THE PROSPECTUS IS NOT AN ADVERTISMENT

DIKSHA POLYMERS LIMITED

Corporate Identity Number is U25202MP1998PLC012664

REGISTERED OFFICE	CONTACT PERSON
B-33, Maharajpura Industrial Area, Maharajpura A.F., Gwalior, Gird, Madhya Pradesh, India, 474020.	Chanchal Gaur *Company Secretary and Compliance Officer.*

EMAIL	TELEPHONE	WEBSITE
info@dikshagroup.in	+91 8966966666	www.dikshagroup.in

THE PROMOTERS OF OUR COMPANY

VIVEK MANDELIA, VIPIN MANDELIA, HEMLATA MANDELIA, ANJANA MANDELIA AND RIDDHI MANDELIA

DETAILS OF THE ISSUE

TYPE	FRESH ISSUE SIZE (IN LAKHS)	OFS SIZE (BY NO. OF SHARES OR BY AMOUNT IN ₹)	TOTAL ISSUE SIZE	ELIGIBILITY 229(1) / 229(2) & SHARE RESERVATION AMONG NII &RII
Fresh Issue	Fresh Issue of 15,98,400 Equity Shares of ₹10 each aggregating to ₹ 1,790.21 Lakhs	NIL	Total Issue of 15,98,400 Equity Shares of ₹10 each aggregating to ₹1,790.21 Lakhs	The Issue is being made pursuant to Regulation 229(1) of SEBI ICDR Regulations. As the Company's post issue paid up capital does not exceed ₹10.00 Crores

RISK IN RELATION TO THE FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹10 each and the Issue Price is 11.2 times the face value. The Issue Price (determined and justified by our Company in consultation with the Lead Manager) as stated under "*Basis of Issue Price*" beginning on page no. 78 of this Prospectus should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investment in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of issuer Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Prospectus. Specific attention of the investors is invited to "*Risk Factors*" beginning on page no. 19 of this Prospectus.

COMPANY'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares Issued through this Prospectus is proposed to be listed on the SME Platform of the BSE Limited **("BSE")**. Our Company has received an in-principle approval letter dated January 20, 2026 from BSE for using its name in this Offer document for listing our shares on the SME Platform of the BSE Limited. For the purpose of this Issue, the Designated Stock Exchange will be BSE Limited **("BSE")**.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
ARYAMAN FINANCIAL SERVICES LTD	CAMEO
ARYAMAN FINANCIAL SERVICES LIMITED 60, Khatau Building, Ground Floor, Alkesh Dinesh Modi Marg, Fort, Mumbai – 400 001. **Tel:** +91 – 22 – 6216 6999 **Email:** ipo@afsl.co.in **Website:** www.afsl.co.in **Investor Grievance Email:** feedback@afsl.co.in **Contact Person:** Vatsal Ganatra **SEBI Registration No.:** INM000011344	**CAMEO CORPORATE SERVICES LIMITED** Subramanian Building, No. 1, Club House Road, Chennai – 600 002. **Tel. No.:** +91 - 44 – 40020700 (5 Lines) **Email:** priya@cameoindia.com **Website:** www.cameoindia.com **Investor Grievance Email:** investor@cameodina.com **Contact Person:** K. Sreepriya **SEBI Registration No.:** INR000003753

ISSUE OPENS ON	ISSUE CLOSES ON
WEDNESDAY, JUNE 17, 2026	**FRIDAY, JUNE 19, 2026**

DIKSHA POLYMERS LIMITED

Our company was originally incorporated on March 03, 1998, under the name and style of "Vijay Pet Plast India Private Limited" under the Companies Act, 1956 with the Registrar of Companies, Madhya Pradesh bearing Registration number 012664. Subsequently, the name of our company was changed to "Diksha Polymers Private Limited" vide Special Resolution dated February 07, 2000 and a fresh certificate of incorporation was issued on February 16, 2000 by the Registrar of Companies, Madhya Pradesh. Thereafter, the status of the Company was changed to Public Limited and the name of our Company was changed to "Diksha Polymers Limited" vide Special Resolution dated March 06, 2024 and a fresh certificate of incorporation consequent to conversion was issued on June 18, 2024 by Central Registration Centre, Haryana. The Corporate Identification Number of our Company is U25202MP1998PLC012664. Pursuant to a Business Transfer Agreement dated September 18, 2024, our Company has taken over the going concern business of M/s. Diksha Packaging, a sole proprietorship of Mrs. Anjana Mandelia. For further details, please refer the chapter *"History and Certain Corporate Matters"* on page no. 115 of this Prospectus.

