 and financial year ended as on March 31, 2024, 2023 and 2022

Particular	*Financial year ended March 31, 2022*	*Financial year ended March 31, 2023*	*Financial year ended March 31, 2024*	*Three Months period Ended June 30, 2024*
Permanent Employees	*45*	*56*	*65*	*69*
Employees resigned during the year	*4*	*3*	*9*	*0*
Attrition Rate	*8.89%*	*5.36%*	*13.85%*	*-*

42. ***If we fail to obtain, maintain or renew the licenses, permits and approvals required to operate our business, or fail to comply with applicable laws, our business, results of operations, financial condition and cash flows may be adversely affected.***

Our business requires us to obtain and renew from time to time, certain approvals, licenses, registrations and permits. Certain of our approvals, licenses, registrations and permits are subject to expiry in the ordinary course of business and once they expire, we cannot guarantee that we will receive the renewed approvals in a timely manner or at all. Further, once we undertake a project, we are required under the contracts and the relevant laws to obtain approvals from authorities at various stages of such projects. Failure by us to renew, maintain or obtain the required permits or approvals at the requisite time may result in the interruption of our operations and may have an adverse effect on our business, financial condition and results of operations. Further, the approvals, licenses, registrations and permits issued to us may 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. While there have been no instances in the past where any approvals, licenses, registrations and permits issued to us were suspended or revoked, we cannot assure you that the relevant authorities would never suspend or revoke any of our approvals, licenses, registrations and permits. For further details see, "Government and other Statutory Approvals", starting on Page no. 268 of the Draft Red Herring Prospectus.

43. ***There are certain instances of delays in payment of statutory dues. Any delay in payment of statutory dues or non-payment of statutory dues in dispute may attract financial penalties from the respective government authorities, which may have an adverse impact on our financial condition and cash flows.***

Our Company is required to pay certain statutory dues including in relation to our Company's employees including the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and professional taxes. The table below sets out details of the delays in statutory dues payable by our Company for the years indicated:

(₹ in lakhs)

Nature of Payment	**Entity**	**June 30, 2024**	**Financial Year 2024**	**Financial Year 2023**	**Financial year 2022**
Provident Fund	Company	-	-	-	0.68
	Subsidiary	-	-	-	-
	Total	**-**	**-**	**-**	**0.68**
Employee state insurance	Company	-	-	-	-
	Subsidiary	-	-	-	-
	Total	-	-	-	-
Professional taxes	Company	-	0.44	0.33	0.14
	Subsidiary	-	-	-	-
	Total	**-**	**0.44**	**0.33**	**0.14**
Labour welfare fund charges	Company	0.07	0.31	0.05	0.32
	Subsidiary	-	-	-	-
	Total	**0.07**	**0.31**	**0.05**	**0.32**
Goods and services tax	Company	0.71	90.39	248.06	142.45
	Subsidiary	-	-	-	-
	Total	**0.71**	**90.39**	**248.06**	**142.45**
	Company	19.83	26.23	15.57	32.27

Nature of Payment	Entity	June 30, 2024	Financial Year 2024	Financial Year 2023	Financial year 2022
Taxes deducted or collected at source	Subsidiary	-	-	-	-
	Total	**19.83**	**26.23**	**15.57**	**32.27**

There has been some delay in filing provident fund returns, professional tax, labour welfare fund charges, goods and service tax and taxes deducted or collected at source and it has been rectified by filing the respective returns with late fees and applicable interest as mandated by respective law / act.

The delay in payment of aforesaid statutory dues were on account of oversight by the accounts team and administrative overview, however the same has been subsequently paid. *The Company is taking steps to adhere to the timelines and to ensure that such delays do not take place in the future*. The Company has also implemented internal controls to track the compliances required, due dates and the actual date of compliances on regular basis to ensure such delays are prevented in future. There can be no assurance that such delays may not arise in future. This may lead to financial penalties from respective government authorities which may have a material adverse impact on our financial condition and cash flows.

51. Our Company has during the preceding one year from the date of the Draft Red Herring Prospectus have allotted Equity Shares at a price which may be lower than the Issue Price.

Our Company has issued Equity Shares in the preceding one year from the date of the Draft Red Herring Prospectus by way of private placement of 12,34,626 Equity Shares of face value of ₹ 10 each at an issue price of ₹ 81.00 per Equity Shares. Such issuances were at a price that may be lower than the Issue Price. The price at which Equity Shares have been issued by our Company in the preceding one year is not indicative of the price at which they will be issued or traded after listing. For details on such allotments, see *"Capital Structure"* on page **82** of the Draft Red Herring Prospectus.

52. If we are unable to establish and maintain an effective internal controls and compliance system, our business and reputation could be adversely affected.

We are responsible for establishing and maintaining adequate internal measures commensurate with the size and complexity of operations. Our internal audit functions make an evaluation of the adequacy and effectiveness of internal systems on an ongoing basis so that our operations adhere to our policies, compliance requirements and internal guidelines. We periodically test and update our internal processes and systems and there have been no past material instances of failure to maintain effective internal controls and compliance system. However, we are exposed to operational risks arising from the potential inadequacy or failure of internal processes or systems, and our actions may not be sufficient to ensure effective internal checks and balances in all circumstances.

We take reasonable steps to maintain appropriate procedures for compliance and disclosure and to maintain effective internal controls over our financial reporting so that we produce reliable financial reports and prevent financial fraud. As risks evolve and develop, internal controls must be reviewed on an ongoing basis. Maintaining such internal controls requires human diligence and compliance and is therefore subject to lapses in judgment and failures that result from human error. Any lapses in judgment or failures that result from human error can affect the accuracy of our financial reporting, resulting in a loss of investor confidence and a decline in the price of our Equity Shares.

Further, our operations are subject to anti-corruption laws and regulations. These laws generally prohibit us and our employees and intermediaries from bribing, being bribed or making other prohibited payments to government officials or other persons to obtain or retain business or gain some other business advantage. We participate in collaborations and relationships with third parties whose actions could potentially subject us to liability under these laws or other local anti-corruption laws. If we are not in compliance with applicable anti-corruption laws, we may be subject to criminal and civil penalties, disgorgement and other sanctions and remedial measures, and legal expenses, which could have an adverse impact on our business, financial condition and results of operations. Likewise, any investigation of any potential violations of anti-corruption laws by the relevant authorities could also have an adverse impact on our business and reputation. *Additionally, there has not been any past instance where they have not been able to maintain effective internal controls and compliance systems, during the three months period ended as on June 30, 2024 and financial year ended as on March 31, 2024, 2023 and 2022.*

SECTION V- CAPITAL STRUCTURE

The heading labeled "Equity Share Capital History of our Company", appearing in the section titled "Capital Structure" starting on page 82 of the Draft Red Herring Prospectus has been suitably updated.

2. Equity Share Capital History of our Company

Our existing Paid-up Equity Share Capital has been subscribed and allotted in the manner set forth below:

Sr. No.	Date of Allotment	Nature of Allotment	No. of Equity Shares Allotted	Face Value (₹)	Issue Price (₹)	Nature of Consideration	Cumulative Number of Equity Shares	Cumulative Paid-up Share Capital
1.	On Incorporation	Subscription to MOA(1)	20	100	-	Cash	20	2,000
2.	Fiscal 1997*	- (2)	1980	100	-	-	2,000	2,00,000
3.	September 21, 1999	Bonus Issue(3)	4,000	100	-	-	6,000	6,00,000
4.	March 24, 2010	Bonus Issue(4)	18,000	100	-	-	24,000	24,00,000
5.	October 15, 2010	Bonus Issue(5)	24,000	100	-	-	48,000	48,00,000
6.	June 19, 2017	Bonus Issue(6)	48,000	100	-	-	96,000	96,00,000
7.	Pursuant to our Board resolution dated June 30, 2023 and our Shareholders resolution dated July 22, 2023, the existing equity shares of face value of ₹100/- each of our Company were sub-divided into equity shares of face value of ₹10/- each. Consequently, the issued, subscribed and paid-up equity shares capital of our Company, comprising 96,000 equity shares of face value of ₹100/- each was sub-divided into 9,60,000, equity shares of face value of ₹10/- each **("Equity Shares").**							
8.	August 16, 2023	Bonus Issue(7)	1,44,00,000*	10	-	-	1,53,60,000	15,36,00,000
9.	May 14, 2024	Private Placement (8)	8,79,133	10	81	cash	1,62,39,133	16,23,91,330
10.	June 11, 2024	Private Placement (9)	3,08,950	10	81	cash	1,65,48,083	16,54,80,830
11.	July 15, 2024	Private Placement (10)	46,543	10	81	cash	1,65,94,626	16,59,46,260

**The Form 2 filed by our Company with the RoC in relation to the allotment is not traceable in our records. We have engaged M.K. Saraswat & Associates, practicing Company Secretaries, to conduct searches and inspections of the secretarial records maintained by the Company, documents available in the digital records maintained on the MCA portal, and physical search of the corporate records of the Company as maintained at the ROC ("Inspection"). Pursuant to the Inspection, M.K. Saraswat & Associates, practising Company Secretaries has issued a search report dated October 17, 2024 confirming that the Form 2 filing in relation to the allotment of Equity Shares is untraceable. For details, see "Risk Factors - Some of our historical corporate records are not traceable." on page 6.*

(1) Initial Subscribers to the Memorandum of Association of our Company – 20 Equity Shares of face value ₹ 100/- each issued at par:

Sr. No.	*Name*	*Number of Equity Shares*
1.	*Akshay Pakvasa*	*10*
2.	*Sonal Pakvasa*	*10*
	Total	***20***

2) Allotment of 1,980 Equity Shares of face value ₹ 100/- each issued at par:

Sr. No.	*Name*	*Number of Equity Shares*
1.	*Akshay Pakvasa*	*330*
2.	*Sonal Pakvasa*	*330*
3.	*Kartik Pakvasa*	*610*
4.	*Ambalal Mistry*	*610*
	Total	***1,980***

(3) Allotment of 4,000 Equity Shares of face value ₹ 100/- each by way of Bonus Issue in the ratio of 2:1

Sr. No.	Name	Number of Equity Shares
1.	Akshay Pakvasa	680
2.	Sonal Pakvasa	680
3.	Kartik Pakvasa	1,320
4.	Ambalal Mistry	1,320
	Total	**4,000**

(4) Allotment of 18,000 Equity Shares of face value ₹ 100/- each by way of Bonus Issue in the ratio of 3:1

Sr. No.	Name	Number of Equity Shares
1.	Akshay Pakvasa	9,180
2.	Sonal Pakvasa	6,660
3.	Sameer Akshay Pakvasa	2,160
	Total	**18,000**

(5) Allotment of 24,000 Equity Shares of face value ₹ 100/- each by way of Bonus Issue in the ratio of 1:1

Sr. No.	Name	Number of Equity Shares
1.	Akshay Pakvasa	12,160
2.	Sonal Pakvasa	8,960
3.	Sameer Akshay Pakvasa	2,880
	Total	**24,000**

(6) Allotment of 48,000 Equity Shares of face value ₹ 100/- each by way of Bonus Issue in the ratio of 1:1

Sr. No.	Name	Number of Equity Shares
1.	Akshay Pakvasa	47,999
2.	Sameer Akshay Pakvasa	1
	Total	**48,000**

(7) Allotment of 1,44,00,000 Equity Shares of face value ₹ 10/- each by way of Bonus Issue in the ratio of 15:1

Sr. No.	Name	Number of Equity Shares
1.	Sameer Akshay Pakvasa	1,43,99,700
2.	Archana Desai	300
	Total	**1,44,00,000**

(8) Allotment of 8,79,133 Equity Shares of face value ₹ 10/- each by way of Private Placement

Sr. No.	Name	Number of Equity Shares
1.	Srinivasan Subramanian	30,864
2.	Ashish Kumbhat	30,864
3.	Amit Jain	30,864
4.	Rupa Jain jointly with Ashish Jain	18,518
5.	Yashodhara D Pendse	18,518
6.	Puja Jain jointly with Hemal Shah	18,518
7.	Smita Deepak Parekh	30,864
8.	Virender Kumar Anand	30,864
9.	Alpa Popat	18,148
10.	Arun Popat	18,148
11.	Beren Pupat	15,679
12.	Rajeev Sharma	30,864
13.	Zainab Hussain Nautiyal	61,728
14.	Bharat Shah jointly with Anita Shah	30,864
15.	Minerva Ventures Fund	2,46,914
16.	EFC (I) Limited	2,46,914
	Total	**8,79,133**

(9) Allotment of 3,08,950 Equity Shares of face value ₹ 10/- each by way of Private Placement

Sr. No.	Name	Number of Equity Shares
1.	Idris Rajkotwala	24,691
2.	Jatin Sehgal	30,864
3.	Sameer Akshay Pakvasa	2,28,704
4.	Archana Desai	24,691
	Total	**3,08,950**

(10) Allotment of 46,543 Equity Shares of face value ₹ 10/- each by way of Private Placement

Sr. No.	Name	Number of Equity Shares
1.	Monu Popat	15,679
2.	Soft Lite Impex Private Limited	30,864
	Total	**46,543**

The securities issued by the Company from inception till the date of the Draft Red Herring Prospectus have been issued in compliance with the Companies Act, 2013, more particularly, Section 62(1)(c) and Section 42 for the private placement, and Section 63 for Bonus issue.

SECTION VI – PARTICULARS OF THE ISSUE

OBJECTS OF THE ISSUE

The headings "Details of the Objects of this Issue", "Basis of estimation of working capital requirement", "Bridge Financing Facilities", "Interim use of Net Proceeds", "Monitoring of utilization of funds" and "Monitoring of utilization of funds" on page 98, 102, 105, 105 and 105 respectively, under the sub-section titled "Objects of the Issue" under the section titled "Particulars of the Issue" of the Draft Red Herring Prospectus shall stand updated as below:

1. Repayment, in full or in part, of certain borrowings availed by our Company

Our Company has entered various arrangements for borrowings, in the form of, inter alia, working capital loans, from HDFC banks and Bank of Baroda banks. As on September 30, 2024, the total working capital borrowings of our Company, is ₹ 2,588.94 lakhs. For details of these financing arrangements including indicative terms and conditions, see *"Financial Indebtedness"* on page **255.**

Our Company intends to utilize ₹ 2,500.00 lakhs from Net Proceeds towards repayment of full or part of the principal amount on working capital loans availed by it, the details of which are listed out in the table below. Pursuant to the terms of the borrowing arrangements, commitment or foreclosure charges as prescribed by the respective lenders may be imposed on us. Such commitment or foreclosure charges, as applicable, along with interest, will also be funded out of Net Proceeds. In the event the Net Proceeds are insufficient for payment of commitment or foreclosure charges, or interest, as applicable, such payment shall be made from the internal accruals of our Company.

Given the nature of the borrowings and the terms of repayment, the aggregate outstanding amounts under the borrowings may vary from time to time and our Company may in accordance with the relevant repayment schedule, pre-pay / repay or refinance some of its existing borrowings prior to Allotment. Further, the amounts outstanding under the borrowings as well as the sanctioned limits are dependent on several factors and may vary with the business cycle of our Company with multiple intermediate repayments, drawdowns and enhancement of sanctioned limits. Further, our Company may also avail additional borrowings after the date of the Draft Red Herring Prospectus and/or draw down further funds under existing loans from time to time. In light of the above, if at the time of filing the Draft Red Herring Prospectus, any of the below mentioned loans are repaid in part or full or refinanced or if any additional credit facilities are availed or drawn down and if the terms of new loans are more onerous than the older loans or if the limits under the borrowings are increased, then the table below shall be suitably revised to reflect the revised amounts or loans as the case may be which have been availed by our Company.

We believe that the repayment of a portion of certain outstanding borrowings availed by our Company will help reduce our outstanding indebtedness and finance costs, assist us in maintaining a favorable debt to equity ratio and enable utilisation of our internal accruals for further investment in business growth and expansion.

The selection of borrowings proposed to be repaid amongst our borrowing arrangements availed will be based on various factors, including (i) cost of the borrowing, including applicable interest rates, (ii) any conditions attached to the borrowings restricting our ability to repay the borrowings and time taken to fulfil, or obtain waivers for fulfilment of such conditions, (iii) terms and conditions of such consents and waivers, (iv) levy of any prepayment penalties and the quantum thereof, (v) provisions of any laws, rules and regulations governing such borrowings, and (vi) other commercial considerations including, among others, the amount of the loan outstanding and the remaining tenor of the loan. Our Company may utilize Net Proceeds to repay the facilities disclosed below in accordance with commercial considerations, including amounts outstanding at the time of repayment. For details, see *"Financial Indebtedness"* on page **255** of the Draft Red Herring Prospectus.

In accordance with Clause 9(A)(2)(b) of Part A of Schedule VI of the SEBI ICDR Regulations, our Company has obtained the requisite Statutory Auditor's report dated October 17, 2024 issued in accordance with Standard on Related Services (SRS) 4400, "Engagements to Perform Agreed-upon Procedures regarding Financial Information", issued by the Institute of Chartered Accountants of India, certifying the utilisation of loans for the purpose availed.

Our Directors, Key Managerial Personnel, members of Senior Management, Promoters, members of our Promoter Group and Group Company do not have any interest in the proposed investment to be made by our Company towards the abovementioned Object.

The details of the outstanding loans of our Company on a standalone basis proposed for repayment or prepayment, in full or in part from the Net Proceeds are set forth below:

(₹ in lakhs)*

Name of the Lender	Nature of Borrowings	Date of Sanction Letter	Amount sanctioned as on September 30, 2024	Outstanding Amount as on September 30, 2024	Interest Rate p.a./	Purpose for which the loan was sanctioned	Commitment Charges	Prepayment Charges	Tenor/Repayment Scheduled
HDFC Bank Limited	Various fund based and non-fund based working capital facilities including cash credit, letter of credit, Bank Guarantee, corporate card and commercial card.	27-Jun-24	11,207.00	2,093.29	Rate of Interest – 10.71%	For Working capital Requirement	Borrower is liable to be charged a commitment fees of 0.5% per annum on the shortfall amount, in case the quarterly utilisation is less than 60% of the cash credit CC/Overdraft against property (ODAP) facilities sanctioned.	Bank prepayment charges of 4 % or at such rate as may be advised by the bank at the time such prepayment request is made for prepayment or foreclosure of the facility.	Payable on demand
Bank of Baroda	Fund based and non-fund based working capital facilities including cash credit, letter of credit, Bank Guarantee.	04-Oct-24	1,500.00	495.66	Rate of Interest – 11.00%	For Working capital Requirement	Commitment Charges will be levied in case of non-utilisation/under-utilisation of working capital limits for advance amount with fund based working capital of Rs 1 Crore or above, if average utilisation is below 60% of sanctioned/operative limit. Utilisation shall be examined on quarterly basis Charges: @0.50% p.a.+ GST for the balance un-untilized portion below 60% of the sanction/operative limit. Note: At the time of closure of accounts, the commitment basis. charges should be recovered on a proportionate basis. Rate of commitment charges: To be levied on quarterly basis, based on average utilization of sanctioned/operative limit.	Closure before 6 months - 4% of entire loan amount outstanding Closure after 6 months - 2% of the entire loan outstanding. No prepayment charges for loans upto Rs 50.00 lakhs, if the borrower is classified as micro or small enterprise. Or As per Bank guidelines applicable from time to time. Note: In case the credit facilities are taken over by any Bank/FI/NBFC within 12 months from the date of first disbursement, all the concessions availed by the borrowing during the last 12 months preceding the date of Closure/takeover will be refunded to the bank by the borrowers.	Payable on demand

(As certified by Jayesh Sanghrajka & Co LLP Chartered Accountants, Statutory Auditor of the Company, through its certificate dated October 17, 2024)

***Sanctioned limit includes non-fund based limits sanctioned by HDFC Bank Limited and Bank of Baroda. For details, see "Financial Indebtedness" on page **255** of the Draft Red Herring Prospectus*

2. To meet working capital requirements

We propose to utilise ₹ 3,000.00 Lakhs from the Net Proceeds to fund the working capital requirements of our Company in fiscal 2025 and 2026. Out of ₹ 3000.00 lakhs, the Company intends to utilise ₹ 2,000.00 lakhs in fiscal 2025 and incremental utilise of ₹ 1,000.00 lakhs in fiscal 2026. We have net working capital requirements, and we fund most of our net working capital requirements in the ordinary course of business from our existing equity, internal accruals and financing facilities from various banks, financial institutions and non-banking financial companies. Our Company requires working capital for funding its present and future growth requirements. The working capital requirements of the Company are certified by the Statutory Auditor of the Company. For details, please see "Financial Indebtedness" beginning on page **255.** of the Draft Red Herring Prospectus.

In light of the ongoing project awarded to our Company, and in order to support the incremental business requirements, our Company requires additional funds in the financial year ending March 31, 2025, and March 31, 2026 for its working capital requirements. Our Company requires net working capital, after deducting cash & cash equivalent, of ₹10,575.64 lakhs and ₹13,843.95 lakhs for fiscal year 2025 and 2026, respectively. The Company proposes to utilise ₹ 2,000.00 lakhs in fiscal 2025 and ₹ 1,000.00 lakhs in fiscal 2026 towards net working capital requirement from the proceeds of the Issue.

Basis of estimation of working capital requirement

The details of our Company's working capital for Fiscals 2022, 2023 and 2024 and for the quarter ended June 30, 2024 and their source of funding, derived on the basis of audited financial statements of our Company and on the basis of existing and estimated working capital requirement of our Company, on a standalone basis, and assumptions for such working capital requirements, our Board, pursuant to its resolution dated October 17, 2024, has approved the projected working capital requirements for Fiscal 2025 and 2026.The details of such working capital are as set forth below:

Sr. No.	Particulars	Fiscal 2022	Fiscal 2023	Fiscal 2024	Quarter ended June 30, 2024	Fiscal 2025	Fiscal 2026
		(Audited)	(Audited)	(Audited)	(Audited)	(Estimate)	(Estimate)
I	Current Assets						
1	Inventories	1,911.77	2,285.40	5,035.83	4,736.03	5,609.60	7,619.71
2	Trade Receivables	2,892.36	3,607.06	4,781.10	6,062.70	7,191.80	9,349.34
3	Cash & Cash Equivalents	6.34	205.51	758.90	343.53	3,262.25	2,610.72
4	Margin Money for BG	248.41	508.26	852.72	796.91	1,528.00	2,104.00
5	Short-term Loans & Advances	1,648.17	1,181.61	1,615.95	1,556.87	1,991.00	2,346.12
6	Retention Money	2,257.33	2,248.47	2,476.89	2,378.16	3,454.85	4,725.01
7	Other Current Assets	30.79	86.38	80.65	91.56	85.00	97.00
	Total (A)	8,995.17	10,122.67	15,602.03	15,965.75	23,122.51	28,851.90
-	-	-	-	-	-	-	-
II	Current Liabilities						
1	Trade Payables	3,404.05	2,914.87	5,273.51	5,103.87	5,609.60	7,619.71
2	Other Current Liabilities	1,591.36	1,883.29	2,413.48	2,466.83	3,675.01	4,777.51
3	Short Term Provisions	13.14	3.34	7.20	7.20	-	-
	Total (B)	5,008.55	4,801.49	7,694.19	7,577.90	9,284.61	12,397.22
-	-	-	-	-	-	-	-
III	Total Working Capital Gap (A-B)	3,986.62	5,321.17	7,907.84	8,387.85	13,837.90	16,454.67

Sr. No.	Particulars	Fiscal 2022	Fiscal 2023	Fiscal 2024	Quarter ended June 30, 2024	Fiscal 2025	Fiscal 2026
		(Audited)	(Audited)	(Audited)	(Audited)	(Estimate)	(Estimate)
-	Less: Cash and Cash Equivalents	6.34	205.51	758.90	343.53	3,262.25	2,610.72
IV	Net Working Capital Gap	3,980.28	5,115.66	7,148.94	8,044.32	10,575.65	13,843.95
V	Funding pattern						
a)	Bank Borrowings*	1,992.05	2,158.31	3,718.49	3,200.06	1,000.00	1,000.00
b)	Internal Accruals / Networth	1,988.24	2,957.36	3,430.46	4,844.26	7,575.64	11,843.95
c)	Amount proposed to be utilized from Net Proceeds	-	-	-	-	2,000.00	1,000.00

** Note: Short Term Borrowings includes current maturity of long term borrowings and interest accrued but not due*

(As certified by Jayesh Sanghrajka & Co LLP Chartered Accountants, Statutory Auditor of the Company, through its certificate dated October 17, 2024)

In addition to the receivables, inventories and payables, we are required to provide 5% to 10% of the project tender amount as performance bank guarantee and upto 5% to 10% of project tender amount as retention money till the project is completed. Thereafter, the combined 10% of the project tender amount as retention money must continue for a period of 12 to 36 months from the date of completion of the respective project as per the defect liability period clause. Further, to obtain Bank Guarantee, the Company deposits approximately 20% of the guarantee amount as Margin Money to the Banks.

Hence, we have net working capital requirement in the nature of trade receivables, inventory of raw material and finished goods, FDRs against bank guarantees, earnest money deposit, retention money etc. which we fund in the ordinary course of business from our internal accruals/equity and financing facilities from various banks, financial institutions and related parties.

Bridge Financing Facilities

Our Company has not raised any bridge loan from any bank or financial institution as on the date of the ***Draft Red Herring Prospectus***, which are proposed to be repaid from the Net Proceeds.

Interim use of Net Proceeds

Pending utilization for the purposes described above, our Company intends to temporarily deposit the funds *temporarily* in the scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934, as may be approved by our Board of Directors, ***in compliance with the Companies Act, 2013 and other applicable laws***. Our Company confirms that pending utilization of the Net Proceeds towards the stated objects of the Issue, our Company shall not use/deploy the Net Proceeds for buying, trading or otherwise dealing in shares of any other listed company or for any investment in the equity markets.