Registered Office: B-33, Maharajpura Industrial Area, Maharajpura A.F., Gwalior, Gird, Madhya Pradesh, India, 474020
Tel No.: +91 89669 66666 **Email:** info@dikshagroup.in **Website:** www.dikshagroup.in
Contact Person: Chanchal Gaur, *Company Secretary and Compliance Officer*.
Our Promoters: Vivek Mandelia, Vipin Mandelia, Hemlata Mandelia, Anjana Mandelia and Riddhi Mandelia

THE ISSUE

INITIAL PUBLIC OFFER OF 15,98,400 EQUITY SHARES OF ₹ 10 EACH ("EQUITY SHARES") OF DIKSHA POLYMERS LIMITED ("DPL" OR THE "COMPANY") FOR CASH AT A PRICE OF ₹ 112 PER SHARE (THE "ISSUE PRICE"), AGGREGATING TO ₹ 1,790.21 LAKHS ("THE ISSUE"), OF WHICH 81,600 EQUITY SHARES OF ₹ 10 EACH WILL BE RESERVED FOR SUBSCRIPTION BY AGGREGATING MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THAN THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 15,16,800 EQUITY SHARES OF ₹10 EACH IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 30.76% AND 29.19% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 10 AND THE ISSUE PRICE IS 11.2 TIMES OF THE FACE VALUE

In terms of Rule 19(2)(b)(i) of the SCRR this Issue is being made for at least 25% of the post-Issue paid-up Equity Share capital of our Company. This Issue is being made through Fixed Price process in accordance and compliance with Chapter IX and other applicable provisions of SEBI ICDR Regulations wherein a minimum 50% of the Net Issue is allocated for Individual Applicants and the balance shall be offered to individual applicants other than Individual Applicants and other investors including corporate bodies or institutions, QIBs and Non-Institutional Applicants. However, if the aggregate demand from the Individual Applicants is less than 50%, then the balance Equity Shares in that portion will be added to the non-retail portion offered to the remaining investors including QIBs and NIIs and vice-versa subject to valid Applications being received from them at or above the Issue Price. Additionally, if the Individual Applicants category is entitled to more than fifty per cent on proportionate basis, the Individual Applicants shall be allocated that higher percentage. For further details please refer the section titled "*Issue Information*" beginning on page no.**Error! Bookmark not defined.** of this Prospectus.

All potential investors shall participate in the Issue only through an Application Supported by Blocked Amount ("ASBA") process including through UPI mode (as applicable) by providing details of the respective bank accounts and / or UPI IDs, in case of RIIs, if applicable, which will be blocked by the Self Certified Syndicate Banks ("SCSBs") for the same. For details in this regard, specific attention is invited to "*Issue Procedure*" on page no. 206 of this Prospectus. A copy will be filed with the Registrar of Companies as required under Section 26 of the Companies Act, 2013.

RISK IN RELATION TO THE FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹10 each and the Issue Price is 11.2 times the face value. The Issue Price (determined and justified by our Company in consultation with the Lead Manager) as stated under "*Basis of Issue Price*" beginning on page no. 78 of this Prospectus should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investment in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Prospectus. Specific attention of the investors is invited to "*Risk Factors*" beginning on page no. 19 of this Prospectus.

COMPANY'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares Issued through this Prospectus is proposed to be listed on the SME Platform of the BSE Limited **("BSE")**. Our Company has received an in-principle approval letter dated January 20, 2026 from BSE for using its name in this Offer document for listing our shares on the SME Platform for the BSE Limited. For the purpose of this Issue, the Designated Stock Exchange will be BSE Limited **("BSE")**