Monitoring of utilization of funds

Since the Issue is for an amount less than ₹ 10,000.00 lakhs, in terms of Regulation 262 of the SEBI ICDR Regulations, our Company is not required to appoint a monitoring agency for the purposes of the Issue. Our Audit Committee will monitor the utilization of the proceeds of the Issue. We will disclose details of the utilization of the Net Proceeds of the Issue, including interim use, under a separate head in our financial statements specifying the purpose for which such proceeds have been utilized or otherwise disclosed as per the disclosure requirements.

Pursuant to the SEBI Listing Regulations, our Company will disclose to the Audit Committee the uses and applications of the Net Proceeds. Our Company will prepare a statement of funds utilised for purposes other than those stated in the ***Draft Red Herring Prospectus*** and place it before the Audit Committee, as required under applicable law. Such disclosure shall be made only until such time that all the Net Proceeds have been utilised in full. The statement shall be certified by the statutory auditor of our Company. Furthermore, in accordance with the Regulation 32(1) of the SEBI Listing Regulations, our Company will furnish to the Stock Exchange on a half yearly basis, a statement indicating (i) deviations, if any, in the utilisation of the proceeds of the Issue from the objects of the Issue as stated above; and (ii) details of category wise variations in the utilisation of the proceeds from the Issue from the objects of the Issue as stated above.

Variation in Objects

In compliance with Section 27 of the Companies Act, 2013, our Company will not vary the Objects of the Issue unless our Company is authorized to do so by way of a special resolution of its Shareholders and such variation will be in accordance with ***applicable laws, including the Companies Act, 2013 and the SEBI ICDR Regulations.*** 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, 2013 and applicable rules. The notice shall simultaneously be published in the newspapers, one in English and one in Marathi, being the regional language of Mumbai, where our Registered and Corporate Office is situated, in accordance with the Companies Act, 2013 and applicable rules. Our Promoters or controlling shareholders must 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.

SECTION VII – ABOUT THE ISSUER COMPANY

OUR BUSINESS

In the section titled "Our Business" under the sub-section titled "Overview", "Key Financial Information" "Our Strengths", "Our Strategies", "Our Business Segments", "Business Operations", "Procurement Process", "Order Book", Key operational Metrics, "Manufacturing Process, "Insurance, "Quality Management", "Environment, Health, Safety", "Infrastructure Utility" and "Properties" beginning on page 97 of the Draft Red Herring Prospectus, the following underlined changes are incorporated and shall be read in conjunction with the Draft Red Herring Prospectus.

OVERVIEW

We are engaged in the business of providing interior fit-out solutions, dedicated towards crafting corporate & commercial spaces which includes corporate offices, research & development facilities, laboratories, airport lounge, flexible workspace and commercial retail spaces, amongst others. Our services are focussed towards creating captivating and functional spaces on a pan India level. We elevate the aesthetic and functional aspects of workspaces by delivering interior fit-out solutions. Our solutions range from bare shell to fully furnished commercial spaces. Our range of services include Design & Build services *("D&B")* and General Contracting *("GC")* services. Under D&B, we provide end-to-end services which includes designing, shop drawings of the projects, resource planning & procurement of materials, project execution, final walkthrough & handing over the projects and providing post project support. Under GC services, our scope includes: (a) civil and interior works i.e. plumbing, POP works, painting, carpentry work and polishing; (b) mechanical work ***which includes ducting, insulations, Copper Piping, cassette, Chiller & Air Handling Units, dampers & diffusers and grills; (c) electrical work which includes Panels & distribution boards, cables & cable trays, conduiting & wiring, lights fixtures, UPS & batteries, switch sockets & isolators, fire alarm system, sprinklers, and earthing works (including HVAC work);*** and (d) final refinements for whole or part of the projects ***which includes windows installation, wall finishes, flooring installation, furniture installation, fixture and appliance installation, signage & branding, quality inspection and touch-ups.***

Our Company bids ***for domestic tenders' issued by large domestic and multi-national corporations, project management consultants and international property consultants*** for D&B and GC services. We are awarded projects on work order basis. The work orders usually contain all codes and standards applicable to the project, as may be set out in the specifications, drawings and Bill of Quantities *("BOQ")*.

We consistently endeavour to provide high-quality execution, coupled with optimized budget solutions, to meet our clients' unique needs and expectations. Our ongoing commitment to staying informed about the latest trends and innovations in the industry allows us to present forward-thinking solutions. By incorporating a personalized approach tailored to each client's objectives, we not only enhance the effectiveness of our services but also foster strong, mutually beneficial relationships.

In the last 3 financial years and ***six*** months period ending on September 30, 2024, we have successfully completed over 200 projects aggregating to more than 45 lakhs Sq Ft area of development. As of September 30, 2024, our Order Book includes 51 ongoing projects with an aggregate contract value of ₹ 51,413.68 lakhs and about 33 lakhs Sq Ft area of development. Our ongoing projects are currently spread across 13 cities in India. For further details on our Order Book, see *"Our Business - Order Book"* on page **148** and *"Risk Factors – Our Order Book may not be representative of our future results and our actual income may be significantly less than the estimates reflected in our Order Book, which could adversely affect our results of operations."* on page **29** of the Draft Red Herring Prospectus.

We have a team of, in-house as well as on retainership basis, experienced and qualified engineers, architects, designers and project management professionals, which enable us to undertake our projects in timely and efficient manner. Our team is also supported by third-party consultants and industry experts to ensure compliance and quality standards laid down by the industry and government agencies and departments. The scope of our services typically includes end-to-end management of the projects *viz.,* designing, shop drawings of the projects, resource planning & procurement of materials, project execution, final walkthrough & handing over the projects and providing post project support. We focus on our ability to successfully bid and win new projects and secure repeat orders from our existing clients. For fiscal 2022, 2023, 2024 and for quarter ended June 30, 2024, revenue from repeat clients accounted for 80.18%, 70.76%, 89.62%, and 64.07%,of our total revenue from operations. Also see, "***Risk Factors- We derive a significant portion of our revenues from repeat clients. Any loss of, or a significant reduction in the number of repeat clients could adversely affect our business, results of operations, financial conditions and cash flows."*** of page No. 31 of the Draft Red Herring Prospectus.

We have a diverse client base representing a broad range of industries such as information technology, manufacturing, banking and financial services, insurance companies, pharmaceutical and healthcare, FMCG, oil and gas, educational institutes, real estate & infrastructure development and renewable energy.

We are a founding member of the IGBC (Indian Green Building Council), which is actively involved in promoting the green building concept in India and have obtained platinum and gold "LEED" certifications for some of the projects executed by us for our clients. These affiliations have strengthened our commitment to sustainable and innovative design practices while enabling us to tap into valuable networks and resources within the industry.

Our promoter, Sameer Akshay Pakvasa, represents the second generation of leadership, continuing the legacy of his father, Akshay Pakvasa, who has over 5 decades of experience in the industry. Sameer Akshay Pakvasa has two decades of experience and is associated with our Company since 2001.

KEY FINANCIAL INFORMATION

Over the past three fiscal years, our financial performance has shown consistent growth. From Fiscal 2022 to Fiscal 2024 (i) our total income has grown from ₹ 15,534.26 lakhs in Fiscal 2022 to ₹ 22,308.65 lakhs in Fiscal 2024 at a CAGR of 19.84%; (ii) our EBITDA has grown from ₹ 679.33 lakhs in Fiscal 2022 to ₹ 1,981.10 lakhs in Fiscal 2024 at a CAGR of 70.77%; and (iii) our net profit has grown from ₹ 509.38 lakhs in Fiscal 2022 to ₹ 1,220.58 lakhs Fiscal 2024 at a CAGR of 54.80%.

Certain key operational and financial metrics on a restated basis for the quarter ended June 30, 2024 and Fiscal 2024, Fiscal 2023 and Fiscal 2022 is set forth below:

(₹ in lakhs, except ratios)

Sr No	Particulars[1]	Quarter ended June 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
		Amount	**% of total income**	**Amount**	**% of total income**	**Amount**	**% of total income**	**Amount**	**% of total income**
A.	**Revenue from operations**	**8,076.82**	**99.86%**	**22,129.19**	**99.20%**	**19,025.86**	**99.52%**	**15,383.03**	**99.03%**
	Design and Build Services	2,181.74	26.98%	1,709.10	7.66%	3,675.58	19.23%	2,112.55	13.60%
	General Contracting Service	5895.08	72.89%	20,420.09	91.53%	15,350.28	80.30%	13,270.48	85.43%
B.	Other Income	10.93	0.14%	179.46	0.80%	91.28	0.48%	151.22	0.97%
C.	**Total Income [A+B]**	**8,087.75**	**100.00%**	**22,308.65**	**100.00%**	**19,117.14**	**100.00%**	**15,534.26**	**100.00%**
D.	EBITDA[2]	665.65	8.24%	1,981.10	8.95%	1,334.38	7.01%	679.33	4.42%
E.	PAT	385.11	4.76%	1,220.58	5.47%	1,031.13	5.39%	509.38	3.28%
F.	Adjusted Networth[3]	6,484.39	-	5,136.93	-	3,916.35	-	2,885.21	-
G.	Total Debt[4]	3,607.99	-	4,279.54	-	2,822.77	-	2,262.05	-
H.	Debt to Equity Ratio[5]	0.56	-	0.84	-	0.72	-	0.78	-
I.	Current Ratio[6]	1.48	-	1.37	-	1.45	-	1.27	-
J.	ROCE	9.82%*	-	34.59%	-	30.61%	-	19.58%	-

Sr No	Particulars[1]	Quarter ended June 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
		Amount	% of total income	Amount	% of total income	Amount	% of total income	Amount	% of total income
	(%)[7]								
K.	ROE (%)[8]	6.63%*	-	26.96%	-	30.32%	-	19.64%	-

** Not Annualised*

Notes:

1. *As per the restated consolidated financial statements*
2. *EBITDA has been calculated as a sum of profit before tax, finance costs and depreciation and amortization less other income. EBITDA Margin is calculated as EBITDA divided by revenue from operations.*
3. *Adjusted Networth is calculated as a sum of Equity Share Capital and Reserves and Surplus (excluding deferred tax assets / liabilities) as per the restated consolidated financial statements.*
4. *Total debt is calculated as long-term borrowings plus short-term borrowings (including current maturities of long-term borrowings).*
5. *Debt to Equity Ratio is calculated as Total Debt (short term borrowings plus long-term borrowings) divided by Adjusted Networth as per restated consolidated financial statements.*
6. *Current Ratio is calculated as total current assets as divided by total current liabilities as per restated consolidated financial statements.*
7. *ROCE is calculated as Earnings Before Interest, Tax and Other Income divided by Average Capital Employed. Average Capital Employed is calculated by dividing the sum of closing capital employed of the current fiscal year and closing capital employed of the previous fiscal year by 2. Capital employed is calculated as a sum of adjusted net worth and Long- Term Borrowings. Capital Employed of FY 2021 is taken from audited consolidated financial statements.*
8. *ROE is calculated as restated profit for the year/period divided by average adjusted net worth, where average adjusted net worth is calculated by dividing sum of closing adjusted net worth of the current fiscal year and closing adjusted net worth of the previous fiscal year by 2. Adjusted net worth of FY 2021 is taken from audited consolidated financial statements.*

OUR STRENGTHS

Experienced and qualified designing, engineering and execution team

We have a team of, in-house as well as on retainership basis, experienced and qualified engineers, architects, designers and project management professionals, to undertake critical aspects of our projects such as designing, shop drawings of the projects, resource planning & procurement of materials, project execution, final walkthrough & handing over the projects and providing post project support. This capability enables us to correctly bid with project specifications and provide quality services in a cost-effective manner. Our expertise has enabled us to deliver the projects as per the designs and specification provided by our clients. As on September 30, 2024, we have a team of over 166 designers, architects and engineers for project and design execution.

We have diverse capabilities to offer customised solutions to meet the specific requirements and address client specific challenges varying from one industry to another. In the last 3 financial years and six months period ending September 30, 2024, we have successfully over 200 projects aggregating to more than 45 lakhs Sq Ft area of development.

Our team has the necessary skills and expertise in preparing detailed drawings through softwares such as ZW CAD, 3DS Max, Corona, Sketchup and Vray based on the design requirements of our clients. ***This proprietary softwares are widely used in designing and engineering industry for various purposes. The Company has purchased licenses from the original distributors of this software and the said licenses are renewed on periodic basis.*** Our project-in-charge is responsible for conducting regular inspection and tests at every project site to ensure that the projects is undertaken as per client specification. They prepare a summary of critical activities that are likely to impact the completion date. The designing, engineering, and execution team help us to ensure proper efficiency and coordination, streamlined communication, customization and flexibility, consistent quality control and adaptability to changes.

In fiscal 2022, 2023, 2024 and three-months period ended June 30, 2024, our Company has handed over 55, 55, 58 and 16 projects, respectively, with total developable area of 17,71,010 Sq Ft, 11,13,852 Sq Ft, 9,10,189 Sq Ft and 3,38,642 Sq Ft, respectively, as further indicated in the table below:

Financial Year / period	*No of Projects completed*	*Total area completed (Sq Ft)**	*Average Area of completed projects (Sq Ft)**
2022	***55***	***17,71,010***	***32,200.18***
2023	***55***	***11,13,852***	***20,251.85***

Financial Year / period	No of Projects completed	Total area completed (Sq Ft)*	Average Area of completed projects (Sq Ft)*
2024	58	9,10,189	15,692.91
For period ended 30 June, 2024	16	3,38,642	21,165.13
Total	184	41,33,693	-

***Total area completed and average area completed mentioned are excluding of refurbishment work done by the company.**

Proven track record of diversified service offerings encompassing a wide range of industries

Our historical performance showcase a track record of successfully delivering interior solutions to a wide range of industries, such as information technology, manufacturing, banking, financial services, insurance services, pharmaceutical and healthcare, FMCG, oil and gas, educational institutes, real estate & infrastructure development and renewable energy. Over the years, we have gained experience of offering diversified solutions, which includes turnkey projects requiring designing and complete contracting and building assignment. Over the years, we have developed projects of various sizes as per the needs and requirements of our clients. In the last 3 financial years and six month period ending on September 30, 2024, we have developed projects ranging from 1,247 Sq Ft to 6,91,231 Sq Ft for 253 projects including ongoing projects with total developed area of more than 80 lakhs Sq Ft, demonstrating versatility and market adaptability.

Working with clients operating across diverse industries expands our Company's market reach, allowing it to tap into a broader range of clients. This diverse client base helps mitigate the risk associated with economic fluctuations in specific sectors. Relying on a single industry for business can be risky, as economic downturns or industry-specific challenges may impact a Company's revenue. This diversified portfolio showcases the competence across different styles and project types, which attracts new clients who are looking for a proven track record in various industries.

Following is the industry wise revenue break-up of the Company for the last three financial years and for the period ended June 30, 2024

(₹ in lakhs)

Industry	For three months Period ended June 30, 2024		Financial Year ended March 31, 2024		Financial Year ended March 31, 2023		Financial Year ended March 31, 2022	
	Amount	Percentage	Amount	Percentage	Amount	Percentage	Amount	Percentage
Asset Leasing and Financing	1,191.52	14.75%	-	0.00%	-	0.00%	-	0.00%
Architectural and interior design	155.29	1.92%	1,658.24	7.49%	2,612.26	13.73%	4,252.11	27.64%
Banking & Financial Services	1,068.72	13.23%	811.97	3.67%	219.23	1.15%	9.40	0.06%
Chemicals	783.76	9.70%	58.45	0.26%	1,174.77	6.17%	349.17	2.27%
Communications & Networking	-	0.00%	21.20	0.10%	152.08	0.80%	128.69	0.84%
Educational Institute	-	0.00%	-	0.00%	7.63	0.04%	14.63	0.10%
Healthcare industry	71.10	0.88%	453.99	2.05%	113.98	0.60%	60.00	0.39%
Information Technology	1,028.43	12.73%	5,944.02	26.86%	870.30	4.57%	1,408.67	9.16%
Insurance	154.83	1.92%	3,146.91	14.22%	-	0.00%	-	0.00%
Investment Banking & Investment Services	168.10	2.08%	28.14	0.13%	340.74	1.79%	359.69	2.34%
Machinery, Equipment & Components	247.71	3.07%	375.58	1.70%	255.43	1.34%	247.95	1.61%

Industry	***For three months Period ended June 30, 2024***		***Financial Year ended March 31, 2024***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2022***	
	Amount	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***
Manufacturing Industry	***-***	***0.00%***	***35.33***	***0.16%***	***423.00***	***2.22%***	***243.15***	***1.58%***
Pharmaceutical & Healthcare	***38.86***	***0.48%***	***496.11***	***2.24%***	***923.30***	***4.85%***	***959.61***	***6.24%***
Professional & Commercial Services	***39.01***	***0.48%***	***301.44***	***1.36%***	***897.89***	***4.72%***	***1,924.03***	***12.51%***
real estate and infrastructure development	***2,412.99***	***29.88%***	***4,867.80***	***22.00%***	***8,386.95***	***44.08%***	***5,167.17***	***33.59%***
Renewable Energy	***-***	***0.00%***	***2,094.42***	***9.46%***	***2,002.38***	***10.52%***	***-***	***0.00%***
Others*	***716.49***	***8.87%***	***1,835.58***	***8.29%***	***645.92***	***3.39%***	***258.76***	***1.68%***
Grand Total	***8,076.82***	***100.00%***	***22,129.19***	***100.00%***	***19,025.86***	***100.00%***	***15,383.03***	***100.00%***

(Other industries includes projects executed for Individuals, foundations, consulting firms, quick service restaurant, apparels stores, furniture and Miscellaneous work)

Strong footprint at key economic hubs in India

We have presence across major economic and financial centres across India i.e. Mumbai, Bengaluru, Hyderabad, Pune, NCR, Chennai, Ahmedabad and Bhopal. We have branch offices and sales team across these major economic hubs. Our woodwork is conducted at our manufacturing facility located in Mumbai supported by our warehouses located at Mumbai, Pune and Bangalore. We have also executed projects in tier-2 cities such as Indore, Bhopal, Vadodara, Tirupati, Udaipur and Goa. All these combined resource pool and outsourcing arrangements have helped us stretch our operations across India. We have recently expanded our operations internationally through one of our subsidiaries, Eleganz Infra & Projects Limited, located in Republic of Rwanda and associate company, Eleganz Interiors Pte Ltd., located in Singapore.

Our experienced workforce is capable of delivering and managing large interior fit-out projects. Our sales personnel, located across various regions, possess industry knowledge that, when integrated with our design and project management capabilities, enables us to offer our clients robust and effective solutions. This structure enables us to make our business scalable across geographies.

During last 3 financial years and till September 30, 2024, we have successfully completed projects across 10 different states in India. As on September 30, 2024, we have 51 ongoing projects spread across 10 states in India.

Following is the city wise revenue break-up of the Company for last three financial years and for the period ended June 30, 2024

(₹ in lakhs)

Name of city	***For Three Months period ended June 30 2024***		***Financial Year ended March 31 2024***		***Financial Year ended March 31 2023***		***Financial Year ended March 31 2022***	
	Amount	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***
Ahmedabad	***-***	***0.00%***	***2,094.42***	***9.46%***	***2,579.21***	***13.56%***	***401.93***	***2.61%***
Bangalore	***1,761.17***	***21.81%***	***3,379.23***	***15.27%***	***3,894.83***	***20.47%***	***5,540.86***	***36.02%***
Bhopal	***-***	***0.00%***	***70.18***	***0.32%***	***140.23***	***0.74%***	***-***	***0.00%***
Chennai	***112.88***	***1.40%***	***172.54***	***0.78%***	***941.26***	***4.95%***	***840.17***	***5.46%***
Goa	***95.79***	***1.19%***	***-***	***0.00%***	***-***	***0.00%***	***-***	***0.00%***
Hyderabad	***196.89***	***2.44%***	***675.75***	***3.05%***	***708.85***	***3.73%***	***993.60***	***6.46%***
Indore	***473.04***	***5.86%***	***938.25***	***4.24%***	***-***	***0.00%***	***-***	***0.00%***

Name of city	For Three Months period ended June 30 2024		Financial Year ended March 31 2024		Financial Year ended March 31 2023		Financial Year ended March 31 2022	
	Amount	Percentage	Amount	Percentage	Amount	Percentage	Amount	Percentage
Mumbai (Includes Navi Mumbai)	3,056.13	37.84%	8,539.69	38.59%	8,276.21	43.50%	3,573.27	23.23%
Noida	-	0.00%	20.38	0.09%	436.71	2.30%	2,829.93	18.40%
Pune	839.38	10.39%	4,062.64	18.36%	1,323.97	6.96%	905.70	5.89%
Tirupati	709.64	8.79%	1,080.97	4.88%	-	0.00%	-	0.00%
Udaipur	-	0.00%	-	0.00%	123.34	0.65%	143.00	0.93%
Vadodara	246.93	3.06%	405.93	1.83%	-	0.00%	-	0.00%
Others*	584.97	7.24%	689.20	3.11%	601.23	3.16%	154.56	1.00%
Grand Total	8,076.82	100.00%	22,129.19	100.00%	19,025.86	100.00%	15,383.03	100.00%

(*Other cities include Faridabad, Gurgaon, Nashik, Raigad and Satara)

Following is the state wise revenue break-up of the Company for the last three financial years and for the period ended June 30, 2024

(₹ in lakhs)

Name of State	For the quarter ended June 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue	Amount	% of revenue
Maharashtra	3,991.29	49.42%	12,602.34	56.95%	9,909.81	52.09%	4,614.50	30.00%
Karnataka	1,761.17	21.81%	3,379.23	15.27%	3,891.83	20.46%	5,540.86	36.02%
Gujarat	246.93	3.06%	2,500.35	11.30%	2,579.21	13.56%	401.93	2.61%
Haryana	584.97	7.24%	689.20	3.11%	294.61	1.55%	19.04	0.12%
Telangana	196.89	2.44%	675.75	3.05%	708.85	3.73%	993.60	6.46%
Tamil Nadu	112.88	1.40%	172.54	0.78%	941.26	4.95%	840.17	5.46%
Uttar Pradesh	-	0.00%	20.38	0.09%	436.71	2.30%	2,829.93	18.40%
Madhya Pradesh	473.04	5.86%	1,008.43	4.56%	140.23	0.74%	-	0.00%
Andhra Pradesh	709.64	8.79%	1,080.97	4.88%	-	0.00%	-	0.00%
Rajasthan	-	0.00%	-	0.00%	123.34	0.65%	143.00	0.93%
Total	**8,076.82**	**100.00%**	**22,129.19**	**100.00%**	**19,025.86**	**100.00%**	**15,383.03**	**100.00%**

In-house woodwork facility

We have a dedicated woodwork factory ***for our internal consumption*** in Mumbai that allows a controlled and optimized supply of required fit-outs for our projects as per our requirements. It leads to increased efficiency and precision in the project execution process by ensuring woodwork is of high quality and meets exact specifications of the clients. For the woodwork done at our in-house facility, we can keep a strict check on quality control measures such that the piece of woodwork can be thoroughly inspected before it is sent out to client location, ensuring that the final product meets the Company's standards. With advanced imported machinery, including hot/cold press machines, moulding and designing machines, automatic and CNC cutting machines, sanding machines, paint booth coupled with skilled craftsmen, we are able to deliver consistent & aesthetic design and customized projects catering to precision and unique client requirements.

Our manufacturing capabilities extend to a diverse range of high-quality products, including modular furniture, customized furniture, pre-painted wall panels, doors, metal fabrications, and CNC grills.

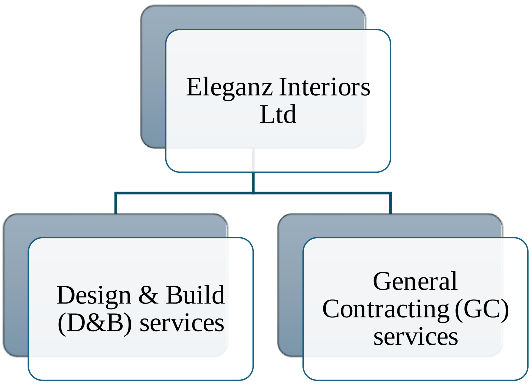
OUR STRATEGIES

Expansion of our geographical footprint

In the last 3 financial years and during the six months period ended on September 30, 2024, we have successfully completed over 200 projects aggregating to more than 45 lakhs Sq Ft area of developed area across 17 cities in 10 states of India. As of September 30, 2024, our Order Book includes 51 ongoing projects with an aggregate contract value of ₹ 51,413.68 lakhs and about 33 lakhs Sq Ft area of development. Our ongoing projects are currently spread across 13 cities in India. In the last 3 financial years and six months period ended September 30, 2024, most of our projects were concentrated in western and southern states of India. We intend to gradually expand our business operations to other regions of the country following footprints of economic activities in the country. Our expansion approach involves opening branch offices in high-potential cities to better serve local clients and establish deeper connections with regional stakeholders. We continuously evaluate new locations for potential branch offices and project sites based on economic indicators, client requirements, and industry trends.

We have our headquarter in Mumbai and branch offices at Bangalore, Pune, Hyderabad, and Chennai. We have undertaken projects in 8, 9, 9 and 8 states during fiscal 2022, 2023, 2024 and quarter ended June 30, 2024, respectively. We plan to continue our strategy of diversifying and expanding our presence in these regions for the growth of our business. We are selective in expanding to new locations and look at new geographies where we can deliver quality services as well as where our existing clients expands their presence. For example, we recently undertook a project in Bhopal, Madhya Pradesh to set-up a new corporate office for one of our existing clients for whom we had undertaken projects in Pune, Bengaluru and Tirumala in the past. Through further expansion of our geographical presence, we expect to enhance our visibility in smaller & upcoming economic centres of the country, explore untapped & growing market in smaller cities, expand our existing client base, hedge against risks of disruption of operations in specific geographical areas and protection from fluctuations resulting from business concentration in limited geographical areas.