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
ARYAMAN FINANCIAL SERVICES LIMITED 60, Khatau Building, Ground Floor, Alkesh Dinesh Modi Marg Fort, Mumbai – 400 001 **Tel No.:** +91 22 6216 6999 **Email:** ipo@afsl.co.in **Website:** www.afsl.co.in **Investor Grievance Email:** feedback@afsl.co.in **Contact Person:** Vatsal Ganatra **SEBI Registration No.** INM000011344	**CAMEO CORPORATE SERVICES LIMITED** Subramanian Building, No. 1, Club House Road, Chennai – 600 002. **Tel. No.:** +91 - 44 – 40020700 (5 Lines) **Email:** priya@cameoindia.com **Website:** www.cameoindia.com **Investor Grievance Email:** investor@cameodina.com **Contact Person:** K. Sreepriya **SEBI Registration No.:** INR000003753
ISSUE OPENS ON	**ISSUE CLOSES ON**
WEDNESDAY, JUNE 17, 2026	**FRIDAY, JUNE 19, 2026**

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

Please scan this QR code to view the Prospectus and the Abridged Prospectus	**The following is a general summary of certain disclosures in the Prospectus and the terms of the Issue and is not exhaustive, nor does it purport to contain a summary of all the disclosures in the Prospectus or all details relevant to prospective investors. This summary should be read in conjunction with, and is qualified in its entirety by, the more detailed information appearing elsewhere in the Prospectus, which is available at the websites of BSE Limited at www.bseindia.com, the Company at https://www.dikshagroup.in/offer-document.html and the LM at https://afsl.co.in/.** **References below to page numbers are to page numbers of the Prospectus dated June 11, 2026. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the Prospectus.**

1. Summary of the Primary business

Our Company is engaged in the business of manufacturing PET Bottles/ Containers and PET Preforms. PET Containers are majorly used for storage of beverages, oils, any other ancillary products. PET Preforms is used as a raw material to manufacture PET Containers.

a. Business Overview – Products and Services

Our product portfolio primarily comprises PET bottles/ containers, PET Preforms, Caps and Others (Consist of sale of scraps and wastes).

b. Description of industries served:

PET Containers has application across a wide range of industries, including lubricants, food and beverages, consumer goods, pharmaceuticals, agrochemicals, etc.

c. Key Geographies:

We derive our revenue primarily from customers located in Madhya Pradesh, India.

d. Our revenue from operations from our key customers:

The table below sets out the revenue contribution from our key customers for FY 2025-26, FY 2024-25 and FY 2023-24:

(₹ Lakhs)

Particulars	FY 2025-26		FY 2024-25		FY 2023-24	
	Amount	%	Amount	%	Amount	%
Income from top 1 Customer	1,664.53	32.46%	1,907.71	44.65%	720.14	36.51%
Income from top 5 Customer	3,772.33	73.57%	3,303.71	77.33%	1,491.19	75.60%
Income from top 10 Customer	4,559.51	88.93%	3,958.86	92.67%	1,867.62	94.69%

e. Key Facilities:

Our key facilities include our registered office situated B-33, Maharajpura Industrial Area, Maharajpura A.F., Gwalior, Gird, Madhya Pradesh, India, 474020 and Our manufacturing facility at part of, Plot 62, Plot 33 and Plot 32 (1) Maharajpura Industrial Area, Gwalior, Madhya Pradesh, India.

f. Business strengths and strategies:

Strengths: (1 Integrated and well-established manufacturing setup (2) Strategic location of our manufacturing facilities (3) Healthy Financial Performance (4) Experienced Promoters and Management Team (5) Product Portfolio
Strategies: (1) Augment capital base for adequate working capital (2 Strengthen our customer base by growing existing customer business and acquiring new customers (3) Reduce Debt Levels and improve Debt to Equity Ratio (4) Expand our reach in PAN India (5) Build a Professional organisation and continue to recruit, retain and train qualified personnel

g. *Summary of the Industry*

The plastic packaging industry in India caters to sectors such as food and beverages, pharmaceuticals, FMCG and personal care products. Increasing demand for packaged products has contributed to the growth of the plastic packaging industry in India.