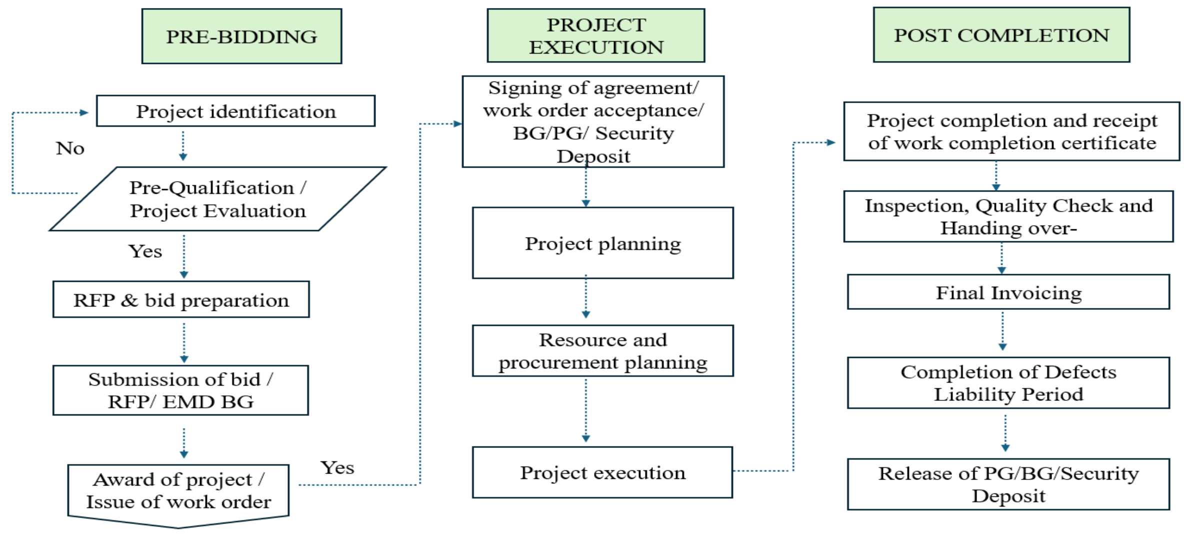
OUR BUSINESS SEGMENTS



A. Design & Build services:

Under Design & Build (D&B) services, we provide complete, end-to-end services for interiors and fit-outs which includes designing, shop drawings of the projects, resource planning & procurement of materials, project execution, final walkthrough & handing over the projects and providing post project support. ***Our design and build projects typically range from 2 months to 6 months based on the size and complexity of the projects***. We begin each project with a conceptual design, where we work closely with clients to create design concepts that align with current trends and their unique expectations. For commercial spaces, we place a strong emphasis on enhancing brand identity through thoughtful design. Our space planning services prioritize efficiency and aesthetics, strategically positioning elements to create cohesive, visually appealing environments. The project management process integrates budgeting, scheduling, risk management and communication to ensure that projects are delivered withing agreed time and budget. Finally, our construction, execution, and quality assurance services involve skilled craftsmen and quality materials, with a focus on supervision, safety, and adherence to protocols and ensuring successful project delivery.

BUSINESS OPERATIONS:



The typical project lifecycle for our interior fit outs of commercial spaces is described below:

Bidding & tendering process:

Normally, our tender department receives Request for quotation, inquiry from clients where we are listed and from International Property Consultants (IPC) followed by a detailed management discussion to assess the project's feasibility. We also actively participate in e-tendering on digital platform that streamlines the bidding process, allowing for greater transparency and efficiency. In these e-tendering, bids are submitted online within a specified timeframe, and we can monitor competitors' pricing to remain competitive while adhering to our profitability goals. Factors such as type of project, geographical location, project complexity, workload, growth potential, cost, and profitability are all evaluated to determine the suitability of the project. ***Additionally, an Earnest Money Deposit (EMD) is submitted as part of the bidding process***. Once a project is deemed viable, the team carefully examines eligibility requirements, reviews tender documents, conducts site visits, and clarifies any questions through pre-bid meetings. With preliminary designs in hand, cost estimates are prepared, and vendor engagements are made to create a customized proposal that meets the client's criteria.

Project initiation:

The project is transitioned to our implementation team and departments who are responsible for engineering, design, and execution collaborate to draft a detailed blueprint that covers the scope of materials, equipment, and manpower needs. Resources are mobilized, site infrastructure is established, and the construction team aligns their schedules and milestones to ensure a smooth start to the project. During this phase, we also finalize designs with the client, incorporating their brand elements, layout preferences, and functional specifications, which allows us to prepare an in-depth project schedule, resource allocation, and budget estimate. This comprehensive planning includes risk assessments to anticipate and mitigate any potential issues.

Additionally, as part of the project initiation, a performance bank guarantee (PBG) or security deposit are arranged in accordance with contractual requirements. The PBG ensures the client is financially protected against non-performance or delays, while the security deposit demonstrates the contractor's commitment to fulfil the project obligations.

Construction phase:

We initiate construction based on the finalized design plans, starting with fundamental elements such as flooring, walls, and structural components. Once the foundational aspects are in place, we progress to install specialized systems like electrical wiring, plumbing, HVAC, and other technical components. Throughout the construction phase, our team rigorously adheres to the established schedule to maintain consistent progress. Regular site inspections and quality checks are conducted by our project managers to ensure that work meets our standards as well as those of the client. We maintain clear communication with the client through periodic joint surveys, allowing them to assess progress and provide feedback. This enables us to promptly address any design adjustments or additional client requests, ensuring the project evolves in alignment with their vision.

During the later stages of construction, our team focuses on the finer details, such as custom finishes, furnishings, and aesthetic elements. We place a strong emphasis on craftsmanship, ensuring each element is installed with precision. Our senior project management team actively oversees the work, guiding the team to meet both quality standards and project timelines. ***Our projects typically range from 2 months to 6 months based on the size and complexity of the projects.*** By the end of the construction phase, we carry out a series of internal inspections to verify that all systems are functional, aesthetically pleasing, and compliant with the project specifications.

Inspection, *Quality check* and handing over of projects:

We conduct comprehensive inspections and quality checks to confirm that the project aligns with the approved designs and quality benchmarks. ***Our quality check process is planned, involving detailed scrutiny of materials, workmanship, and adherence to design specifications at every stage of the project. This ensures early identification and resolution of potential issues, maintaining high standards throughout***. Equipment trials and commissioning activities are performed to verify efficiency and reliability, followed by performance guarantee tests that ensure the project meets all specified standards. Once the project passes these tests, we prepare for handover, providing client briefings on operational aspects and initiating the defect liability period. During this period, we conduct routine inspections to address any remaining issues, ensuring client satisfaction. Post-defect liability, billing is finalized, and retention money is released, marking the successful conclusion of the project. This structured process, from bidding through completion, exemplifies our commitment to delivering high-quality interior solutions tailored to meet the specific needs of clients.

Our approach to value engineering and cost optimization

We are dedicated to delivering high-quality projects while maximizing cost efficiency for our clients. Our value engineering and cost-saving initiatives ensure that our clients receive desired results without compromising on aesthetics, performance, or compliance which, inter alia include the following:

3. Volume purchasing and strong vendor relations

Our strong relationships with Original Equipment Manufacturers (OEMs) and distributors enable us to secure significant volume discounts on materials, fixtures, and equipment ***such as air conditioner units, Uninterruptible Power Supply devices, distribution boards, HVAC ducts, decorative lights***. Bulk purchasing and direct sourcing of required raw materials ***such as laminates, adhesive materials, plywood, hardware items*** help us lower overhead costs, which translates to cost savings for our clients.

PROCUREMENT PROCESS

Our procurement process follows a series of steps to acquire goods, services, or works from external suppliers. We plan to procure materials as per the requirements of each projects. This list is sent to the procurement team, who sources materials from pre-identified manufacturers and vendors. The team gathers quotes, evaluates options and places purchase orders with the best suppliers. This process ensures that purchases are made in a controlled and efficient manner, while meeting the organization's needs and complying with its budget and policies. After delivery, the materials undergo quality inspection before being accepted for production, ensuring timely, cost-effective procurement and high-quality standards.

Details of state-wise raw material procurement during the last 3 financial years and for the period ended June 30, 2024.

(In lakhs)

Name of states	***For the three months period ended June 30, 2024***	***Financial Year ended March 31, 2024***	***Financial Year ended March 31, 2023***	***Financial Year ended March 31, 2022***

	Amount	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***	***Amount***	***Percentage***
Andhra Pradesh	***238.52***	***11.24%***	***797.14***	***8.87%***	***-***	***0.00%***	***-***	***0.00%***
Gujarat	***52.91***	***2.49%***	***263.25***	***2.93%***	***2,800.65***	***40.96%***	***190.76***	***3.82%***
Haryana	***126.81***	***5.97%***	***237.82***	***2.65%***	***80.97***	***1.18%***	***0.20***	***0.00%***
Karnataka	***290.21***	***13.67%***	***1,456.01***	***16.21%***	***879.41***	***12.86%***	***1,875.95***	***37.56%***
Maharashtra	***957.04***	***45.09%***	***5,198.49***	***57.87%***	***2,950.68***	***43.16%***	***1,643.05***	***32.89%***
Rajasthan	***-***	***0.00%***	***-***	***0.00%***	***-***	***0.00%***	***-***	***0.00%***
Tamil Nadu	***54.64***	***2.57%***	***10.25***	***0.11%***	***47.99***	***0.70%***	***47.81***	***0.96%***
Telangana	***308.68***	***14.54%***	***329.27***	***3.67%***	***61.24***	***0.90%***	***218.55***	***4.38%***
Uttar Pradesh	***0.07***	***0.00%***	***11.49***	***0.13%***	***11.52***	***0.17%***	***1,018.83***	***20.40%***
Madhya Pradesh	***93.74***	***4.42%***	***679.38***	***7.56%***	***4.53***	***0.07%***	***-***	***0.00%***
Total	***2,122.62***	***100.00%***	***8,983.11***	***100.00%***	***6,836.99***	***100.00%***	***4,995.15***	***100.00%***

Contribution of our top 5 and top 10 suppliers for the last 3 financial years and for the period ended June 30, 2024

(In lakhs)

Particulars	**Quarter ended June 30, 2024**		**FY 2024**		**FY 2023**		**FY 2022**	
	Amount (₹ in lakhs)	**% of our Purchase of stock in trade**	**Amount (₹ in lakhs)**	**% of our Purchase of stock in trade**	**Amount (₹ in lakhs)**	**% of our Purchase of stock in trade**	**Amount (₹ in lakhs)**	**% of our Purchase of stock in trade**
Purchase from top five (5) suppliers	1,342.26	20.44%	3,560.37	15.92%	2,927.54	15.80%	1,796.84	13.63%
Purchase from top ten (10) suppliers	2,090.08	31.82%	5,207.46	23.29%	4,745.68	25.61%	2,804.02	21.26%

ORDER BOOK

Our Order Book, as on September 30, 2024, as segregated on the basis of repeat customer and new customer is as under:

(₹ in lakhs)

Particular	***Number of projects***	***Contract Value* (₹ in lakhs)***	***Order Book* (₹ in lakhs)***	***Percentage of Order Book***
Repeat Customer	***38***	***26,985.04***	***8256.51***	***37.19%***
New Customer	***13***	***24,428.64***	***13945.63***	***62.81%***
Total	***51***	***51,413.68***	***22202.14***	***100.00%***

**** All value mentioned above are Gross Values (inclusive of GST)***

KEY OPERATIONAL METRICS

For the Financial year ended March 31, 2022, March 31, 2023, and March 31, 2024, and three months period ended June 30, 2024, our revenue from top five (5) and top ten (10) clients are as follows:

Particulars	***Three months period ended June 30, 2024***		***Financial Year ended March 31, 2024***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2022***	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Revenue from top five (5) clients	***4194.43***	***51.93%***	***14,020.03***	***63.36%***	***9,731.61***	***51.15%***	***10,397.35***	***67.02%***

Revenue from top ten (10) clients	***6479.72***	***80.23%***	***17,269.86***	***78.04%***	***13,439.22***	***70.64%***	***12,768.77***	***82.31%***

Following is the break-up of revenue undertaken by the Company based on type of customers i.e. repeat customers or first-time customers:

(₹ in lakhs)

Particulars	***Three months period ended June 30, 2024***		***Financial Year ended March 31, 2024***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2022***	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Revenue from repeat customers	***5,175.13***	***64.07%***	***19,831.58***	***89.62%***	***13,463.25***	***70.76%***	***12,334.21***	***80.18%***
Revenue from first time customers	***2,901.69***	***35.93%***	***2,297.61***	***10.38%***	***5,562.60***	***29.24%***	***3,048.82***	***19.82%***
Total revenue from operations	***8,076.82***	***100.00 %***	***22,129.19***	***100.00%***	***19,025.86***	***100.00%***	***15,383.03***	***100.00%***

Following is the break-up of projects undertaken by the Company on fixed rate contract basis as well as on other than fixed rate contract basis:

(₹ in lakhs)

Particular	***For period ended June 30, 2024***		***For period ended March 31, 2024***		***For period ended March 31, 2023***		***For period ended March 31, 2022***	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Fixed rate contract	***7,939.08***	***98.29%***	***21,609.06***	***97.65%***	***18,423.78***	***96.84%***	***14,838.58***	***96.46%***
Other than fixed rate contract	***137.74***	***1.71%***	***520.13***	***2.35%***	***602.08***	***3.16%***	***544.45***	***3.54%***
Total revenue from operations	***8,076.82***	***100.00%***	***22,129.19***	***100.00%***	***19,025.86***	***100.00%***	***15,383.03***	***100.00%***

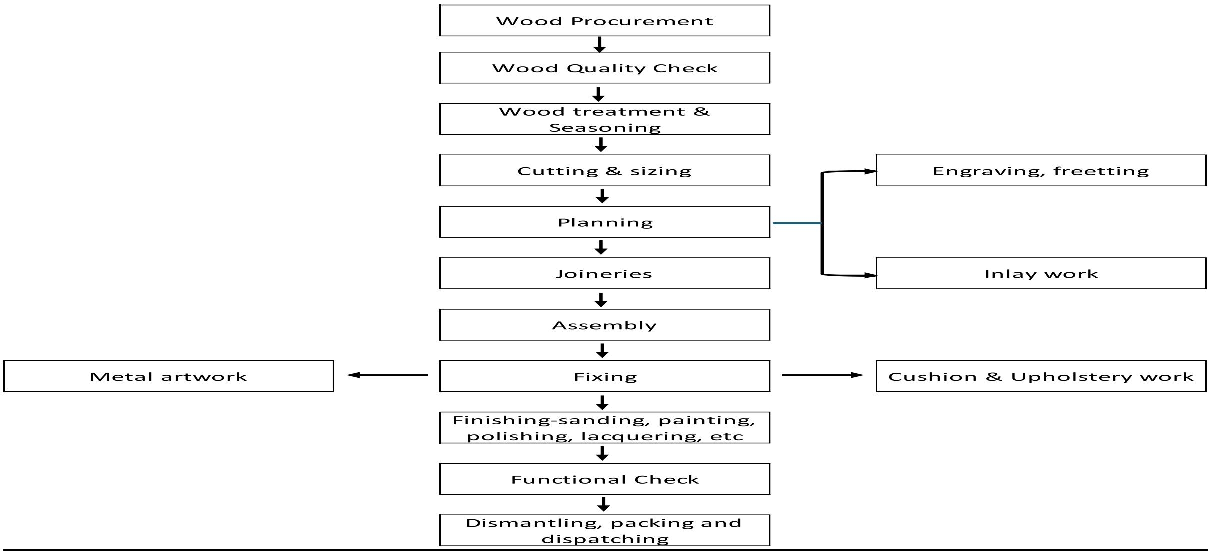
Following is the break-up of projects undertaken by the Company on contracting as well as on sub-contracting basis:

(₹ in lakhs)

Particulars	***Financial Year ended March 31, 2022***		***Financial Year ended March 31, 2023***		***Financial Year ended March 31, 2024***		***Three months period ended June 30, 2024***	
	Amount	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***	***Amount***	***% of revenue***
Revenue earned as Contractor	***5,954.08***	***38.71%***	***13,869.57***	***72.90%***	***16,708.87***	***75.51%***	***6,615.71***	***81.91%***
Revenue earned as sub-contractor	***9,428.94***	***61.29%***	***5,156.29***	***27.10%***	***5,420.32***	***24.49%***	***1,461.11***	***18.09%***
Total Revenue from Operations	***15,383.03***	***100.00%***	***19,025.86***	***100.00%***	***22,129.19***	***100.00%***	***8,076.82***	***100.00%***

MANUFACTURING PROCESS

The manufacturing process for our woodwork facility is described below:



1. ***Wood Procurement***

   Wood procurement is the process of sourcing and acquiring wood products especially plywood for manufacturing of loose furniture. It involves identifying reputed suppliers who can meet our quality standards and able to transport the material to our factory at the best prices.

2. ***Wood Quality Check***

   Wood quality checks involve inspecting the material for defects and moisture content that could affect its strength or appearance. Wood with higher moisture content is allowed to dry before putting it to use. Finally, the wood is graded to ensure it meets the required specifications for the intended application.

3. **Wood treatment & seasoning:**

   Wood is treated and seasoned to stabilize its moisture content and prevent deformation over time. This involves air drying or kiln drying, with the possible application of preservatives to enhance durability. Proper seasoning ensures the wood remains stable for the furniture-making process.

4. **Cutting & sizing:**

   The seasoned wood is cut and sized into required dimensions using precision tools like saws and CNC routers. Accurate measurements are key to ensuring that all components fit seamlessly during the assembly process, reducing material waste and ensuring consistency.

5. **Engraving & fretting:**

   Engraving and fretting add artistic value to the furniture by carving intricate designs into the wood. These optional decorative processes can be done by hand or with CNC machines, offering customization based on the design specifications.

6. **Planning:**

   In this step, detailed designs and layouts are prepared using CAD tools. This includes selecting the materials, determining the dimensions and optimizing resources to ensure the final product meets both functional and aesthetic goals.

7. **Inlay work:**

Inlay work is a decorative technique that involves embedding contrasting materials like metal, veneer or ivory into the wood. This enhances the visual appeal of the furniture and is typically used in high-end or custom pieces.

8. Joineries:

Joinery involves connecting different wood components using techniques like dovetail or mortise-and-tenon joints. These methods ensure the structural integrity of the furniture, and in some cases, adhesives or screws are used for additional reinforcement.

9. Assembly:

During assembly, all the individual components are brought together to form the final structure. Each part is fitted and secured with screws, bolts or adhesives, ensuring that the furniture is stable and ready for use.

10. Fixing:

Fixing involves securing any moving parts and making final adjustments to ensure smooth functionality. Metal elements like hinges or decorative accents are also attached during this stage, finalizing the structure of the furniture.

11. Metal artwork:

Metal artwork, such as decorative metal pieces or functional elements like handles and hinges, is added at this stage. These accents can elevate the design and bring added sophistication or functionality to the furniture.

12. Cushion & upholstery work:

For upholstered furniture, cushions are cut, sewn and covered with fabric or leather. These cushions are then attached to the furniture frame, providing comfort while also adding a customized touch to the design.

13. Finishing:

Finishing involves sanding the wood, followed by painting, staining or lacquering to protect and beautify the surface. This final touch enhances the durability of the furniture and gives it a polished, professional appearance.

14. Functional Check
A functional check of wooden furniture is to ensure its even, durable, free of defects and usability of the piece to ensure it performs as intended. This includes checking joints for tightness, inspecting moving parts (like drawers or hinges) for smooth operation, and assessing the overall sturdiness to prevent wobbling or breakage.

15. Dismantling, packing, and dispatching:

Once completed, the furniture is dismantled (if modular), packed securely with protective materials and labelled for transport. This step ensures the furniture reaches its destination safely, ready for installation or use.

HUMAN RESOURCE

We have qualified, technical, skilled and unskilled personnel who are abreast with the latest technology, design and trends. They are committed and dedicated to maintaining specified standard, quality and successful delivery of our projects. As on September 30, 2024, our Company had 63 permanent employees and had engaged 315 persons on retainership basis.

Details of the department-wise manpower of our Company as on September 30, 2024 is set forth below:

Department of Company	Nos. of Employees and Retainers
Senior Management	5
Project Management	144
Design	22
Business Development & Tendering	21
Environmental Health & Safety Team	46
Operations	45
Purchase & Procurement	26
HR, IT & Admin	33
Finance	21
Quantity Survey & Billing Team	15
Total	**378**

Human Resource Distribution Figures:

Human Resource distribution figures for the three months period ended as on June 30, 2024 and financial year ended as on March 31, 2024, 2023 and 2022.

Particular	*Financial year ended March 31, 2022*	*Financial year ended March 31, 2023*	*Financial year ended March 31, 2024*	*Three Months period Ended June 30, 2024*
Permanent Employees	***45***	***56***	***65***	***69***
Retainers	***251***	***235***	***314***	***386***
Contract Labours	***503***	***318***	***832***	***1083***
Total	***799***	***609***	***1211***	***1538***

In addition to the above, we also employ contract labourers at our project sites from time to time based on the nature and extent of work we are involved in the respective projects. These contract labourers are engaged through independent contractors in accordance with the provisions of the Contract Labour (Regulation and Abolition) Act, 1970, as amended. These contract labourers are engaged through independent contractors in accordance with the provisions of the Contract Labour (Regulation and Abolition) Act, 1970, as amended.

INSURANCE

Our business operations involve risks, which if not insured, could adversely affect our business and results of operations. We maintain insurance coverage that we consider customary in the industry against certain of the operating risks. Our insurance policies include contractor all risk policy, vehicle insurance, Udyam Suraksha Policy for building, furniture & fixtures, electrical fittings, plant & machinery, other equipment, stock, stock in trade, finished goods and raw materials insurance. When we undertake a project, we are contractually obligated to obtain insurance coverage for the specific sites. We also have employee's compensation insurance and fire insurance. We also have professional indemnity insurance to protect ourselves from any possible harm. We believe that our current level of insurance is adequate for our business and consistent with industry practice Historically, we have not experienced a loss in excess of our policy limits. We may not be able to obtain insurance coverage in the future to cover all risks inherent in our business, or insurance, if available, may be at rates that we do not consider to be commercially reasonable.

Details related to Insurance policies as mentioned below:

Contractor All risk policy

Location	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
Pimpri Chinchwad - Pune,	ICICI Lombard General Insurance Company Ltd	5004/367955954/ 00/000	November 29, 2024	April 28, 2025	0.05	106.80
Nariman Point, Mumbai400021	ICICI Lombard General Insurance Company Ltd	5004/364436211/ 00/000	October 17, 2024	April 16, 2025	0.48	1,416.14
Bharathi Nagar, Bangalore	TATA AIG Insurance Company Limited	6700004376	November 11, 2024	February 10, 2025	0.051	650.00
Banglore, Karnataka	TATA AIG Insurance Company Limited	6700004599	October 29, 2024	January 31, 2025	0.035	29.82

Workman Compensation policy

Location	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
Pimpri Chinchwad- Pune,	Bajaj Allianz General Insurance Company Limited	OG-25-2202-2802-00005166	November 29, 2024	April 28 2025	0.25	161.37
Nariman Point Mumbai400021	Bajaj Allianz General Insurance Company Limited	OG-25-2202-2802-00004418	October 14, 2024	April 13, 2025	0.154	133.26
Bharathi Nagar, Bangalore	TATA AIG Insurance Company Limited	5190042734	September 13, 2024	February 09, 2025	0.0659	22.95
Banglore, Karnataka	TATA AIG Insurance Company Limited	5190045808	November 10, 2024	February 09, 2025	0.041	10.65

Bharat Sookshma Udyam Suraksha Policy

Location	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
No. 1 To 7 Sarita Prabhat, Registered Office Dahisar Mumbai	HDFC ERGO General Insurance Company Limited	211120101238 5709 000	October 03, 2024	September 03, 2025	0.16	140.00
601-607, Corporate office Dahisar Mumbai	The New India Assurance Co. Ltd	11170011238000000 674	October 01, 2024	September 30, 2025	0.15	133.26
Vasai, Manufacturing unit	The New India Assurance Co. Ltd	'11170011234300000 110	October 01, 2024	September 30, 2025	0.67	415.00

Location	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
Pune and Vasai, Warehouse	The New India Assurance Co. Ltd	11170011248000000961	January 18, 2025	January 17, 2026	0.16	70.00

Vehicle Insurance

Vehicle Name	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
Bajaj Discover	Future General	VD474585	October 09, 2024	October 08, 2025	0.01	0.13
Toyota Innova	Future Generali India Insurance Co. Ltd.	VC923690	May 07, 2024	May 06, 2025	0.11	2.13
Land Rover	HDFC ERGO General Insurance Company Limited	2302 2066 6191 5600 000	August 14, 2024	August 13, 2025	0.85	22.50
Tata Motor closed Truck	TATA AIG Insurance Company Limited	63008796640100	September 17, 2024	September 16, 2025	0.19	2.16
Tata Motor Poen Truck	TATA AIG Insurance Company Limited	630184337000 00	July 09, 2024	July 08, 2025	0.19	2.11

Professional Indemnity Policy

Location	Insurance Company	Policy Number	Policy Tenure		Premium Amount	Total Insured Amount
			Start	End	(₹ In Lakhs)	(₹ In Lakhs)
Mumbai	The New India Assurance Co. Ltd	11170036240200000000	2-Dec-24	1-Dec-25	0.18	50.00

QUALITY MANAGEMENT:

At our Company, we are committed to maintain quality standards at every stage of our interior fit-out projects. Our goal is to minimize costs and cycle times through the effective and efficient utilization of resources. We have a dedicated team who ensure adherence to our quality management systems and compliance with all statutory and regulatory requirements. Throughout project execution, we emphasize quality assurance by conducting continuous monitoring and testing for conformity.