2. Promoters

Vivek Mandelia	**Vivek Mandelia**, aged 54 years, is the one of the founding promoter of the Company. He has obtained his degree in Bachelor of Science from Bundelkhand University, Jhansi in the year 1992. He is currently designated as Chairman & Managing Director of the company. He has experience of over two decades in Plastic Industry. He is currently responsible for the overall working of the Company and is instrumental in making strategic decisions. His strong leadership skill, comprehensive understanding of financial management principles, entrepreneurship with commercial acumen and excellent management skill allow the business to grow by way of developing the new clients whilst maintaining its existing customer base.
Vipin Mandelia	**Vipin Mandelia,** aged 50 years, is a Whole Time Director of our Company. He has obtained his degree in Bachelor of Commerce from Bundelkhand University, Jhansi in the year 1996. He has experience of over two decades in the Plastic Industry. Currently, He provides his intermittent guidance to our Company with respect to the business development activities and is responsible for growth and expansion of our Company. He also looks into Banking and handles the entire finances and operations of the Company.
Anjana Mandelia	**Anjana Mandelia,** aged 54 years, is the one of the founding promoter of the Company. She is currently designated as Non-Executive Director of the company. She has been associated with our Company as a Non-Executive Director since September 09, 2024. She has obtained her degree in Bachelor of Science and Master of Science in Chemistry from Jiwaji University, Gwalior. As one of the founding promoter, she has contributed nearly over two decades of experience to our company. She supports in devising and implementing the overall strategy and growth of our Company and in maintaining cordial relations
Hemlata Mandelia	**Hemlata Mandelia,** aged 73 years, is the one of the founding promoter of the Company. She does not have any specific qualification and does not hold any Bachelor/Masters or any professional degree and she doesn't have any supporting document for qualification. As one of the founding promoter, she has contributed nearly over two decades of experience to our company.
Riddhi Mandelia	**Riddhi Mandelia,** aged 28 years, is Promoter and Chief Financial Officer of our Company. She has completed her Post Graduate Diploma in Business Management. Her appointment reflects a strategic move towards succession planning and ensures a collaborative approach to maintaining the Company as a going concern. She has been an integral part of the Company

For details, see *"Our Promoters and Promoter Group"* on page 132 of the Prospectus.

3. Objects of the issue

The Net Proceeds are proposed to be used by our Company in accordance with the details provided in the following table:

(₹ in lakhs)

Sr. No.	Particulars	Amount to be funded from the Net Proceeds	Amount to be deployed from the Net Proceeds in FY 2026-27
1.	Repayment/ prepayment, in full or in part, of certain outstanding borrowings	1,375.00	1,375.00
2.	General Corporate Purpose	225.21	225.21
Total		1,600.21	1,600.21

For further details, see *"Objects of the Issue"* on page 73 of the Prospectus.

4. Pre and post Issue shareholding of promoter(s), members of the promoter group and top 10 shareholders

The aggregate pre- Issue and post- Issue equity shareholding and percentage of the pre- Issue and post- Issue paid- up Equity Share capital of our Promoters, members of the Promoter Group and the top 10 Shareholders (other than our Promoters and members of our Promoter Group) as on the date of this Prospectus is set forth below:

Category of Promoters	Pre-Issue		Post-Issue[2]	
	No. of Shares	% of Pre-Issue Capital	No. of Shares[1]	% of Post- Issue Capital
1. Promoters				
Vivek Mandelia	9,00,000	25.01%	9,00,000	17.32%
Vipin Mandelia	9,00,000	25.01%	9,00,000	17.32%
Hemlata Mandelia	8,95,500	24.88%	8,95,500	17.23%
Anjana Mandelia	9,00,000	25.01%	9,00,000	17.32%
Riddhi Mandelia	900	0.03%	900	0.02%
Total Promoters Holding (A)	**35,96,400**	**99.94%**	**35,96,400**	**69.21%**
2. Promoters Group				
Yagya Mandelia	900	0.03%	900	0.02%
Lakshya Mandelia	900	0.03%	900	0.02%
Total Promoters Group Holding (B)	**1,800**	**0.06%**	**1,800**	**0.03%**
Top 10 Public Shareholders (other than our Promoters and members of our Promoter Group) ^				
NA	-	-	-	-
Total (A) + (B)	**35,98,200**	**100.00%**	**51,96,600**	**100.00%**

^As on the date of this Prospectus, the Company has only 7 shareholders and therefore, the requirement relating to disclosure of top 10 public shareholders (other than the Promoters and members of the Promoter Group) is applicable only to the extent of existing shareholders.

Notes:
(1) Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and until date of prospectus.
(2) Based on the Issue price of ₹ 112.

For further details, see *"Capital Structure"* beginning on Page 73 of the Prospectus.

5. Summary of Restated Financial Information

The following details of selected financial information are derived from the Restated Consolidated Financial Information as at and for the periods ended September 30, 2025 and as at and for the Financial Years ended March 31, 2026, March 31, 2025 and March 31, 2024:

(Rs. in Million)

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
1.	Share Capital	359.82	39.98	39.98
2.	Net Worth	852.10	440.36	177.26
3.	Total Income	5,127.34	4,272.80	1,972.37
4.	Profit after Tax	411.74	263.10	101.15
5.	Basic & Diluted EPS	11.44	7.31	2.81
6.	Net asset value per share (Rs) - based on actual numbers of equity shares at the end of the year/period	23.68	110.14	44.34
7.	Total Borrowings	1,509.83	1,290.99	447.24

6. Summary of Key Performance Indicators

A list of our Key Performance Indicators for period ended March 31, 2026, March 31, 2025 and March 31, 2024 is set out below:

Key Performance Indicators (KPIs)	Unit of measurement	March 31, 2026	March 31, 2025	March 31, 2024
Financial				
Revenue from Operations	₹ Lakhs	5,127.34	4,272.20	1,972.37
Gross Profit	₹ Lakhs	934.37	613.49	224.05
Gross Profit Margin	Percentage	18.22	14.36	11.36
EBITDA	₹ Lakhs	731.85	470.84	180.45
EBITDA margin	Percentage	14.27%	11.02%	9.15%
PAT	₹ Lakhs	411.74	263.10	101.15
PAT Margin	Percentage	8.03%	6.16%	5.13%

Key Performance Indicators (KPIs)	Unit of measurement	March 31, 2026	March 31, 2025	March 31, 2024
Financial				
ROE	Percentage	48.32%	59.75%	57.06%
ROCE	Percentage	28.09%	23.52%	26.54%
Debt to Equity Ratio	No. of times	1.77	2.93	2.52

Notes:
Percentages are based on Revenue from Operation
a. Revenue from operations is the revenue generated by us and is comprised of the sale of products and other operating income, as set out in the Restated Financial Statements. For further details, see "Restated Financial Statements – Notes forming part of the Restated Financial Statements: Revenue from operations".
b. Total income comprised of revenue from operations and other income, as set out in the Restated Financial Statements. For further details, see "Restated Financial Statements – Notes forming part of the Restated Financial Statements: Revenue from operations and Other income".
c. EBITDA = Profit before tax + depreciation & amortization expense + Finance Cost.
d. EBITDA Margin = EBITDA/ Revenue from Operations.
e. PAT = Profit before tax – current tax – deferred tax.
f. PAT Margin = PAT/ Revenue from Operations.
g. Net debt = non-current borrowing + Current borrowing - Cash and Cash equivalent
h. Total Equity = Equity share capital + Other equity.
i. ROE = Net profit after tax /Total equity.
j. ROCE = Profit before tax and finance cost / Capital employed
Capital employed = Total Equity +Non-Current borrowing + Current Borrowing + Deferred Tax Liabilities
k. EPS = Net Profit after tax, as restated, attributable to equity shareholders divided by weighted average no. of equity shares outstanding during the year/ period.
l. Current Ratio= Current Assets/ Current Liabilities
m. NAV= Net Worth/ Actual Outstanding no of shares

For definitions of the above KPIs, see "Definitions and Abbreviations – Definitions of Key Performance Indicators" on page 01 of the Prospectus. *Further, or comparison with the listed peer(s) and more detailed disclosure on such KPIs, see "Basis for Issue Price - Comparison of our KPIs with listed industry peers" on page 78 of the* Prospectus.

7. Risk Factors

Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. Details of our top 10 risk factors are set forth below:

1. We derive a significant portion of our revenue from the sale of PET plastic bottles and PET Preforms and any reduction in demand or in the manufacturing of such products could have an adverse effect on our business, results of operations and financial condition.
2. We are dependent on a few suppliers for supply of raw materials and any major disruption to the timely and adequate supplies of our raw materials could adversely affect our business, results of operations and financial condition.
3. Our company is significantly dependent on few customers for our revenue in a particular financial year. The loss of any one or more of such customers may have a material effect on our business operations and profitability.
4. Trade Receivables, Inventories and other current assets form a substantial part of our Total Assets. Failure to manage our trade receivables and inventories could have an adverse effect on our net sales, profitability, cash flow and liquidity.
5. Our business is dependent on operating of our manufacturing facilities, which is concentrated in a single region i.e. Gwalior, Madhya Pradesh, hence we face geographical concentration related risks. Further, the loss or shutdown of our facilities could have a material adverse effect on our business, financial condition and results of operations.
6. The leasehold rights in certain properties used by our Company are yet to be transferred in our name and any delay or failure in effecting such transfer may adversely affect our operations.
7. Our Company may have potential Conflicts of interest with our Promoter Group Entity/ Company as they are engaged in similar line of business.
8. Our premises are not owned by us and we have only leasehold rights over such premises. In the event we lose such rights or are required to negotiate it, our cash flows, business, financial conditions and results of operations could be adversely affected.
9. Our Company, its Promoters, its Directors and our Group Company are parties to certain legal proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, results of operations and financial condition.
10. Majority of our purchases is from Related Parties in the past i.e F.Y. 2023-24 and F.Y 2024-25. We may continue to enter in such transaction in future.

8. The details of weighted average cost of acquisition of shares for promoter

Name of the Promoter	Number of Equity Shares of face value of ₹ 10 each held	Weighted Average cost of acquisition per Equity Share (in ₹)	WACA per Equity Shares acquired in last one year
Vivek Mandelia	9,00,000	1.11	Nil
Vipin Mandelia	9,00,000	1.11	Nil
Hemlata Mandelia	8,95,500	1.11	Nil
Anjana Mandelia	9,00,000	1.11	Nil
Riddhi Mandelia	900	1.11	Nil

* *As certified by M/s. Agarwal R C & Co., Chartered Accountants, by way of their certificate dated May 23, 2026 bearing UDIN: 26603496HEOMHY5578.*

For details of shareholding of our Promoters and selling shareholders, see *"Capital Structure"* on page 132 of the Prospectus.

9. Board of Directors and Key Managerial Personnel

The names and designations of the members of the Board of Directors and Key Managerial Personnel are set forth below:

Sr. No.	Names	Designation
Board of Directors		
1.	Vivek Mandelia	Chairman & Managing Director
2.	Vipin Mandelia	Whole Time Director
3.	Anjana Mandelia	Non-Executive Director
4.	Praval Pratap Singh Tomar	Non-Executive Independent Director
5.	Amit Khare	Non- Executive Independent Director
Key Managerial Personnel		
1.	Chanchal Gaur	Company Secretary and Compliance Officer
2.	Riddhi Mandelia	Chief Financial Officer

For further details, see "*Our Management"* on page 119 of the Prospectus.

10. Auditors Qualifications

There are no qualifications of the Statutory Auditors which have not been given effect to in the Restated Consolidated Financial Statements. For further information, see *"Finacial Information – Restated Financial Information"* on page 140 of the Prospectus.

11. Summary table of outstanding litigations

A summary of outstanding litigation proceedings involving our Company, Group Company, Promoters and Directors, Key Managerial Personnel in accordance with the SEBI ICDR Regulations and the Materiality Policy as on the date of this Prospectus, is provided below:

Name of the Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Materia Civil Litigations	Aggregate amount involved* (₹ in Lakhs)
Company						
By our Company	Nil	Nil	Nil	Nil	Nil	Nil
Against our Company	Nil	10	Nil	Nil	Nil	166.05
Directors						
By our Directos	Nil	Nil	Nil	Nil	Nil	Nil
Against our Directors	Nil	Nil	Nil	Nil	Nil	Nil
Promoters						
By our Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against our Promoters	Nil	17	Nil	Nil	Nil	55.21
Group Company						
By our Group Company	Nil	Nil	Nil	Nil	Nil	Nil
Against our Group Company	Nil	10	Nil	Nil	Nil	44.45

Key Managerial Personnel						
By our Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil	Nil
Against our Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil	Nil

**To the extent ascertainable and quantifiable*

For further details of the outstanding litigation proceedings, see *"Outstanding Litigation and Material Developments"* beginning on page 175 of the Prospectus.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act 1933, as amended or any state securities laws in the United States and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of U.S. the Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions as defined in and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where those offers and sales occur; and (ii) in the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act), pursuant to Section 4(a) of the U.S. Securities Act.

The above information is given for the benefit of the Applicants. Our Company and the Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applications for do not exceed the applicable limits under laws or regulations.