ENVIRONMENT, HEALTH AND SAFETY:

Our dedicated health and employee safety team comprises 46 personnel as on September 30, 2024, and works directly with our on-site project management team to manage safety standards and oversees all health and safety initiatives at our manufacturing facility as well as customers' sites. Our dedicated health and employee safety team reports directly to the project manager on-site. We endeavour to adhere to laws and regulations relating to protection of health and employee safety. Additionally, environmental requirements imposed by the regulatory authorities in India will continue to have an effect on our operations. We believe that we have complied, and will continue to comply, with all applicable environmental laws, rules and regulations.

INFRASTRUCTURE UTILITY:

Our operations for projects and manufacturing activity require consistent use of power and water resources. Power needs are primarily fulfilled through the local electricity grid provided by state power utilities and water requirements are met through authorized local sources.

PROPERTIES

Set out below are details of our owned and leased properties as of the date of the Draft Red Herring Prospectus:

Sr No	Particulars	Address	Type of property (owned / rented)	Lease Expiry	Name of Lessor
1	Registered Office	Gala No. 001-007, B - Wing, Ground Floor, Sarita Building, Prabhat Industrial Estate,102, Near Western Express Highway, Dahisar (East), Mumbai - 400 068, Maharashtra, India.	Owned	-	NA
2	Corporate Office	Gala No. 601-607, B - Wing, Ground Floor, Sarita Building, Prabhat Industrial Estate,102, Near Western Express Highway, Dahisar (East), Mumbai - 400 068, Maharashtra, India.	Right to Use	-	***Doshi Infrastructure Private Limited***
3	Manufacturing Facility	Survey no. 199/4, Rare Valley Farms, Village Poman, Next to Village Kaman, off Vasai Bhiwandi Bypass Road, opp Universal College, Near Vasai Sea Food, Vasai, Palghar, Maharashtra-401208	Leased	22-Jul-26	Mr Rakesh Kumar Madangopal Sheth
4	***Workers Quarters***	***Rare Valley Farm House'202/1/B, Road Chinchoti Anjur Road, Location Opp Universal Engineering Collage, of Village Poman, next to village Kaman, off Vasai-Bhiwandi, Near Vasai sea food, Vasai 401208***	Leased	30-Apr-25	Mr. Suhel Darvesh & Mr. Sheth Gaurav
5	Warehouse	Gala No 3 , Behind Mathura hotel , Poman village Vasai Bhiwandi road Vasai east, Palghar Maharashtra 401208	Leased	14-Aug-25	Mr.Shaikh Abdul Haque & Mr.Khan Abdul Haque
6	Warehouse	S.no. - 406/2, Plot no. 11, Bodkewadi, Maan Road, Hinjewadi Phase 1, Pune Near Abhinav Farms club Pin - 411057	Leased	29-Feb-28	Chandan Singh Yadav
7	Warehouse	Survey No 102, BBMP Khata no. 2319/102, Rachenahalli Village, KR Puram Hobli, Bangalore - 560036	Leased	15-Nov-25	Sri Ananth M.
8	Branch Office	133, S.K. Towers, Narayana Pillai Street, Bharthi Nagar Bangalore 560001.	Leased	***30-Nov-2026***	Shri Kumesh Kumar
9	Branch Office	Unit No 305, Built up 540 Square Feet, Situated on 3RD Floor Of Pride Purple Square On Plot of Land bearing survey no 210/2 Aundh Ravet Road Near Kalawadi Phata, Wakad, Pune 411057	Leased	29-Feb-28	Mr. Wakhede Prafulla Shankar
10	Branch Office	***Unit No. 407 Plot No. 1 – 118/1/14/C, No. 14, 04th Floor, DHFLVC, Silicon Towers, Kondapur, Hyderabad – 500032, Telangana, India.***	Leased	***01-Sept-2026***	EFC Limited
11	***Branch Office***	***No: 32/58, Ground Floor IInd Avenue, Defence Colony, Ekkattuthangal Chennai - 600032***	***Leased***	***20-Nov - 25***	***Mrs. T. Berneth Premila***

HISTORY AND CERTAIN CORPORATE MATTERS

In the section titled "History and Certain Corporate Matters" under the sub-section titled "Amendments to the Memorandum of Association", "Major Events and milestones of our Company" "Material clauses of the Articles of Association", "Associate Company", and "Eleganz Interiors PTE Limited", "Other Confirmations", beginning on page 168 of the Draft Red Herring Prospectus, the following underlined changes are incorporated and shall be read in conjunction with the Draft Red Herring Prospectus.

Amendments to the Memorandum of Association

Date of Shareholder's Resolution	Particulars
<u>October 11, 2024*</u>	***<u>Clause III (a) of the Memorandum of Association was amended to reflect modification in main object clause of our Company from,</u>*** ***<u>'To carry on business as Designers, Interior Decorators, Labour Contractors, Sanitary Experts, Supervisors, Surveyors, Appraisers, and Planners and Traders in all related items in all branches of Architecture, Structural and Engineering such as Civil, Mechanical, Electrical and Surveying and to undertake the work of Designing, Planning, Survey Materials Testing, Cost Estimates, Construction Installation, Supervision, Economic Appraisal, Engineering both for public and private throughout India and/or outside India'</u>*** ***<u>to</u>*** ***<u>'To carry on business as Designers, Interior Decorators, Supervisors, Surveyors, Appraisers, and Planners and Traders in all related items in all branches of Architecture, Structural and Engineering such as Civil, Mechanical, Electrical and Surveying and to undertake the work of Designing, Planning, Survey Materials Testing, Cost Estimates, Construction Installation, Supervision, Economic Appraisal, Engineering both for public and private throughout India and/or outside India.'</u>***

* *Our Company has filed MGT 14 for the change in main Object Clause of the MOA of the Company with RoC, Mumbai on October 14, 2024. The necessary approval confirming the change in the Object Clause has been received.*

Major Events and milestones of our Company

The table below sets forth some of the key events in the history of our Company:

Year	Major Event/ Milestone
1996	Incorporation of our Company as "Eleganz Interiors Private Limited".
2000	Entered South Indian market by executing a GC project for engineering company at Bengaluru
2001	Opened a dedicated woodwork factory unit in Dahisar Mumbai.
2002	Opened a dedicated woodwork factory in the southern region.
2008	Hyderabad chapter begins with the country's largest single order marking a significant milestone.
2012	Completed 200 projects
2016	Established an office in Pune to strengthen our presence in the region.
2018	Founding member of the Indian Green Building Counsel under the Confederation of Indian Industry.
	Started Design & Build services by executing project for a large IT/ITeS company at Mumbai
	Crossed an annual turnover of ₹ 100 crores
	<u>Commenced manufacturing facility at Vasai, Maharashtra and shifted operations from Dahisar, Mumbai</u>

Year	Major Event/ Milestone
2022	***Shifted operations from southern region at Bangalore to Vasai, Maharashtra.***
	Expanding operations to Singapore, tapping into a new market for growth.
2023	Conversion of our Company from a Private Limited company to a Public Limited company.
2024	Securing a 7 lakh sqft Design and Build project, showcasing our continued excellence in execution.

Material clauses of the Articles of Association

All material clauses of our Articles of Association having a bearing on the Issue have been disclosed in the Draft Red Herring Prospectus. For details, please see "Description of Equity Shares and Terms of Articles of Association".

Associate Company

Except as disclosed below, our Company does not have any associate:

Eleganz Interiors PTE Limited

Nature of Business

Eleganz Interiors PTE Limited is engaged in business of wholesale trade of a variety of goods without a dominant product. ***Eleganz Interiors PTE Ltd. is into interior fit-out solutions, offering end-to-end services that transform spaces into functional and aesthetically pleasing environments. With a focus on quality craftsmanship, innovative designs, and timely project execution. Company delivering tailor-made interior solutions that align with client requirements while adhering to industry standards and sustainable practices***.

Financial Performance

The brief financial details of Eleganz Interiors PTE Limited derived from its financial statements and for ***the three months period ended as on June 30, 2024*** and for the financial year ended March 31, 2024, March 31, 2023 and March 31, 2022 is as follows:

Particular	***June 30, 2024***	***March 31, 2024***	***March 31, 2023***	***March 31, 2022***
Equity Share Capital	***0.00113***	***0.00113***	***0.00113***	***NA***
Reserves & Surplus	***268.36***	***308.31***	***76.42***	***NA***
Net worth	***268.35***	***308.32***	***76.43***	***NA***
Revenue from operation	***(6.31)***	***1,553.28***	***-***	***NA***
Profit/(Loss) after tax	***(39.95)***	***231.89***	***76.42***	***NA***
Basic Earnings per share (₹) (face value of ₹ 10 each)	***(19.98)***	***115.31***	***38.21***	***NA***
Diluted Earnings per share (₹) (face value of ₹ 10 each)	***(19.98)***	***115.31***	***38.21***	***NA***
Net asset value per share (₹)	***134.18***	***154.15***	***38.21***	***NA***

Other Confirmations

Other than in the normal course of business, as on the date of this DRHP, there is no conflict of interest between the suppliers of raw materials and third-party service providers (which are crucial for operations of the Company) and our Company, Promoters, members of the Promoter Group, Subsidiaries, Group Companies and their directors.

Other than in the normal course of business, as on the date of this DRHP, there is no conflict of interest between the lessors of the immovable properties (which are crucial for operations of the Company) and our Company, Promoters, members of the Promoter Group, Subsidiaries, Group Companies and their directors

OUR MANAGEMENT

In the section titled "Our Management" beginning on page 174 of the Draft Red Herring Prospectus, the sub-section titled "Brief Profile and "Confirmation" has been suitably updated as under:

Brief profile of our Directors

Sameer Akshay Pakvasa is the Chairman and Managing Director of our Company. He is also the Promoter of our Company. He completed his matriculation in 1994 from the Maharashtra State Board of Secondary & Higher Secondary Education. Since joining the Company in 2001, he has been involved in operations, gaining valuable insights into the complexities of business management. His contributions have significantly improved the Company's efficiency. Under his guidance, the Company has implemented several successful initiatives that have broadened its market presence and enhanced service delivery. As Managing Director, he is instrumental in defining the strategic direction and promoting growth, ensuring all departments are aligned with the Company's objectives. ***He has overall experience of over 20 years in the industry in which the Company operates.***

Mangina Srinivas Rao is a Non-Executive Independent Director of our Company. He has been associated with our Company since October, 2024. He holds a bachelor's degree in commerce (hons) from the University of Delhi in 1980, followed by a Post-Graduate Diploma in Export Management from the Institute of Marketing and Management, Delhi, in 1981. In 1982, he completed a Diploma in the Law of International Institutions at the University of Delhi. Additionally, he holds a master's degree in business management, which he obtained from the Asian Institute of Management in the Philippines in 1987. He has previously worked with organizations such as the International Rice Research Institute (IRRI) head quartered in Los Banos, Philippines as the Chief Executive Officer of the Cereal Systems Initiative for South Asia ("CSISA"), and with ITC Limited -Agri Business Division, Hyderabad ,where he held the role of Head of New Initiatives***. He has over three decades of corporate experience in varied industries.***

Confirmation

Other than normal course of business, there is no conflict of interest between the suppliers of raw materials and third-party service providers (which are crucial for operations of our Company) and our Directors and Key Managerial Personnel.

Other than normal course of business, there is no conflict of interest between the lessors of the immovable properties (which are crucial for operations of our Company) and our Directors and Key Managerial Personnel.

OUR SUBSIDIARY

In the section titled "Our Subsidiary" beginning on page 193 of the Draft Red Herring Prospectus, the sub-section called "Financial Information" has been suitably updated as under:

Financial Information

The brief financial details of Doshi Infrastructure Private Limited derived from its audited financial statements and for the ***three months period ended June 30, 2024 and*** financial year ended March 31, 2024, March 31, 2023 and March 31, 2022 is available at the website of our Company, i.e., www.eleganz.co.in

(₹ in lakhs)

Particular	***June 30, 2024***	***March 31, 2024***	***March 31, 2023***	***March 31, 2022***
Equity Share Capital	***1.00***	***1.00***	***1.00***	***1.00***
Reserves & Surplus	***93.12***	***93.14***	***93.33***	***93.99***
Net worth	***94.12***	***94.14***	***93.33***	***93.99***
Revenue from operation	***Nil***	***NIL***	***Nil***	***NIL***
Profit/(Loss) after tax	***-0.03***	***-0.19***	***-0.66***	***-0.38***
Basic Earnings per share (₹) (face value of ₹ 10 each)	***-0.25***	***-1.93***	***-6.56***	***-3.83***
Diluted Earnings per share (face value of ₹ 10 each)	***-0.25***	***-1.93***	***-6.56***	***-3.83***
Net asset value per share (₹)	***941.15***	***941.40***	***933.33***	***939.89***

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULT OF OPERATIONS

In the section titled "Management's Discussion And Analysis Of Financial Condition And Result Of Operations" under the sub-section titled "Significant Factors Affecting our Results of Operations" beginning on page 241 of the Draft Red Herring Prospectus, the following underlined changes are incorporated and shall be read in conjunction with the Draft Red Herring Prospectus:

SIGNIFICANT FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Seasonality and weather conditions

Our business operations may be adversely affected by severe weather conditions, which may require us to evacuate personnel or curtail services, may result in damage to a portion of our fleet of equipment or facilities resulting in the suspension of operations, and may prevent us from delivering materials to our project sites or prevent us from executing the works in accordance with contract schedules or generally reducing our productivity. Our operations are also adversely affected by difficult working conditions during the monsoon season. During the monsoons, the moisture and dampness warrants special care and packaging of our project materials. These weather conditions may restrict our ability to carry on construction activities and fully utilize our resources. During periods of curtailed activity due to adverse weather conditions, we may continue to incur overhead and financing expenses and other fixed costs, but our revenues from operations may be delayed or reduced. As we are engaged in fit-outs business where construction and finishing materials such as cement, plaster of paris, gypsum, wood, paints and polishing material are key input materials, irregularity in monsoon season in the country might adversely impact our business activities. As a result, our revenues and profits may vary significantly during different financial periods, and certain periods are not indicative of our financial position for the year.

The higher revenue for quarter ended June 30, 2024 is also attributable to higher execution of projects during the period. The said can be substantiated from the fact that outstanding Order Book of the Company, which provides reasonable guidance on the future revenue generation capabilities, was ₹ 14,287.57 lakhs consisting of 47 ongoing projects as on March 31, 2024. Considering the aforementioned factors, the revenue for quarter ended June 30, 2024 was higher as compared to calculated and normalised revenue for the fiscal 2024.

PRINCIPAL COMPONENTS OF OUR STATEMENT OF PROFIT AND LOSS ACCOUNT

Revenue from operations

Our revenue from operations comprises of Revenue from General Contracting services and Design & Build services. Our revenue from operations accounted for 99.86%, 99.20%, 99.52% and 99.03% of our total income for the three months period ended June 30, 2024, financial years ended March 31, 2024, March 31, 2023 and March 31, 2022, respectively. ***The revenue for quarter ended June 30, 2024, was higher on account of seasonal impact of the business and higher execution of projects during the period.***

Financial Year 2024 compared to Financial Year 2023

Revenue from operations

Our revenue from operations increased by 16.31% from ₹19,025.86 lakhs in the financial year ended March 31, 2023 to ₹ 22,129.19 lakhs in the financial year ended March 31, 2024 primarily due to increase in number of design and build projects and General contracting service projects and execution of higher value contracts. ***The increase in total income for fiscal 2024 was 16.69% which is lower as compared to increase of 23.06% in total income in fiscal 2023. The said slowdown in growth is primarily attributable to various factors which includes larger revenue base for calculating the growth rate and receipt and execution of some larger orders in later part of the year. However,*** the Order Book, which provides guidance on future revenue of our Company increased from ₹14,287.57 (inclusive of GST) lakhs as on March 31, 2023, to ₹ 22,202.14 (inclusive of GST) lakhs as on March 31, 2024. The total number of projects completed increased from 55 projects in during fiscal 2023 to 58 projects during fiscal 2024.

Financial Year 2023 compared to Financial Year 2022

Other Expenses

Other expenses decreased by 24.48 % from ₹ 3,087.54 lakhs in financial year ended March 31, 2022 to ₹ 2,331.81 lakhs in financial year ended March 31, 2023 primarily on account of cost incurred on design and consultancy charges for a specific project in financial year ended March 31, 2022 and sundry balance written off during financial year ended March 31, 2022. ***During fiscal 2022, the Company has incurred design and consultancy charges amounting to ₹ 839.73 lakhs which is disclosed in Note 24 "Other Expense" of the Restated Consolidated Financials. In view of the same, the profitability of the Company as calculated by amount of profit after tax and profit after tax margins for fiscal 2022 were lower as compared to fiscal 2023, fiscal 2024 and quarter ended June 30, 2024. This has resulted in decrease in other expense as a percentage of total income from 19.88% in fiscal 2022 to 12.20% in fiscal 2023 and increase in EBITDA margin from 4.37% in fiscal 2022 to 6.98% in fiscal 2023***. This decrease was set-off by an increase in retainership charges by ₹ 79.17 lakhs, increase in miscellaneous expense(administrative expenses) by ₹ 47.26 lakhs and professional charges by ₹ 28.14 lakhs .

SECTION IX – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

In the sub-sections titled "Litigation Involving our Company", "Litigation filed by our Company" and "Litigation involving our Promoters" under the section titled "Outstanding Litigation and other Material Developments" beginning on page 262 of the Draft Red Herring Prospectus, have been suitably updated as follows:

I. ***Litigation Involving Our Company***

Litigation Filed Against Our Company

3. Material civil proceedings

Posco Maharashtra Steel Private Limited Through Authorised Representative Mr. Ankush Patkar Vs Eleganz Interiors Private Limited- Commercial Suit/46/2024

Posco Maharashtra Steel Private Limited ("Plaintiff") had filed a pre-litigation case bearing no. 25/2022 against our Company under section 2(1) of the Commercial Courts Act, 2015. The Plaintiff and our Company entered inro a contract for renovation of the Plaintiff's office which was fixed at a price of ₹ 4,92,41,294/-. The Plaintiff claimed that our Company failed to perform the work within the stipulated time. Hence, the Plaintiff filed the case for a compensation of ₹ 1,15,36,978 along with rate of 18% interest per annum. The Pre-Litigation case has been closed, pursuant to which the Plaintiff has filed a Commercial Suit bearing no. 46/2024 in the Hon'ble District and Session Court at Pune.

II. ***Litigation Filed By Our Company***

1. Criminal Proceedings

Nil

2. **Material civil proceedings**

Eleganz Interiors Private Limited v/s Commissioner of Service Tax- VI, Mumbai ST/85157/2017

On October 28, 2016, the Commissioner of Service Tax-VI, Mumbai (the "ST Commissioner") issued an order (OIO No. MUM-SVTAX-006-COM-33-16-17) against the Company. The ST Commissioner made a demand of service tax for ₹1,75,55,837 for the period between June 16, 2006 to March 31, 2008, subjecting the services rendered by the Company to service tax.

The ST Commissioner classified the services under "Commercial or Industrial Construction Services", while the Company claimed that the service was "repair, alteration, renovation or restoration," which entitled them to concessional rates. The Company obtained registration under the Central Excise Act in the year 1998 for manufacturing activities, which were exempted from service tax. Being aggrieved by the demand, the Company filed an appeal with the Customs, Central Excise & Service Tax Appellate Tribunal ("CESTAT") against the order in original seeking to set aside the demand made by the CSETAT.

The CESTAT allowed the appeal in remand. In the remand order (Final Order No. A/1196-1198/14/CSTB/C-1 dated July 10, 2014), the CESTAT directed the adjudicating authority to reassess the contracts and determine if it was for renovation services for existing buildings, which qualifies for a concessional rate of service tax. In the remand proceedings, the adjudicating authority set aside a part of the service tax demand and confirmed the demand for ₹1,75,55,837 based on insufficient documentary evidence.

The Company has appealed against the confirmed demand of ₹1,75,55,837 along with a penalty of ₹1,75,55,837.

The Company continues to challenge the applicability of service tax to its pre-2007 contracts, asserting that the nature of the services falls outside the scope of "commercial or industrial construction" and should be categorized as "Works Contract," which was not taxable up to June 1, 2007. The appeal is currently pending.

Eleganz Interiors Limited Vs Sanjari Technologies (India) Private Limited

In May 2023, Eleganz Interiors Pvt. Limited (the "Plaintiff") entered into a contract with Kotak Life Insurance Company Limited for undertaking certain electrical works. On May 25, 2023, the Plaintiff subcontracted the electrical supply, installation, testing, and commissioning work to Sanjari Technologies (India) Private Limited (the "Defendant") for ₹3,67,10,980 (Rupees Three Crores Sixty-Seven Lakhs Ten Thousand Nine Hundred Eighty), which was to be completed by July 31, 2023

The work order with the Defendant also stated that in case of any delays, liquidated damages of 5% per week and maximum of 10% of the total order value would be levied for delay in completion of the work. It also stated that if the Defendant absconds or fails to complete the work, and the remaining work is completed by another contractor, the Defendant will be liable to pay the additional cost incurred. Additionally, any penalties imposed by Kotak Life on the Plaintiff would be passed on to the Defendant.

The Defendant failed to commence work until June 13, 2023. This delay significantly impacted the overall project timeline, as the timely execution of Plaintiff's work was dependent on Defendant's portion being completed as scheduled.

Despite the Plaintiff's repeated reminders through emails dated June 20, June 29, July 5 and July 26, 2023, there was significant delay in completion of the project. The Plaintiff then appointed another entity, Shubham Engineers to complete the final work on the project, which was due by November 15, 2023, incurring an additional cost of ₹1,18,93,759 (Rupees One Crore Eighteen Lakhs Ninety Three Thousand Seven Hundred Fifty Nine). Due to the delay in completion of the project, on March 22, 2024, Kotak Life Insurance levied a penalty of ₹14,09,70,926 (Rupees Fourteen Crores Nine Lakhs Seventy Thousand Nine Hundred Twenty Six) on the Plaintiff.

In September 2024, the Plaintiff issued a legal notice to the Defendant demanding payment of ₹90,21,976 (Rupees Ninety Lakhs Twenty-One Thousand Nine Hundred Seventy Six), including interest at 18% per month. In response, the Defendant requested a payment of ₹1,71,06,905 (Rupees One Crore Seventy One Lakhs Six Thousand Nine Hundred Five) from the Plaintiff, claiming outstanding amounts. The Plaintiff alleged that due to repeated delays by the Defendant, there was significant delay in completing the project and because of the delay Kotak Life Insurance levied penalties and additional costs on the Plaintiff. Since the delay was caused by the Defendant, the Defendant is liable to reimburse the Plaintiff the amount of penalty with interest.

On September 13, 2024, the Plaintiff filed a suit against the Defendant before the Hon'ble City Civil Court at Bombay bearing suit No.116878/2024 for recovery of a sum of ₹90,21,976 (Rupees Ninety Lakhs Twenty One Thousand Nine Hundred and Seventy Six) along with interest @18% per month towards damages caused for breach of contract by the Defendant and towards recovery of amount incurred by the Plaintiff for executing the work on behalf of the Defendant. The matter is pending.

II. Litigation Involving Our Promoter

A. *Litigation Filed Against Our Promoter*

3. Material civil proceedings

Nil.

GOVERNMENT AND OTHER STATUTORY APPROVALS

In the section titled "Government And Other Statutory Approvals" under the sub-sections titled "Tax Related Approval obtained by the Company", "Regulatory Approvals obtained by our Company" and "Pending Approvals" beginning on page 268 of the Draft Red Herring Prospectus, the following details are updated and shall be read in conjunction with the Draft Red Herring Prospectus:

B. Tax related approvals obtained by our Company

Sr. No.	Nature of Registration/ License	Registration / License No.	Issuing Authority	Date of Issue / Renewal	Date of Expiry
22	***Professional Tax – Certificate of Registration (For Persons) – Madhya Pradesh***	***78529307260***	***Commercial Tax Department***	***October 17, 2024***	***Valid Until Cancelled***
23	***Professional Tax – Certificate of Registration – Andhra Pradesh***	***37102490143***	***Commercial Tax Department***	***October 23, 2024***	***Valid until cancelled***

C. Regulatory approvals of our Company

Sr. No.	Nature of Registration/ License	Registration / License No.	Issuing Authority	Date of Issue	Date of Expiry
24.	Legal Entity Identifier	894500AKAVFIZN0W3693	LEI Register India Private Limited	November 11, 2023	***December 27, 2025***

I. Pending Approvals

a. Applications Made by the Company

Nil

DECLARATION

I hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-
Sameer Akshay Pakvasa
Chairman & Managing Director

Date: January 24, 2025
Place: Mumbai

DECLARATION

I hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-
Mayank Kumar Sharma
Whole Time Director

Date: January 24, 2025
Place: Banglore

DECLARATION

I hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-
Sonal Pakvasa
Non-Executive and Non-Independent Director

Date: January 24, 2025
Place: Mumbai

DECLARATION

I hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-
Joshi Apurva Pradeep
Non-Executive Independent Director

Date: January 24, 2025
Place: Mumbai

DECLARATION

I hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

Sd/-
Mangina Srinivas Rao
Non-Executive Independent Director

Date: January 24, 2025
Place: Mumbai

DECLARATION

I hereby declare that all relevant provisions of Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, 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 the Addendum to DRHP is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. I further certify that all statements are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFIVER OF OUR COMPANY

Sd/-
Archana Prasad Desai
Chief Financial Officer

Date: January 24, 2025
Place: Mumbai